## POSTING ON THE COMPANY'S WEBSITE IN ACCORDANCE WITH ARTICLE 123 § 4 OF LAW 4548/2018 AS SUCH IS IN FORCE

# ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE SOCIETE ANONYME UNDER THE NAME

"Quest Holdings Societe Anonyme"

(FISCAL YEAR 1/1/2022 - 31/12/2022)

Thursday, 15 June 2023, 16:00 hrs
Kallithea, Al. Pantou 19-23, ground floor

In case the quorum required by law and the Articles of Association for the passing of resolutions on all or specific items of the initial Agenda of 15.06.2023 is not ascertained, the General Meeting will convene anew at a Repeat Meeting on 6 July 2023, day of the week Thursday at 16:00 hrs, at the seat of the Company in the Municipality of Kallithea, Attica and, more specifically, in the office building of its subsidiary company under the name "Uni Systems S.M.S.A." at 19-23 Al. Pantou St. (event hall, ground floor).

It is hereby noted no new invitation will be published for the Repeat Meeting in accordance with § 2 of article 130 of Law 4548/2018.

A. RECOMMENDATIONS OF THE BOARD OF DIRECTORS ON THE ITEMS OF THE AGENDA OF THE **ORDINARY GENERAL MEETING OF 15.06.2023** 

1st Item

Submission for approval of the annual financial statements as at December 31, 2022 (individual and consolidated financial statements), in accordance with the International Financial Reporting Standards (IFRS), together with the Report of the Board of Directors and

the Auditors' Report.

Required Quorum: 1/5 (20%) of the Company's paid-up share capital

Required majority: 50% +1 of the votes represented in the Meeting

The Board of Directors recommends to the General Meeting the approval of the annual financial statements of December 31, 2022 (individual and consolidated financial statements), in accordance with the International Financial Reporting Standards (IFRS), together with the Report of the Board of Directors and the Auditors' Report pursuant to law 4548/2018, as such is in force.

The annual financial statements were approved by the Board of Directors of the Company, following relevant recommendation of the Audit Committee, were published in accordance with the law, and have been posted on the Company's website (www.quest.gr) on 6 April 2023. In addition, the relevant Press Release is posted on the Company's website.

2<sup>nd</sup> Item

Approval of distribution of profits for the fiscal year 01.01.2022-31.12.2022 and distribution of dividend to the shareholders, and approval of the distribution of the retained earnings of previous years

Required Quorum: 1/5 (20%) of the Company's paid-up share capital

Required majority: 50% +1 of the votes represented in the Meeting

It is hereby noted that the members of the Board of Directors and the employees of the Company who will attend the General Meeting are entitled to vote for their release only with shares they own or with the shares that represent other shareholders by virtue of a special explicit

authorization and mandate for their release.

The General Meeting will be called upon to decide on the approval of the distribution of profits for the fiscal year 01.01.2022-31.12.2022 and in particular the approval of the distribution of a dividend for the fiscal year 2022 amounting to the gross amount of €0.130758 per share and excluding the treasury shares held by the Company at the record date. A 5% tax will be withheld from the above amount to be distributed as dividend.

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Moreover, the General Meeting will be requested to approve the distribution of the retained earnings balance of previous years (2019 & 2020) and in particular the retained earnings balance of the financial year 2019, amounting in total to €1.277.967,30, and part of the retained earnings balance of the financial year 2020, amounting in total to €6.146.378,98, i.e. a gross amount per share (for 2019 and 2020) of €0,069242 and excluding the treasury shares held by the Company at the record date. A 5% tax will be withheld from the above amounts for distribution of the retained earnings balance for the years 2019 and 2020.

Therefore, according to the above, the total gross amount per share to be distributed (dividend 2022 and retained earnings balance 2019 and 2020) will amount to twenty cents (€0.20) and, after withholding tax of 5%, to a net amount of nineteen cents (€0.19).

According to the Company's financial calendar, the ex-date for the distribution of the dividend is Tuesday 20 June 2023, the Record Date is Wednesday 21 June 2023 and its payment will begin on Monday 26 June 2023.

#### 3<sup>rd</sup> Item

Information from the Chairman of the Audit Committee to the shareholders about the activities of the Audit Committee during the fiscal year 2022.

