

FOURLIS HOLDINGS S.A.

Trade Name: FOURLIS S.A.

SEAT: Municipality of Kifissia

HEADQUARTERS: 25, Ermou str., 145 64 Kifissia, Attica

G.C.R. Reg. No.: 000258101000

(former S.A. Register No.: 13110/06/B/86/01)

TIN 094018513

Tel. 210 629 3000 e-mail:mail@fourlis.gr

ARTICLES OF ASSOCIATION

As amended by virtue of the resolution no. 33/20.06.2025 of the General Meeting of the shareholders of the Company.

Kifissia, June 2025

Vassilios Styl. Fourlis

President of the Board of Directors

FOURLIS HOLDINGS S.A.
G.C.R. No.: 000258101000
(former S.A. Registry No.: 13110/06/B/86/01)

ARTICLES OF ASSOCIATION

CHAPTER I

BUSINESS NAME – TRADE NAME OBJECT – SEAT - TERM

Article 1

BUSINESS NAME – TRADE NAME - SEAT – TERM

1. The business name of the Company «FOURLIS HOLDINGS S.A.» and its trade name «FOURLIS S.A.». With respect to the international transactions of the company, its business name and its trade name will be rendered in exact translation.
2. Seat of the Company is the Municipality of Kifissia.
3. The term of the Company ends on the 13th of June of the year two thousand fifty (2050).

Article 2

OBJECT

1. The object of the Company is:

A. a) The participation in domestic or foreign companies and firms of any legal form, that have been established or will be established irrespective of their object and their legal form.

b) The investment in acquisition of companies and the participation in increases of share capitals of other companies.

c) The management of the Company's property (movable and immovable).

d) Any business activity, in general, related to movable or immovable property, industrial or commercial activity, similar or relevant to the company's aforementioned business activities, that may facilitate its operation and development.

B. The provision of consulting and other services to firms of any legal form and object in the fields of human resources management, management of information systems, financial management of programming and audit, financial management of available assets and relations with investors, corporate responsibility, general administration, legal support, internal audit and management of investments in immovable property.

2. For the accomplishment and development of its object as mentioned above, the Company may:

Cooperate with any natural or legal person and in any way, represent any domestic or foreign company that has the same or similar object to the Company's object, establish branches anywhere in Greece and abroad, as well as grant guarantees in favor of subsidiaries and affiliated companies.

CHAPTER II

SHARE CAPITAL - SHARES

Article 3

SHARE CAPITAL

1. The initial share capital of the Company was specified to Drachmae 5.000.000, divided into 5.000 unregistered shares of nominal value of Drachmae 1.000 each, and was paid by its founders, according to the provisions of article 32 of the Article of Association. (Gov. Gaz. 618/13-6-1966)

2. Upon the resolution of the extraordinary general meeting of shareholders of the Company that was convened on the 27th of July 1968, the share capital was increased by the amount of Drachmae 5.000.000 upon the issuance of 5.000 unregistered shares, of a nominal value of Drachmae 1.000 each. The increase was executed upon capitalization of an equal amount from the special reserve, according to article 1 par. 1 of the Compulsory Law 148/1967, as estimated by the committee of article 9 of the Codified Law 2190/1920.

Thus, the share capital reached the total amount of Drachmae 10.000.000 divided into 10.000 unregistered shares of a nominal value of Drachmae 1.000 each. (Gov.Gaz. 930/23-8-1968).

3. Upon the resolution of the extraordinary general meeting of shareholders of the Company that was convened on the 29th of November 1971, the share capital was increased by the amount of Drachmae 20.000.000 upon issuance of 20.000 unregistered shares, of a nominal value of Drachmae 1.000 each. The increase was executed upon capitalization of an equal amount from the special reserve, according to article 1 par.1 of the Compulsory Law 148/1967, as estimated by the committee of article 9 of the Codified Law 2190/1920.

Thus, the share capital reached the total amount of Drachmae 30.000.000 divided into 30.000 unregistered shares of a nominal value of Drachmae 1.000 each (Gov.Gaz. 1798/20-12-1971).

4. Upon the resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 27th of June 1975, the share capital was increased by the amount of Drachmae 6.000.000 upon issuance of 6.000 unregistered shares, of a nominal value of Drachmae 1.000 each. The increase was executed upon capitalization of

the surplus value from the readjustment of the value of the Company's land lots, according to the estimation of the committee of article 9 of the Codified Law 2190/1920.

Thus, the share capital reached the total amount of Drachmae 36.000.000 divided into 36.000 unregistered shares of a nominal value of Drachmae 1.000 each. (Gov.Gaz. 2233/15-10-1975).

