

## CONVENING OF THE ORDINARY GENERAL SHAREHOLDERS´ MEETING

### ASTURIANA DE LAMINADOS, S.A.

#### Ordinary General Shareholders´ Meeting 2018

The Board of Directors of ASTURIANA DE LAMINADOS, S.A. (hereinafter referred to as the “Company”) has resolved, on 11<sup>th</sup> May 2017, at the request of its Chairman, to convene the shareholders to the Ordinary General Shareholders´ Meeting to be held on 22<sup>nd</sup> June 2018 at 13:00 hrs., on first call, in Oviedo (Asturias), Marqués de Santa Cruz St. 14, in Ontier España, S.L.P. Espacio Circus and, if necessary, on the following day at the same time and location on second and last call (most certainly, the Ordinary General Meeting is to be held on first call), to consider and resolve upon the following

#### Agenda

First.- Examination and, if appropriate, approval of the annual accounts (including the balance sheet, the income statement, the statement of the changes in the net worth for the financial year, the cash-flow statement and the respective notes) and the management reports, all with respect to the financial year ended 31<sup>st</sup> December 2017.

Second.- Examination and, if appropriate, approval of the proposed allocation of profits/losses for financial year ended 31<sup>st</sup> December 2017.

Third.- Approval, if appropriate, of the Board of Directors´ corporate governance of the year ended 31<sup>st</sup> December 2017.

Fourth.- Delegation to the Board of Directors to issue simple debentures that are convertible into and/or exchangeable for Company's shares. Setting the criteria for the fixation of the bases and modalities of conversion and/or exchange and authorisation to the Board of Directors of the power to increase the share capital by the amount necessary.

Fifth.- Necessary authorizations and delegation of powers for the execution, development and rectification, as wide as required, and granting of powers to convert the resolutions passed by the Ordinary General Shareholders´ Meeting into a public deed.

Sixth.- Suggestions and questions.

According to article 172 of Spanish Corporate Enterprises Act and both by-laws and Regulations of the General Shareholders´ Meeting, shareholders representing at least five per cent of the share capital may request the publication of a supplementary notice regarding this convening, which shall include one or more additional agenda items. This right must be exercised by service of notification by a reliable method, providing it is received at the registered office within five days of the date of publication of the initial notice. The supplementary notice must be published at least fifteen days before the day of the Ordinary General Shareholders´ Meeting.

#### INFORMATION RIGHT

It is placed on record that, pursuant to the provisions of article 197 of the Spanish Corporate Enterprises Act and both by-laws and Regulations of the General Shareholders´ Meeting of the Company, since the publication of this convening and until the seventh day before the General Meeting is due to be held, shareholders may request any information or clarification they deem

necessary, from the Board of Directors, regarding the items on the agenda, or may submit in writing any question they deem pertinent. Notwithstanding the foregoing, during the holding of the General Shareholders' Meeting the shareholders may verbally request any information or clarification they deem necessary, regarding the items on the agenda.

Likewise, it is expressly stated that any shareholder may examine the full wording of the proposals at the Company registered office, located in Polígono Industrial de Villallana, Parcela número 1, C.P. 33695 Pola de Lena (Asturias), and apply to the Company to obtain, immediately and cost-free, copies of the former and documents that have to be submitted to the General Meeting for approval, as well as the instructions given in order to acquire the attendance, delegation and remote voting card and whatever necessary document in relation with the latter. Furthermore, the following information channels have been set up by the Company:

Ref.: Asturiana de Laminados General Shareholders' Meeting 2018

Tel.: + 34 963 222 555

E-mail: [asturianadelaminados@issuersolutions.com](mailto:asturianadelaminados@issuersolutions.com)

Web: [www.issuersolutions.com/asturianadelaminados](http://www.issuersolutions.com/asturianadelaminados)

Particularly, shareholders may examine the proposed delegation full wording and the respective report issued upon articles 287 and 287 of the Spanish Corporate Enterprises Act, and to request cost-free copies of such documents, either at the registered office or at their own address.

#### RIGHT OF ATTENDANCE

In accordance with both by-laws and Regulations of the Company General Shareholders' Meeting, shareholders are entitled to attend the General Meeting. It shall be an essential requirement to attend the General Meeting that any shareholder must provide its condition by having his name duly entered in the ledgers of the entity in charge of the shares represented by book entries with five days in advance of the scheduled date when the General Meeting shall be held.

Additionally, it shall be a requisite for attending the General Meeting that the shareholder acquires the corresponding attendance, delegation and remote voting card, the certificate issued by the entity in charge of the shares represented by book entries, according to each case, or through any other way accepted by the legislation in force.

#### REPRESENTATION RIGHT

Shareholders entitled to attend may be represented at the General Meeting by a proxy, who need not to be a shareholder.

Whether the representation is granted by means of remote communication, it shall only be valid whether the former is issued through postal mail, sending the Company, in addition, the attendance, delegation and remote voting card duly completed and signed by the shareholder. In order to consider the representation as valid, it shall be received by the Company twenty-four (24) hours in advance of the scheduled date when the General Meeting shall be held.

#### REMOTE VOTING RIGHT

Shareholders may cast their votes regarding the proposals included within the items on the agenda through postal mail, sending the Company, in addition, the attendance, delegation and



remote voting card issued by the Company duly completed and signed twenty-four (24) hours in advance of the scheduled date when the General Meeting shall be held in first call.

Shareholders voting by correspondence, within the terms hereby stipulated, must be regarded to be present for the intents and purposes of establishing the General Shareholders' Meeting quorum.

#### INTERVENTION OF A NOTARY PUBLIC AT THE MEETING

The Board of Directors has agreed to request the presence of a notary public to take the General Shareholders' Meeting minutes, as laid down in article 203 of the Spanish Corporate Enterprises Act.

This convening is governed by, and shall be interpreted in accordance with Spanish Law.

Villallana, Pola de Lena (Asturias), a 11 de mayo de 2018

Mr. Pablo Álvarez de Linera Granda

Secretary non-Director of the Board of Directors