Required Quorum: no required quorum. This item is informative (in accordance with article 44, § 1i of law 4449/2017, as such is in force)

Required majority: no required majority. This item is informative (in accordance with article 44, § 1i of law 4449/2017, as such is in force)

In accordance with article 44, § 1i of law 4449/2017, as such is in force and pursuant to the Rules of Operation of the Audit Committee, the Annual Report of the Audit Committee for the fiscal year 01.01.2022 – 31.12.2022, which has been posted on the Company's website (<a href="www.quest.gr">www.quest.gr</a>) is submitted to the General Meeting.

### 4<sup>th</sup> Item

Information from the Independent Vice-Chairman of the Board of Directors on the activities of the independent non-executive members of the Board of Directors in the 2022 fiscal year in accordance with article 9 § 5 of law 4706/2020

Required Quorum: no required quorum. This item is informative (in accordance with article 9 § 5 of law 4706/2020)

Required majority: no required majority. This item is informative (in accordance with article 9 § 5 of law 4706/2020)

In accordance with article 9, § 5 of law 4706/2020 the Annual Report of the independent non-executive members of the Board of Directors for the fiscal year 01.01.2022 - 31.12.2022, which has been posted on the Company's website (www.quest.gr), is submitted to the General Meeting of Shareholders.

## 5<sup>th</sup> Item

Approval of the overall management of the Board of Directors of the Company during the fiscal year 2022 and release of the members of the Board of Directors and the Certified Auditors from any liability for compensation for the activities during the fiscal year 2022

Required Quorum: 1/5 (20%) of the Company's paid-up share capital Required majority: 50% +1 of the votes represented in the Meeting

It is hereby noted that the members of the Board of Directors and the employees of the Company who will attend the General Meeting are entitled to vote for their release only with shares they own or with the shares that represent other shareholders by virtue of a special explicit authorization and mandate for their release.

The General Meeting will be called upon to decide on the overall management of the Board of Directors of the Company during the fiscal year 2022 in accordance with article 108 of law 4548/2018 and the release the Certified Auditors from any liability for compensation for the activities during the fiscal year 2022 in accordance with article 117 of law 4548/2018.

## 6<sup>th</sup> Item

Approval of remuneration and compensation of the members of the Board of Directors for the fiscal year 2022 and advance payment of remuneration and compensation for the fiscal year 2023

Required Quorum: 1/5 (20%) of the Company's paid-up share capital Required majority: 50% +1 of the votes represented in the Meeting

The Board of Directors will recommend to the General Meeting the approval of all renumeration and compensation paid to the members of the Board of Directors during the corporate fiscal year 2022, relating to their participation in the meetings of the Board of Directors and the meetings of the Committees of the Board of Directors, in accordance with the more specific provisions of article 109 of law 4548/2018 as such is in force. Last year's Ordinary General Meeting of 15.6.2022, pre-approved a total amount of up to € 750,000; the final remuneration and compensation paid to the Members of the Board of Directors during the fiscal year 2022 amounted to the total sum of € 484,400. It is hereby noted that all the sums paid that are submitted for approval are gross before all corresponding taxes and other legal deductions. Furthermore, the Board of Directors will recommend to the General Meeting to approve the

advance payment of total gross amount of up € 750,000 as remuneration and compensation to the members of the Board of Directors relating to their participation in the meetings of the

Board of Directors and the meetings of the Committees of the Board of Directors in the fiscal year 2023 until the next Ordinary General Meeting according to article 109 of Law 4548/2018 as such is in force and, of course, within the framework of the remuneration policy approved by the General Meeting and to authorise the Board of Directors to determine the gross compensation and remuneration per member of the Board of Directors for his/her participation in the meetings of the Board of Directors and the meetings of the Committees of the Board of Directors.

#### 7<sup>th</sup> Item

Submission for discussion and voting by the General Meeting of the Remuneration Report of the members of the Board of Directors of the Company according to article 112 § 3 of Law 4548/2018

Required Quorum: 1/5 (20%) of the Company's paid-up share capital Required majority: 50% +1 of the votes represented in the Meeting

The Board of Directors, upon recommendation of the Remuneration Committee and following the audit of the Remuneration Report by the certified auditors, will bring to the attention of the General Meeting of Shareholders the Remuneration Report for the members of the Board of Directors for the fiscal year 2022, according to article 112 § 3 of Law 4548/2018 for discussion and voting. It is hereby noted that the shareholders' vote regarding the Remuneration Report, in the context of this item on the agenda, is advisory, in order to be taken into account by the Board of Directors in the next Remuneration Report (for the fiscal year 2023). The Remuneration Report has been posted on the Company's website (www.quest.gr).

