



**“INTRALOT SA –
INTEGRATED LOTTERY SYSTEMS AND SERVICES”
DISTINCTIVE TITLE
“INTRALOT”**

**General Commercial Registry No. 818201000
Former Registration No. 27074/06/B/92/9**

**Drafts of resolutions on issues of the Agenda regarding the shareholders meeting
of Intralot dated 10 April 2014**

(item (d) of paragraph 3, article 27 of C.L.2190/1920, as in force)

1. Election of new Board of Directors and appointment of independent members in accordance with Law 3016/2002 in force as amended.

The President of the General Meeting informs the shareholders that in view of the impending expiry of the term of the Board of Directors it is appropriate that the General Meeting elects new Board of Directors with a five years term according to article 19 par. 2 of its Articles of Association and appoints its independent members in accordance with the provisions of the Articles of Association and Law 3016/2002. For this reason, it is proposed that today’s General Meeting of the Company’s shareholders resolves on the election of new Board of Directors members and the appointment of independent members as per L. 3016/2002. It is suggested that members of the new Board of Directors with five years terms, according to 19 par. 2 of the Articles of Association of the Company are elected Messrs and, among the abovementioned members, it is suggested to appoint as independent members of the Board of Directors Messrs

The General Meeting of the Company’s shareholders approved, with votes, that is % of those present, the abovementioned General Meeting President's proposal and in particular it elected the abovementioned persons as members of the Company’s Board of Directors with a five years term.

2. Election of new Audit and Compliance Committee in accordance with Law 3693/2008

Following the election of a new Board of Directors as per the above decision, it is suggested to elect a new three members Audit and compliance Committee according to article 37 of L. 3693/2008, which will be consisted of Messrs independent(s) non executive(s) [and non executive(s)] Board of Directors members.

The General Meeting of the Company’s shareholders approved, with votes, that is % of those present, the abovementioned General Meeting President's proposal and appointed Messrs as members of the Audit and compliance Committee according to article 37 of L. 3693/2008.

3. Granting authorization to both Board of Directors members and Company's Directors to participate in the Board of Directors or in the management of other affiliated companies as those companies are defined in article 42e' of Codified Law 2190/1920 and, therefore, the conducting on behalf of the affiliated companies of acts falling within the Company's purposes.

The General Meeting approves, according to law and the Company's articles of association, with votes, that is % of those present, its President's proposal to grant permission, according to article 23 of C.L. 2190/1920 to the members of the Board of Directors and the Managers of the Company, to participate in other Boards of Directors or in the management of other affiliated companies as those companies are defined in article 42e' of Codified Law 2190/1920 and, therefore, the conducting on behalf of the affiliated companies of acts falling within the Company's purposes.