5. Upon resolution of the extraordinary general meeting of shareholders of the Company, that was convened on the 11th of October 1982, the share capital was increased by the amount of Drachmae 37.300.000 upon the issuance of 37.300 unregistered shares, of a nominal value of Drachmae 1.000 each. The increase was executed upon capitalization by the amount of Drachmae 37.298.979 of the surplus value upon the readjustment of the value of the immovable property of the Company, according to the Law 1249/1982 and upon Drachmae 1.021 paid in cash, for the rounding, by the old shareholders.

Thus, the share capital reached the total amount of Drachmae 73.300.000 divided into 73.300 unregistered shares of a nominal value of Drachmae 1.000 each (Gov.Gaz. 4007/11-11-1982).

6. Upon resolution of the extraordinary general meeting of shareholders of the Company, that was convened on the 19th of February 1988, the share capital of the Company was increased by the amount of Drachmae 826.700.000 upon the issuance of 826.700 new unregistered shares, of a nominal value of Drachmae 1.000 each. This increase was executed by the amount of Drachmae 646.700.000 upon capitalization of an equal amount from the special reserve and by the amount of Drachmae 180.000.000 upon public subscription through Alpha Bank S.A.

After this increase the share capital of the Company reached the total amount of Drachmae 900.000.000, divided into 900.000 shares of a nominal value of Drachmae 1.000 each. Under the same resolution the extraordinary general meeting decreased the nominal value of each share from Drachmae 1.000 to Drachmae 300 per each share.

Thus, the share capital of the Company reached the total amount of Drachmae 900.000.000 divided into 3.000.000 unregistered shares, of a nominal value of Drachmae 300 per each share, out of which 2.700.000 unregistered voting shares and 300.000 unregistered preferred non-voting shares, of a nominal value of Drachmae 300 each. In particular, the increase upon public subscription through Alpha Bank S.A. by the amount of Drachmae 180.000.000 was divided into 600.000 unregistered shares out of which 300.000 ordinary unregistered voting shares and 300.000 preferred unregistered non-voting shares and non-convertible, at the issuance value of Drachmae 1.500 per each share. The share premium was transferred to the "share premium account" (Gov.Gaz. 446/17-03-1988).

7. Upon resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 24th of June 1989, the share capital of the Company was increased by the amount of Drachmae 90.000.000 upon the issuance of 270.000 ordinary unregistered voting shares and 30.000 preferred non-voting shares, of a nominal value of Drachmae 300 each. This increase was implemented upon capitalization by the

amount of Drachmae 65.994.479 of the surplus value, which resulted from the readjustment of the value of the immovable property according to the Joint Decision No. E-2665/84 Circular (Πολ.) 72/22.02.88 issued by the Ministers of National Economy and Economics and by the amount of Drachmae 24.005.521 of part of the reserve from the issue of shares at premium.

Thus, the share capital of the Company reached the total amount of Drachmae 990.000.000 divided into 3.300.000 unregistered shares of a nominal value of Drachmae 300 each, out of which 2.970.000 ordinary unregistered voting shares and 330.000 preferred unregistered non-voting shares, of a nominal value of Drachmae 300 each. (Gov.Gaz. 4336/29-12-1989).

8. Upon resolution of the extraordinary general meeting of shareholders of the Company, that was convened on the 21st of December 1992, the share capital of the Company was increased by the amount of Drachmae 99.000.000 upon the issue of 297.000 ordinary unregistered voting shares and 33.000 preferred unregistered non-voting shares, of a nominal value of Drachmae 300 each. This increase was implemented upon capitalization by the amount of Drachmae 86.649.835 of the surplus value, which resulted from the readjustment of the value of the immovable property, according to the provisions of the Law 2065/1992 and by the amount of Drachmae 12.350.165 of part of the reserve from the issue of shares at premium.

Thus, the share capital of the company reached the total amount of Drachmae 1.089.000.000 divided into 3.630.000 unregistered shares of a nominal value of Drachmae 300 per each share, out of which 3.267.000 ordinary unregistered voting shares and 363.000 preferred unregistered non-voting shares, of a nominal value of Drachmae 300 per each share. (Gov.Gaz. 228/21-01/1993).

9. Upon resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 11th of June 1994, the share capital of the Company was increased by the amount of Drachmae 1.252.350.000 upon the issue of 3.757.050 ordinary unregistered voting shares and 417.450 preferred unregistered non-voting shares, of a nominal value of Drachmae 300 per each share. This increase was implemented upon capitalization by the amount of Drachmae 686.153.439 of the balance of the reserve formed after the issue of shares at premium, by the amount of Drachmae 402.846.561 from the special reserve and by the amount of Drachmae 163.350.000 upon payment in cash by the shareholders, pursuant to the clause of par.1 of the article 13a of the Codified Law 2190/1920.