## 8<sup>th</sup> Item

Election of an auditing company of Certified Auditors - Accountants for the audit of the financial statements and the audit for the issuance of the tax certificate for the fiscal year 1/1/2023 - 31/12/2023 and determination of its remuneration

Required Quorum: 1/5 (20%) of the Company's paid-up share capital Required majority: 50% +1 of the votes represented in the Meeting

The Board of Directors unanimously, upon recommendation of the Audit Committee, proposes to the General Meeting of Shareholders the election of the public limited company under the name KPMG Certified Auditors S.A. (Institute of CPA (SOEL) No. 114 - TIN 094415531), that has its seat in Agia Paraskevi, at 3 Stratigou Tombra St., Postal Code 15342, for the regular audit of the company financial statements and the consolidated financial statements for the fiscal year 1/1/2023-31/12/2023 and the tax compliance audit for the fiscal year 2023.

The total fees of the above auditors' company are set at a maximum of thirty-two thousand five hundred (€ 32,500) euros, plus the corresponding VAT, for the regular financial audit of the fiscal year 2023 and for the tax compliance audit for the fiscal year 2023.

Furthermore, the Board of Directors recommends to the General Meeting the appointment of: a. Mr. Charalambos Syrounis, son of Georgios, Certified Public Accountant, with Institute of CPA (SOEL) No. 19071, and TIN number 053736402 holder of ID number AK239543, resident of Melissia Attica (10 Samou St.), as regular Certified Auditor and b. of Mr. Ioannis Kottinis, son of Georgios, Certified Auditor with Institute of CPA (SOEL) No. 38411, and TIN 133427920 holder of ID number AK630134, resident of Agios Dimitrios, Attica (at 11 Thoma Trianti St.), as Deputy Certified Auditor.

It is pointed out that the total fees of the Company's certified auditors for the fiscal year 2022 concerned in total (100%) audit work and there was no non-audit work carried out. Taking into account the above, the Audit Committee considered that the objectivity and independence of the certified auditors was fully ensured for the fiscal year 2022. The independence of the certified auditors was also confirmed in writing by the auditors' company itself in its letter addressed to the Audit Committee.

#### 9<sup>th</sup> Item

Establishment of a plan for the free distribution of the Company's shares and approval of the free distribution of the Company's shares to members of the Board of Directors of the Company and its affiliated companies within the meaning of article 32 of Law 4308/2014, pursuant to the provisions of article 114 of Law 4548/2018 - Authorisation

Required Quorum: 1/2 (50%) of the Company's paid-up share capital Required majority: 2/3 (66.67%) of the votes represented in the Meeting

The Board of Directors will recommend to the General Meeting of Shareholders, upon the recommendation of the Remuneration Committee, to approve the establishment of a plan for the free distribution of up to two hundred and thirty-three thousand eight hundred and sixteen (233,816) treasury shares (common registered shares with voting rights) of the Company for the fiscal year 2022. The treasury shares (common registered shares with voting rights) will be distributed free of charge, within the first half of 2025, without any obligation to retain them for a certain period of time, to executive members of the Board of Directors of the Company (excluding the Chairman of the Board of Directors) and to the CEOs of affiliated companies (within the meaning of article 32 of Law 4308/2014).

The plan proposed to be established is in accordance with the Remuneration Policy approved by the General Meeting, the Company's Articles of Association, and the applicable legislation.

The conditions for implementing the proposed plan (Senior Executives' Long-Term Incentive Plan) are set out in the - approved on 21 December 2021 by the Board of Directors - Senior Executives' Variable Remuneration System.

This plan is proposed to be established in order to achieve the following objectives:

➤ Reward the contribution of the Group's Senior Executives (i.e., the Group CEO and the Group Deputy CEO, other executive members of the Board of Directors of the Group's parent company, as well as the CEOs of major subsidiaries of the Group (as appointed by the Board of Directors of the Group's parent company (Quest Holdings S.A.) in the context of law 4706/2020, as in force from time to time and in particular ACS, Uni

Systems, Info Quest Technologies, ISQuare) in the achievement of the Company and the Group's financial and non-financial objectives set on the basis of the relevant resolution of the Company's Board of Directors and in accordance with the Variable Remuneration System for Senior Executives approved by the Board of Directors and the Remuneration Policy approved by the General Meeting. It is noted that the Senior Executives' Variable Remuneration System is in force from the year 2022 for three (3) years, i.e., until the year 2024.

