



**INVITATION
TO THE SHAREHOLDERS OF THE COMPANY WITH THE CORPORATE NAME
DIAS AQUACULTURE S.A.**

Companies Reg No. 27160/06/B/92/5
**TO THE ANNUAL ORDINARY GENERAL MEETING
TO BE HELD AT 09:00 ON Thursday, 30/06/2011**

Mandra-Idilia, 09/06/2011

Draft Resolutions/ Comments of Board of Directors on The Agenda Items Of The General Meeting Of The Shareholders Of Dias Aquaculture To Be Held On 30/06/2011 in accordance with article 27 paragraph 3 of C.L. 2190/1920

AGENDA ITEMS

1. Submission and approval of the Annual Financial Statements (consolidated and non consolidated) for the period 1.1.2010 to 31.12.2010 together with the relevant Auditors' and Board of Directors' reports.

The Board of Directors proposes to the General Meeting to approve the annual financial statements (consolidated and non consolidated) for the financial year 2010 which were prepared in accordance with the International Financial Reporting Standards (IFRS) and approved by the Company's Board of Directors, at its meeting no. 10 held on March 29th, 2011.

2. Decision of profit distribution for the fiscal year 2010 and non dividend payment

The General Meeting will be asked to decide the profit appropriation for the year 2010 and the Board of Directors will propose no dividend distribution due to negative results during 2010.

3. Approval of Board of Directors activities during the 2010 fiscal year and release of members of the Board of Directors and auditors from all liability to pay compensation for management during the 1.1.2010 – 31.12.2010 fiscal year

The General Meeting will be asked to approve the Board of Directors activities during the 2010 fiscal year.

The Board of Directors proposes to the General Meeting to approve the discharge from any liability for indemnity of the members of the BoD and the Certified Auditor of the company for the year 2010 in accordance with article 35 of C.L. 2190/1920 and the Articles of Association of the company.

4. Election of ordinary and deputy Certified Auditors for the 2011 fiscal year and fixing of their fee.

The Board of Directors upon recommendation of the Audit Committee will propose to the General Meeting the assignment of the Ordinary Audit of the Financial Statements (consolidated and non consolidated) for fiscal year 2011 to "PRICEWATERHOUSECOOPERS" and "SOL S.A.". The audit fee will be proposed to be determined in accordance with the provisions of the Law.



5. Approval of remuneration for members of the Board of Directors for the 1.1.2010 – 31.12.2010 fiscal year and preliminary approval of remuneration for the 1.1.2011 - 31.12.2011 fiscal year.

The Board of Directors proposes to the General Meeting to approve the fees and remunerations of the Board of Directors members for the year 2010 and to determine the fees and remunerations of the Board of Directors members for the current year.

6. Approval of participation by Board of Directors members and senior executives of the company on the Board of Directors or in the management of other companies with the same or similar purpose. (in accordance with law 2190/20 article 23).

The Board of Directors proposes to the General Meeting to approve the permission to the members of the BoD and to the executive officers of the Company to participate in the management and the Board of Directors of affiliated companies with relative business activity. (in accordance with law 2190/20 article 23)

7. Miscellaneous items – notices - other approvals

Various issues will be discussed