In particular, the amount of the increase of the share capital equal to Drachmae 163.350.000 paid in cash was divided into 544.500 unregistered voting shares out of which 490.050 ordinary voting shares and 54.450 preferred non-voting shares and non-convertible shares issued at a price of Drachmae 1.700 per each ordinary unregistered voting share and Drachmae 1.300 per each preferred unregistered non-voting share, of a nominal value of Drachmae 300 per each share.

Thus, the share capital of the Company reached the total amount of Drachmae 2.341.350.000, divided into 7.804.500 unregistered shares of a nominal value of Drachmae 300 per each share, out of which 7.024.050 ordinary unregistered voting shares

and 780.450 preferred unregistered non-voting shares, of a nominal value of Drachmae 300 per each share. (Gov.Gaz. 2985/17-06-1994).

The share premium was transferred to the "share premium" account.

10. Upon resolution of the ordinary general meeting of shareholders of ordinary voting shares and the general meeting of shareholders of preferred non-voting shares, that were convened on the 27th of June 1998, the existing 780.450 unregistered preferred non-voting shares, of a nominal value of Drachmae 300 per each share were converted to ordinary unregistered voting shares, of a nominal value of Drachmae 300 per each share, according to the Codified Law 2190/1920, as currently in force.

Thus, the share capital of the Company amounts to a total of Drachmae 2.341.350.000 divided into 7.804.500 unregistered ordinary voting shares, of a nominal value of Drachmae 300 per each share.

Upon the same above resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 27th of June 1998, the share capital of the Company was increased by Drachmae 1.873.080.000 upon the issue of 6.243.600 new ordinary unregistered voting shares of a nominal value of Drachmae 300 per each share. The entire amount of the increase was covered upon capitalization by the amount of Drachmae 760.000.000 of the untaxed reserves of the Law 1828/1989, by the amount of Drachmae 598.946.006 of the surplus value of the immovable property of the Company under Law 2065/1992, by the amount of 331.470.620 of the surplus value, which resulted from the division by absorption of a subsidiary, and by the amount of Drachmae 182.663.374 of part of the reserve upon issue of shares at premium.

Thus, the share capital of the Company reached the total amount of Drachmae 4.214.430.000, divided into 14.048.100 ordinary unregistered voting shares of a nominal value of Drachmae 300 per each share. (Gov.Gaz. 5395/07-07-1998).

11. Upon resolution of the extraordinary general meeting of shareholders of the Company, that was convened on the 5th of March 1999, the share capital of the Company was increased by the amount of Drachmae 2.265.570.000 paid in cash and upon the issue of 7.551.900 new ordinary unregistered voting shares of a nominal value of Drachmae 300 per each share. The issuance price of each shares was determined to the amount of Drachmae 1.000 and the share premium was transferred to the "share premium" account.

Thus, the share capital of the Company reached the total amount of Drachmae 6.480.000.000 divided into 21.600.000 ordinary unregistered voting shares of a nominal value of Drachmae 300 per each share. (Gov.Gaz. 1572/22-03-1999).

12. Upon resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 23d of June 2000, the share capital of the Company was increased by the amount of Drachmae 1.311.000.000 paid in cash and upon the issue of 4.370.000 new ordinary unregistered voting shares, of a nominal value of Drachmae 300 per each share. The issuance price of each share was determined to the amount of

Drachmae 2.500 and the share premium was transferred to the "share premium" account.

Thus, the share capital of the Company reached the total amount of Drachmae 7.791.000.000, divided into 25.970.000 ordinary unregistered voting shares, of a nominal value of Drachmae 300 per each share. (Gov.Gaz. 7051/25-07-2000).

13. Upon resolution of the ordinary general meeting of shareholders of the Company, that was convened on the 22d of June 2001: a) the shares of the Company were converted from unregistered to registered; b) the share capital of the Company was increased by the amount of Drachmae 1.058.277.500 upon increase of the nominal value of the share from Drachmae 300 to Drachmae 340,75. This increase was implemented upon capitalization by the amount of Drachmae 35.219.560 of the surplus value, which resulted from the readjustment of the value of the immovable property, according to the provisions of the Law 2065/1992 and by the amount of Drachmae 1.023.057.940 of part of the reserve from the issue of shares at premium, and c) the share capital of the Company and the nominal value of its shares was expressed in EURO.

Thus, the share capital of the Company reached the amount of Drachmae eight billion eight hundred forty nine million two hundred seventy seven thousand five hundred (8.849.277.500), or EURO twenty five million nine hundred seventy thousand (25.970.000), and is divided into twenty five million nine hundred seventy thousand (25.970.000) registered shares of a nominal value of Drachmae three hundred forty point seventy five cent (340,75), or one (1) EURO per each share.

14. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 21st of June 2002, the share capital of the Company was increased by the amount of twenty five million nine hundred seventy thousand (25.970.000,00) Euro upon the issue of twenty five million nine hundred seventy thousand new registered shares of a nominal value of one (1) Euro per each new share. The entire amount of the increase was covered upon capitalization of part of the reserve from the issue of shares at premium.

Thus, the share capital of the Company reached the amount of fifty one million nine hundred forty thousand (51.940.000,00) Euro, and is divided into fifty one million nine hundred forty thousand (51.940.000) registered shares, of a nominal value of one (1) Euro per each one registered share.

15. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 20th of June 2003, the share capital of the Company was decreased by the amount of nine hundred eighty seven thousand and eighty (987.080,00) Euro upon cancellation of nine hundred eighty seven thousand and eighty (987.080) own registered shares, of a nominal value of one (1,00) Euro per each share.

Thus, the share capital of the Company reached the amount of fifty million nine hundred fifty two thousand nine hundred and twenty (50.952.920,00) Euro and is divided into fifty million nine hundred fifty two thousand nine hundred and twenty (50.952.920) registered shares of a nominal value of one (1,00) Euro per each share.

16. Upon resolution of the Board of Directors of the Company held on the 16th of December 2010, the share capital of the Company was increased by the amount of thirty nine thousand four hundred and two (39.402,00) Euro upon the issue of thirty nine thousand four hundred and two (39.402) new registered shares, of a nominal value of one (1) euro per each one new share. This increase was implemented in respect of a plan for the distribution of shares to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders of the Company, that was convened on the 30th of June 2008. The price of distribution of each new share was specified to 3,89 Euro and the share premium was transferred to the "share premium" account.

Thus, the share capital of the Company reached the amount of fifty million nine hundred ninety two thousand three hundred and twenty two (50.992.322,00) Euro and is divided into fifty million nine hundred ninety two thousand three hundred and twenty two (50.992.322) registered shares of a nominal value of one (1,00) Euro per each share.

17. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 13th of June 2014, the share capital of the Company was increased by the amount of three million five hundred sixty nine thousand four hundred and sixty two euro and fifty four cents (3.569.462,54 ευρώ), with a corresponding increase of the nominal value of the share from one euro (1€) to one euro and seven cents (1,07€). This increase was implemented upon capitalization by the amount of 3.297,339,74 Euro of the untaxed reserves formed until 31/12/2013, which have resulted from profits that were not taxed at the time of their occurrence, due to their exemption upon enforcement of the provisions of the L.2238/1994 and by the amount of 272.122,80 Euro of part of the reserve from the issue of shares at premium.

Thus, the share capital of the Company reached the amount of fifty four million five hundred sixty one thousand seven hundred and eighty four euro and fifty four cents (€ 54.561.784,54) divided into fifty million nine hundred ninety two thousand three hundred and twenty two (50.992.322) registered shares of a nominal value of one euro and seven cents (1,07) each.

18. Upon resolution of the Board of Directors of the Company held on the 22d of December 2016, the share capital of the Company was increased by the amount of sixty one thousand seven hundred fifty four euro and sixteen cents (361.754,16 Euro) upon issue of three hundred thirty eight thousand and eighty eight (338.088) new registered shares, of a nominal value of one euro and seven cents (1,07 Euro) each. This increase was implemented in respect of a shares distribution plan to officers of the company and affiliated companies, approved by a resolution of the general meeting of shareholders of the company, that was convened on the 27th of September 2013. The price of distribution of each new share was determined to 3,40 euro and the share premium was transferred to the "share premium" account.

Thus, the share capital of the Company reached the amount of fifty four million nine hundred twenty three thousand five hundred thirty eight euro and seventy cents (€ 54.923.538,70) divided into fifty one million three hundred thirty thousand four hundred and ten (51.330.410) registered shares, of a nominal value of one euro and seven cents (1,07) each.

19. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 16th of June 2017, the share capital of the company was decreased by the amount of five million one hundred thirty three thousand and forty one euro (€ 5.133.041,00), upon reduction of the nominal value of each share by the amount of ten cents (€ 0,10) and respective capital return to the shareholders.

Thus, the share capital of the Company reached the amount of forty nine million seven hundred ninety thousand four hundred ninety seven euro and seventy cents (€ 49.790.497,70) divided into fifty one million three hundred thirty thousand four hundred and ten (51.330.410) registered shares of a nominal value of ninety seven cents (€ 0,97) each.

20. Upon resolution of the Board of Directors of the Company, held on the 18th of December 2017, the share capital of the Company was increased by the amount of three hundred three thousand eight hundred seventy nine euro and sixty six cents (€ 303.879,66) upon issue of three hundred thirteen thousand two hundred and seventy eight (313.278) new registered shares of a nominal value of ninety seven cents (€ 0,97) each. This increase was implemented in respect of a shares distribution plan to officers of the company and affiliated companies, approved by a resolution of the general meeting of shareholders of the Company, that was convened on the 27th of September 2013. The price for the exercise of the call option right for the purchase of each new share was specified to the amount of 3,34 euro and the share premium, of a total amount of 742.468,86 euro, was transferred to the "share premium" account.