- Maintain the Group's high level of remuneration and philosophy, with the introduction, however, of many basic market conditions and rules,
- > Enhance the Group's competitiveness both in terms of evaluation by the investors and in terms of attracting executives through the setting up of a system of high fixed and variable remuneration,
- ➤ Greater alignment of the interests of Shareholders and Senior Executives by introducing long-term goals and rewarding their achievement with shares, and
- > Strengthen the Group's governance system and professional management.

Under the Senior Executives' Variable Remuneration System, 30% of the variable remuneration of the respective reporting year is paid in shares of "Quest Holdings SA" upon achievement of additional three-year goals.

In execution of the Senior Executive Variable Remuneration Plan, a Senior Executive Shares Distribution Procedure has been established and approved by the Board of Directors to determine the procedural steps to implement the Senior Executive Long-Term Incentive Plan. In accordance with the Procedure for Distribution of Shares to Senior Executives, the following procedure is observed for the calculation, the granted shares and final vested shares to Senior Executives:

- 1. The achievement of the goals in the respective reference year (2022-2024) is assessed and the amount concerning the 30% is determined as deferred variable remuneration,
- 2. Upon finalization of the annual financial statements of the Company and the Group companies, the exact number of Granted Shares that each Senior Executive is entitled to receive in the future is calculated based on the average closing price of the Company's share on the Athens Stock Exchange during the last (5) five business days of the reference year (i.e., the year to which the calculation of the Granted Shares that each Senior Executive is entitled to receive in the future which correspond to 30% of his variable remuneration - e.g. for the 30% of the variable remuneration of the year 2022 the exact number of Granted Shares each Senior Executive will be entitled to receive in 2025 will be calculated on the basis of the average closing price of the Company's share on the Athens Stock Exchange for the last (5) five business days of the year 2022) and rounded to the next integer. Upon the distribution (transfer) of the shares to the Senior Executives, the amounts corresponding (to the number of such shares being distributedtransferred) to any dividends and capital repayments paid during the three-year period under consideration (e.g., 2022-2024 and until the distribution of the shares by the Company to each Senior Executive) which correspond to the shares to be transferred to each Senior Executive, shall also be paid.

- 3. Quest Holdings' Remuneration Committee, Board of Directors and General Meeting shall approve the number of Granted Shares that may be granted to the Senior Executives at the end of the three-year period (i.e., the Company's General Meeting of Shareholders in 2023 will approve the Granted Shares relating to the year 2022 to be granted in 2025 and in subsequent years, respectively). The Senior Executives will receive a certificate within the month following such approval, which will include the maximum number of shares and the terms and conditions applicable under the Senior Executives' Variable Remuneration Plan in order to receive the shares at the end of the plan.
- 4. The Company, through its competent corporate bodies, shall, at the end of the three-year period, evaluate the achievement of the additional goals in accordance with the provisions of the Senior Executives' Variable Remuneration System, and calculate the exact number of Vested Shares to which the Senior Executives are entitled.
- The competent corporate bodies of the Company shall calculate the exact number of shares and proceed to their purchase and free distribution to the respective Senior Executives.
- 6. The Senior Executives for whom the Granted Shares have been vested shall receive a separate remuneration certificate in hard copy from the Group's subsidiaries to which they belong, which will clearly indicate the date and number of the final vested shares, as well as the value of the shares at the time of their final distribution.

This plan is considered a voluntary benefit, paid at the Company's discretion, subject to the Company's right to revoke, modify or terminate it at any time, without prejudice to the exercise of the Company's right of revocation of vested rights.

Following the aforementioned, the Board of Directors will recommend to the General Meeting of Shareholders to approve the establishment of a free distribution plan of up to two hundred thirty-three thousand eight hundred and sixteen (233,816) of the Company's treasury shares (common registered shares with voting rights) and the free distribution in 2025 of the Company's treasury shares, without any obligation to retain the shares for a certain period, to executive members of the Company's Board of Directors (excluding the Chairman of the Board of Directors) and to the CEOs of affiliated companies within the meaning of article 32 of Law 4308/2014, in accordance with the provisions of article 114 of Law 4548/2018, following an assessment by the Board of Directors at the end of the three-year period (2022-2024) of the achievement of additional goals, as set out in the Variable Remuneration System for Senior Executives, and calculation of the exact number of Vested Shares to which the Senior Executives are entitled.

It will also be recommended to the General Meeting of Shareholders to authorize the Board of Directors to take any action required to implement the resolution, such as to evaluate at the end of the three-year period (2022-2024) the achievement of the additional goals, in accordance with the provisions of the Senior Executives' Variable Remuneration System, to determine the beneficiaries and the specific conditions for distribution (including, but not limited to, to evaluate and ascertain the fulfilment of the conditions for the distribution of the shares to the beneficiaries, to finalize the final number of shares to be distributed per beneficiary, to prepare and approve the documents required for the distribution and to authorize their signature and

submission in order for the distribution to be implemented, etc.), always in accordance with the Senior Executive Variable Remuneration System, the Remuneration Policy, the Procedure for the Distribution of Shares to Senior Executives and the relevant recommendations of the Company's Remuneration Committee. The Board of Directors may delegate part of the powers delegated to it according to the above to one or more persons who are members of the Board of Directors.

#### 10th Item

Granting permission to the members of the Board of Directors and the Executives for carrying out the operations provided for in § 1 of article 98 of law 4548/2018, as such is in force.

Required Quorum: 1/5 (20%) of the Company's paid-up share capital Required majority: 50% +1 of the votes represented in the Meeting

The Board of Directors will recommend to the General Meeting of Shareholders the granting of permission to the members of the Board of Directors and the Executives of the Company to carry out the operations provided for in § 1 of article 98 of Law 4548/2018, as such is in force.

#### 11th Item:

#### **Miscellaneous - Announcements**

This item includes various announcements of the Company's Board of Directors on issues that the Board of Directors wishes to disclose to the Annual Ordinary General Meeting of Shareholders, on which no discussion or voting for passing a resolution is required.

#### **B. DOCUMENTS SUBMITTED TO THE GENERAL MEETING**

- **A.** The Annual Financial Statements together with the Report of the Board of Directors and the Auditors' Report are available on the Company's website (www.quest.gr).
- **B.** The Report of the Audit Committee is available on the Company's website (www.quest.gr).
- **C.** The Remuneration Report and the audit report are available on the Company's website (www.quest.gr).

#### D. The Reports of

- i. The Remuneration Committee
- ii. The Nominations and Corporate Governance Committee

have been included in the corporate governance statement contained in the Annual Financial Report for the fiscal year 2022 and have been posted separately in the context of the documents submitted to the General Meeting and are available on the Company's website (<a href="www.quest.gr">www.quest.gr</a>)

Remuneration Policy (together with the proposed amendments) is available on the Company's website (<a href="www.quest.gr">www.quest.gr</a>).

**E.** The Report of the Independent non-Executive Members of the Board of Directors to the Annual Ordinary General Meeting of the Shareholders in accordance with article 9 § 5 of law 4706/2020, is available on the Company's website (<a href="www.quest.gr">www.quest.gr</a>)

#### C. DRAFT RESOLUTIONS OF THE GENERAL MEETING

#### 1st ITEM

Submission for approval of the annual financial statements as at December 31, 2022 (individual and consolidated financial statements), in accordance with the International Financial Reporting Standards (IFRS), together with the Report of the Board of Directors and the Auditors' Report

The General Meeting following a legal vote with ............ valid votes corresponding to.... % of the paid-up share capital with voting rights, i.e., with ............. valid votes of the shares represented, unanimously approved the annual financial statements (individual and consolidated) for the fiscal year 2022, in accordance with the International Financial Reporting Standards (IFRS), together with the reports of the Board of Directors and the Auditors thereon, in accordance with Law no. 4548/2018, as in force.