Thus, the share capital of the Company reached the amount of fifty million ninety four thousand three hundred seventy seven euro and thirty six cents (€50.094.377,36) divided into fifty one million six hundred forty three thousand six hundred and eighty eight (51.643.688) registered shares of a nominal value of ninety seven cents (€ 0,97) each.

21. Upon resolutions of the general meeting of shareholders of the Company that was convened on the 15th of June 2018, the share capital of the company a) was increased by the amount of two million sixty five thousand seven hundred and forty seven euro and fifty two cents (€2.065.747,52) upon capitalization, according to the provision of article 71B § 6 L.4172/2013, of an equal part of the reserve formed under the L.2065/1992 from the distribution of shares after capitalization of the surplus value resulted from the readjustment of immovable property of the subsidiaries or other companies in which the Company has shares and from the increase of the nominal value of each share by the amount of four cents (€0,04), and b) was decreased by the amount of five million one hundred sixty four thousand three hundred sixty eight euro and eighty cents (€5.164.368,80), upon reduction of the nominal value of each share by the amount of ten cents (€ 0,10) and a respective capital return to the shareholders.

Thus, the share capital of the Company reached the amount of six million nine hundred ninety five thousand seven hundred fifty six euro and eight cents (€46.995.756,08) divided into fifty one million six hundred forty three thousand six hundred and eighty eight (51.643.688) registered shares of a nominal value of ninety one cents (€ 0,91) each.

22. Upon resolution of the Board of Directors of the company, held on the 17th of December 2018, the share capital of the company was increased by the amount of one hundred forty eight thousand eight hundred ninety nine euro and sixty six cents (€148.899,66) upon issue of one hundred sixty three thousand six hundred and twenty six (163.626) new registered shares of a nominal value of ninety one cents (€ 0,91) each. This increase was implemented in respect of a shares distribution plan to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders, that was convened on the 27th of September 2013. The price for the exercise of the call option rights for the purchase of each new share was specified to the amount of 3,2823 euro and the share premium, of a total amount of 388.169,95 euro, was transferred to the "share premium" account.

Thus, the share capital of the Company reached the amount of forty seven million one hundred forty four thousand six hundred fifty five euro and seventy four cents (€47.144.655,74) divided into fifty one million eight hundred seven thousand three hundred and fourteen (51.807.314) registered shares of a nominal value of ninety one cents (€ 0,91) each.

23. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 14th of June 2019, the share capital of the company was decreased by the amount of five million one hundred eighty thousand seven hundred thirty one euro and forty cents (5.180.731,40€), upon decrease of the nominal value of each share by the amount of ten cents (€ 0,10) and respective capital return to the shareholders. Thus, the share capital of the Company reaches today the amount of forty one million nine hundred sixty three thousand nine hundred twenty four euro and thirty four cents (41.963.924,34 €), divided into fifty one million eight hundred and seven thousand three hundred and fourteen (51.807.314) registered shares of a nominal value of eighty one cents (€ 0,81) per each share.

24. Upon resolution of the Board of Directors of the Company, held on the 18th of December 2019, the share capital of the company was increased by the amount of one hundred sixty thousand ninety four euro and seven cents (€160.094,07) upon issue of one hundred ninety seven thousand six hundred and forty seven (197.647) new registered shares of a nominal value of eighty one cents (€ 0,81) each. This increase was implemented in respect of a shares distribution plan to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders, that was convened on the 27th of September 2013. The price for the exercise of the call option rights for the purchase of each new share was specified to the amount of 3,2226 euro and the share premium, of a total amount of 476.843,15 euro, was transferred to the "share premium" account.

Thus, the share capital of the Company reached the amount of forty two million one hundred twenty four thousand eighteen euro and forty one cents (€42.124.018,41) divided into fifty two million four thousand nine hundred and sixty one (52.004.961) registered shares of a nominal value of eighty one cents (€ 0,81) each.

25. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 21st of December 2020, the share capital of the company was increased by the amount of nine million eight hundred eighty thousand nine hundred forty two euro and fifty nine cents (€9.880.942,59), upon capitalisation of part of the reserve formed by undistributed profits of previous fiscal years (retained earnings) and increase of the nominal value of each share by the amount of nineteen cents (€0,19).

26. Upon resolution of the Board of Directors of the Company, held on the 28th of December 2020, the share capital of the company was increased by the amount of eighty

seven thousand forty euro (€87.040,00) upon issue of eighty seven thousand forty (87.040) new registered shares of a nominal value of one euro (€ 1,00) each. This increase was implemented in respect of a shares distribution plan to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders that was convened on the 27th of September 2013. The price for the exercise of the call option rights for the purchase of each new share was specified to the amount of 3,2226 euro and the share premium, of a total amount of 193.455,10 euro, was transferred to the "share premium" account.

27. Upon resolution of the Board of Directors of the Company, held on the 20th of December 2021, the share capital of the company was increased by the amount of thirty nine thousand nine hundred forty three euro (€39.943,00) upon issuance of thirty nine thousand nine hundred forty three (39.943) new registered shares of a nominal value of one euro (€ 1,00) each. This increase was implemented in respect of a shares distribution plan to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders, that was convened on the 27th of September 2013. The price for the exercise of the call option rights for the purchase of each new share was specified to the amount of 3,2226 euro and the share premium, of a total amount of 88.777,33 euro, was transferred to the "share premium" account.

28. Upon resolution of the general meeting of shareholders of the Company, that was convened on the 21st of June 2024, the share capital of the company was increased by the amount of three hundred and eighty-five thousand thirty-three euro (€385.033,00) upon the capitalization of an equivalent part of distributable reserves and the issuance of three hundred and eighty-five thousand thirty-three (385.033) new registered shares of a nominal value of one euro (€ 1,00) each. This increase took place under the Free Stock Grants Program (stock grants) under article 114 of L. 4548/2018, which was approved by decision of the General Assembly of the shareholders of the company, held on 16.06.2023.

29. Upon resolution of the Board of Directors of the Company, held on the 30th of December 2024, the share capital of the Company was increased by the amount of eight

hundred forty-three thousand three hundred euros (€843.300,00) upon issuance of eight hundred forty-three thousand three hundred (843.300) new registered shares of a nominal value of one euro (€ 1,00) each. This increase was implemented in respect of a shares distribution plan to officers of the Company and affiliated companies, approved by a resolution of the general meeting of shareholders, that was convened on the 22nd of July 2021. The price for the exercise of the call option rights for the purchase of each new share was specified to the amount of 1,00 euro.

30. Upon resolutions of the general meeting of shareholders of the Company, that was convened on the 20st of June 2025, the share capital of the company: a) was increased by the amount of three hundred eighty-one thousand seven hundred eighty-three euros (€381.783,00) upon the capitalization of an equivalent part of distributable reserves and the issuance of three hundred eighty-one thousand seven hundred eighty-three (385.033) new registered shares of a nominal value of one euro (€ 1,00) each. This increase took place under the Free Stock Grants Program (stock grants) under article 114 of L. 4548/2018, which was approved by decision of the General Assembly of the shareholders of the company, held on 16.06.2023; and b) was decreased by the amount of two million six hundred six thousand five hundred ninety euros (€2.606.590,00), upon cancellation of 2.606.590 of the Company's own shares of a nominal value of one euro (€ 1,00) each.

Thus, the share capital of the company shall now amount to **fifty-one million one hundred thirty-five thousand four hundred seventy euros (€51.135.470,00)** divided into fifty-one million one hundred thirty-five thousand four hundred seventy (51.135.470) registered shares of a nominal value of one euro (€ 1,00) per each share.

Article 4 INCREASE OF THE SHARE CAPITAL

1. During a five-year period after the adoption of the relevant resolution by the General Meeting of shareholders of the company, taken pursuant to the provisions of article 14 herein, the Board of Directors has the right upon its resolution taken by the majority of the two thirds (2/3) of the total number of its members to increase the share capital of the company, upon the issue of new shares, up to the amount that cannot exceed three times the amount of the paid share capital on the date when the said power was granted to the Board of Directors.

This power of the Board of Directors may be renewed by resolution of the general meeting for a period of time that does not exceed a five-year (5-year) period for each granted renewal.

Each renewal enters into force and becomes effective as of the lapse of the term (duration) of the previous one. The resolutions of the general meeting for the granting or renewal of the power for the increase of the share capital by the Board of Directors are subject to publicity.