## 2nd ITEM

Approval of distribution of profits for the fiscal year 01.01.2022-31.12.2022 and distribution of dividend to the shareholders, and approval of the distribution of the retained earnings of previous years

The General Meeting following a legal vote with ........... valid votes corresponding to.... ..% of the paid-up share capital with voting rights, approved the distribution of profits for the fiscal year 01.01.2022-31.12.2022 and in particular approved the distribution of a dividend for the fiscal year 2022 amounting to the gross amount of  $\{0,130758\}$  per share excluding the treasury shares that the Company will hold at the record date, as well as approved the distribution of the balance of retained earnings for the fiscal year 2019 amounting in total to  $\{0,130758\}$ , i.e., a gross amount per share (for 2019 and 2020) of  $\{0,069242\}$  excluding the treasury shares held by the Company at the record date, i.e., according to the above, the total gross amount per share to be distributed (dividend 2022 and retained earnings balance 2019 and 2020) amounts to twenty cents ( $\{0,20\}$ ) and after the withholding tax of 5% to a net amount of nineteen cents ( $\{0,19\}$ ). The General Meeting also authorized the Board of Directors to procced to any further actions for the implementation of this resolution.

#### 3<sup>rd</sup> Item:

Information from the Chairman of the Audit Committee to the shareholders about the activities of the Audit Committee during the fiscal year 2022

No item to vote or pass a resolution on.

The Ordinary General Meeting was informed about the performance of the Audit Committee during the 2022 fiscal year.

#### 4th Item:

Information from the Independent Vice-Chairman of the Board of Directors on the activities of the independent non-executive members of the Board of Directors in the 2022 fiscal year in accordance with article 9 § 5 of law 4706/2020

No item to vote or pass a resolution on.

The Ordinary General Meeting was informed about the activities of the independent non-executive members of the Board of Directors during the 2022 fiscal year.

#### 5<sup>th</sup> Item:

Approval of the overall management of the Board of Directors of the Company during the fiscal year 2022 and release of the members of the Board of Directors and the Certified Auditors from any liability for compensation for the activities during the fiscal year 2022

The Ordinary General Meeting following a legal vote with ............ valid votes corresponding to.... ..% of the paid-up share capital with voting rights, unanimously approved the overall management of the Company for the fiscal year 2022 in accordance with article 108 of law 4548/2018 and released the certified auditors of the Company from any liability for compensation for said fiscal year in accordance with article 117 of law 4548/2018.

#### 6th Item:

Approval of remuneration and compensation of the members of the Board of Directors for the fiscal year 2022 and advance payment of remuneration and compensation for the fiscal year 2023

The Ordinary General Meeting following a legal vote with ............. valid votes corresponding to.... ..% of the paid-up share capital with voting rights, approved, based on the pre-approval of the previous Ordinary General Meeting, their remuneration for their participation in the meetings of the Board of Directors and in the Committees of the Company and more specifically: for Mr. Apostolos Tamvakakis the sum 37.450€, for Mr. Pantelis Tzortzakis the sum 31.125€, for Mr. Emil Yiannopoulos the sum 63.000€, for Mr. Nikolaos Karamouzis the sum 68.075€, for Mrs. Maria Damanaki the sum 58.225€, for Mrs. Ioanna Dretta the sum of 25.875€, for Mrs. Eftychia Koutsoureli the sum of 43.700€, for Mr. Panagiotis Kyriakopoulos the sum of 67.225€, for Ms Philippa Michali the sum of 54.750€ and for Mr. Ioannis Paniaras the sum of 34.975€, i.e. a total sum of 484.400€.

The Ordinary General Meeting following a legal vote with ........... valid votes corresponding to.... ..% of the paid-up share capital with voting rights, approved the advance payment of fees and remuneration to the

members of the Board of Directors for their participation in the Board of Directors and in Committees of the Board of Directors for the current fiscal year 2023 up to the total gross amount of 750,000 euros until the next Ordinary General Meeting, according to article 109 of Law 4548/2018 as such is in force and, of course, in the context of the approved remuneration policy.

Last, the Ordinary General Meeting following a legal vote with ............ valid votes corresponding to.... ..% of the paid-up share capital with voting rights, authorized the Board of Directors to determine the gross fees and remuneration for each member of the Board of Directors for his/her participation in the Board of Directors and in the Committees of the Board of Directors.

#### 7<sup>th</sup> Item

Submission for discussion and voting by the General Meeting of the Remuneration Report of the members of the Board of Directors of the Company according to article 112 § 3 of Law 4548/2018

The Ordinary General Meeting following a legal vote with ............ valid votes corresponding to.... ..% of the paid-up share capital with voting rights, i.e., with ............. valid votes of the shares represented, approved the Remuneration Report of the members of the Board of Directors of the Company for the 2022 fiscal year according to article 112 § 3 of Law 4548/2018.