2. The increases of the share capital adopted according to paragraph 1 of this article (extraordinary increases) constitute an amendment of these articles of association.
3. In any case of increase of the share capital, the resolution of the competent body of the company must refer at least to the amount of the capital increase, the method and deadline for the full payment of the amount of the increase, the number and the type of shares that should be issued, their nominal value and distribution price.
4. In case of increase of the share capital, which is performed upon resolution of the general meeting, taken in an increased quorum and majority (ordinary increase), the general meeting may authorize the Board of Directors to decide on the determination of the allocation price of the new shares. The validity of the authorization and its expiry is specified in the relevant resolution of the general meeting and cannot exceed the period of one (1) year. In this case, the deadline for the full payment of the capital under article 20 of the L.4548/2018 commences from the adoption of the resolution of the Board of Directors, by which the allocation price of the shares is specified. The authorization is subject to publicity.
5. The deadline for the full payment of the amount of the capital's increase is determined by the body which adopted the relevant resolution and cannot be less than fourteen (14) days nor more than four (4) months from the date on which this resolution was registered in the G.C.R. (GEMI).
6. The deposit in cash for the full payment of the initial share capital or any of its increases, as well as the lodging of shares aiming at the future increase of the share capital, are obligatorily executed by deposit to a special account of the company held in a credit institution duly operating in Greece or in a country of the European Economic Area (EEA).
7. Confirmation of payment of the share capital: Within one (1) month from the expiration of the deadline for the payment of the amount of the increase, the confirmation about the execution of payment or not of the share capital by the shareholders of the company is required. The confirmation is granted through a report of a Chartered Accountant-Auditor or an auditing firm, with diligence of the Board of Directors. This report is subject to publicity pursuant to article 12 of the L.4548/2018.

Article 5

SHARES

1. The shares of the company are ordinary, registered and intangible.
2. As time of issue of the shares is specified the time of their registration in the records of transferrable securities kept by the company "Hellenic Exchanges S.A." Shareholder of the company is deemed the person registered in the records of transferrable securities of the company "Hellenic Exchanges S.A.".
3. The issuance price of the shares cannot be specified below par value / the spread of premium. In case of issuance of shares at premium, the difference arisen is transferred to a special reserve account "from the issuance of shares at premium/above par value" and cannot be allocated for the payment of dividends or percentages, however, it may be either capitalized, or offset for the purpose of depreciation of damages/losses of the company, unless there are reserves or other assets, which by law can be used for the offset of these damages.

CHAPTER III

SHAREHOLDERS

Article 6

RIGHTS OF SHAREHOLDERS

1. The Shareholders exercise their rights related to the administration of the company, provided only that they participate in the general meeting.
2. Each share grants a right to one vote in the general meeting, without prejudice to the provisions of article 50 of the L.4548/2018.
3. In the event of increase of the share capital which is not executed by a contribution in kind or issue of bonds with a right of their conversion in shares, a preemptive right is granted, in the entire new capital or bond loan, in favor of the shares already issued and existing at the time of issue, proportionally to their share in the existing share capital.

After the lapse of the period, determined by the body of the company that decided the increase for the exercise of the preemptive right, which cannot be less than fourteen (14) days, the shares that have not been paid and taken, under the aforementioned, are distributed freely by the Board of Directors of the company.

In case the body of the company that has decided the increase of the share capital omitted to specify the period for the exercise of the preemptive right, this period is specified upon a resolution of the Board of Directors within the time limits provided by article 20 of the L.4548/2018.

The invitation for the exercise of the preemptive right, in which the period within which this right must be exercised must also be mentioned, is subject, upon the diligence of the Company, to publicity. Subject to the limitations of paragraph 1 of article 27 of Law 4548/2018, upon resolution of the general meeting taken with increased quorum and majority, the preemptive right may be restricted or withdrawn.

The publication of the invitation of shareholders for the exercise of the preemptive right may be replaced by registered mail with a "delivery against receipt", which will be sent to the shareholders.

Article 7

MINORITY RIGHTS

1. After petition of shareholders representing one-twentieth (1/20) of the paid capital, the Board of Directors is obliged to convene an extraordinary general meeting of shareholders, determining the date of this meeting, which must be fixed within no more than forty five (45) days from the date of service of the petition to the president of the Board of Directors. The petition includes the object of the daily agenda. In case no general meeting is convened by the Board of Directors within twenty (20) days from the service of the relevant petition, the convocation of the meeting is exercised by the petitioners-shareholders at the company's expense, by a court decision, issued in proceedings for interim measures. In this decision the place and the time of the

meeting are specified, as well as the daily agenda. The court decision is not subject to remedies.