#### 8th Item:

Election of an auditing company of Certified Auditors - Accountants for the audit of the financial statements and the audit for the issuance of the tax certificate for the fiscal year 1/1/2023 - 31/12/2023 and determination of its remuneration

The Ordinary General Meeting following a legal vote with ........ valid votes corresponding to......% of the paid-up share capital with voting rights, elected the company of Certified Auditors, under the name KPMG Certified Auditors SA. (Institute of CPA (SOEL) No. 114 - TIN 094415531) that has its seat in Agia Paraskevi, at 3 Stratigou Tombra St., Postal Code 15342 in order to carry out the regular audit of the individual and consolidated financial statements for the year 1/1/2023-31/12/2023 and the tax compliance audit of the year 2023, with an annual remuneration, which includes the regular audit of the annual financial statements of the Company (both individual and consolidated) for the year ending on 31/12/23 and the tax audit of the same year, up to the maximum amount of € 32,500 plus the corresponding VAT. Furthermore, the General Meeting decides the appointment of: a. Mr. Charalambos Syrounis, son of Georgios, Certified Public Accountant, with Institute of CPA (SOEL) No. 19071, and TIN number 053736402 holder of ID number AK239543, resident of Melissia Attica (10 Samou St.), as regular Certified Auditor and b. of Mr. Ioannis Kottinis, son of Georgios, Certified Auditor with Institute of CPA (SOEL) No. 38411, and TIN 133427920 holder of ID number AK630134, resident of Agios Dimitrios, Attica (at 11 Thoma Trianti St.), as Deputy Certified Auditor.

#### 9th Item

Establishment of a plan for the free distribution of the Company's shares and approval of the free distribution of the Company's shares to members of the Board of Directors of the Company and its affiliated companies within the meaning of article 32 of Law 4308/2014, pursuant to the provisions of article 114 of Law 4548/2018 - Authorisationς

The Ordinary General Meeting following a legal vote with ............... valid votes corresponding to......% of the paid-up share capital with voting rights, decided to establish a free distribution plan of up to two hundred thirty-three thousand eight hundred sixteen (233.816) of the Company's treasury shares (common registered shares with voting rights) for the fiscal year 2022 and the free distribution in 2025 of Company treasury shares, without any obligation to retain the shares for a certain period, to executive members of the Company's Board of Directors (excluding the Chairman of the Board of Directors) and to the CEOs of affiliated companies within the meaning of Article 32 of Law no. 4308/2014, in accordance with the provisions of article 114 of Law 4548/2018, following an assessment by the Board of Directors at the end of the three-year period (2022-2024) of the achievement of additional goals, as set out in the Variable Remuneration System for Senior Executives, and calculation of the exact number of Vested Shares to which the Senior Executives are entitled.

Furthermore, the Ordinary General Meeting, following a legal vote with .............. valid votes corresponding to.... ..% of the paid-up share capital with voting rights, authorized the Board of Directors to take any action required to implement the resolution, such as to evaluate at the end of the three-year period (2022-2024) the achievement of the additional goals, in accordance with the provisions of the Senior Executives' Variable Remuneration System, to determine the beneficiaries and the specific conditions for distribution (including, but not limited to, to evaluate and ascertain the fulfilment of the conditions for the distribution of the shares to the beneficiaries, to finalize the final number of shares to be distributed per beneficiary, to prepare and approve the documents required for the distribution and to authorize their signature and submission in order for the distribution to be implemented, etc.), always in accordance with the Senior Executive Variable Remuneration System, the Remuneration Policy, the Procedure for the Distribution of Shares to Senior Executives and the relevant recommendations of the Company's Remuneration Committee. The Board of Directors may delegate part of the powers delegated to it according to the above to one or more persons who are members of the Board of Directors.

## 10<sup>th</sup> Item:

Granting permission to the members of the Board of Directors and the Executives for carrying out the operations provided for in § 1 of article 98 of law 4548/2018, as such is in force.

The Ordinary General Meeting following a legal vote with ........... valid votes corresponding to.... % of the paid-up share capital with voting rights, decided to grant permission to the Members of the Board of Directors and the Company Executives to carry out the operations provided for in § 1 of article 98 of law 4548/2018, as such is in force, until the next General Meeting

#### 11th Item:

Miscellaneous - Announcements.

No item to vote or pass a resolution on.