2. After petition of shareholders, representing one-twentieth (1/20) of the paid capital, the Board of Directors is obliged to register in the daily agenda of the general meeting, that has already been convened, additional issues, provided the relevant petition is submitted to the Board of Directors at least fifteen (15) days prior to the general meeting. The additional issues must be published or announced, upon responsibility of the Board of Directors, pursuant to article 122 of L.4548/2018, at least seven (7) days prior to the general meeting. The petition for the registration of additional issues in the daily agenda is accompanied by justification or a draft of a decision to be submitted for approval in the general meeting and the revised daily agenda is published in the same manner as the previous daily agenda thirteen (13) days prior to the date of the general meeting and at the same time becomes available to the shareholders in the website of the company, together with the justification or the decision draft that has been submitted by the shareholders according to the provisions of par.4 of article 123 of L.4548/2018. If these issues are not published, the petitioners-shareholders are entitled to request an adjournment of the general meeting according to par.5 of article 141 of L.4548/2018 and to proceed by themselves to the publication, under the provisions of the previous sentence, at the company's expense.
3. Shareholders representing one-twentieth (1/20) of the paid capital are entitled to submit drafts of decisions on issues included in the initial or any revised daily agenda of the general meeting. The relevant petition must be submitted to the Board of Directors at least seven (7) days prior to the date of the general meeting, and the drafts of the decisions become available to the shareholders, under the provisions in par.3 of article 123 of L.4548/2018, at least six (6) days prior to the date of the general meeting.
4. The Board of Directors is not obliged to proceed to the registration of issues in the daily agenda nor to the publication or announcement of these issues together with a justification and with drafts of the decisions submitted by the shareholders, according to par.2 and 3, accordingly, if their content is apparently contrary to the law or the principles of morality.
5. After petition of a shareholder or shareholders representing one-twentieth (1/20) of the paid capital, the President of the meeting is obliged to adjourn only one the adoption of resolutions by the general meeting, ordinary or extraordinary, on all or certain issues, specifying as the date for the continuation of the meeting, the date specified in the shareholders' petition, which, however, must be specified within no more than twenty (20) days from the date of adjournment. The general meeting after the adjournment constitutes a continuation of the previous one, and the repetition of the publicity formalities of the invitation of shareholders is not required. In this meeting new shareholders can participate as well, under the respective participation formalities, as well as the provisions of par.2 of article 11 hereof.
6. After the petition of any shareholder, submitted to the company at least five (5) full days prior to the general meeting, the Board of Director is obliged to provide to the general meeting the requested specific information about the company's affairs, to the extent that these are related to the issues of the daily agenda. There is no obligation for the provision of information, when the relevant information are already made available in the website of the company, in particular, in the form of questions and answers. Further, after petition of shareholders, representing one-twentieth (1/20) of the paid capital, the Board of Directors is obliged to notify the general

meeting, provided it is an ordinary general meeting, of the amounts, which in the last two years were paid to each member of the Board of Directors or to the managers of the company, as well as any benefit granted to these persons under any cause or contract between the company and the aforementioned persons. In all these cases the Board of Directors may renounce the provision of information for sufficient due cause, which is written down in the minutes. Such cause may be, under the circumstances, the representation of the petitioners-shareholders in the Board of Directors, according to the articles 79 or 80 of L.4548/2018. In the cases of the previous paragraph, the Board of Directors may respond uniformly to petitions of shareholders with the same content.

7. Following a petition of the shareholders, representing one-tenth (1/10) of the paid capital, which is submitted to the company within the deadline of par.6, the Board of Directors is obliged to provide to the general meeting information about the progress of the company's affairs and the financial status of the company. The Board of Directors may renounce the provision of information for sufficient due cause, which is written down in the minutes. Such cause may be, under the circumstances, the representation of the petitioners-shareholders in the Board of Directors, according to the articles 79 or 80 of L.4548/2018, provided the respective members of the Board of Directors have received the relevant information in a sufficient manner.
8. In cases of par.6 and 7 hereof, any doubt about the substantiation or not of the justification of the refusal of the Board of Directors to provide information, is resolved by the court issuing a decision in the proceedings for interim measures. Upon the same resolution, the court also obliges the company to provide information that has refused to give. The decision is subject to remedies.
9. Following the petition of shareholders, representing one-twentieth (1/20) of the paid capital, the voting on an issue or issues of the daily agenda is performed by open vote.
10. In all the cases of this article the petitioners-shareholders must prove that they have shares, and, except for the case of the first sentence of par.6, they must prove the number of shares they possess upon exercise of the relevant right. The evidence of the shareholding may be provided through any legal means and in any case under information received by the company from the central securities depository, if the latter is providing register services, or via the participants and registered intermediaries in the central securities depository in any other case.
11. Shareholders of the company representing at least one-twentieth (1/20) of the paid capital are entitled to request an extraordinary audit of the company by the court adjudicating in non-contentious proceedings. The audit is ordered, in case it is speculated that the provisions of the law or the articles of association of the company or the decisions of the general meeting are violated by any alleged actions. In any case the petition for audit must be filed within three (3) years from the approval of the financial statements of the company's fiscal year, within which the alleged actions were performed.
12. Shareholders of the company representing one-fifth (1/5) of the paid capital are entitled to request from the court the audit of the company, provided that from its entire course of business, but also under specific indications, it can be believed that the management of the company's affairs is not exercised as imposed by the prudent and consistent management.

13. The court may decide that the representation of the petitioners-shareholders in the Board of Directors, according to articles 79 or 80 of L.4548/2018, does not justify the petition of the shareholders under the paragraphs 11 and 12 of this article.

CHAPTER IV

GENERAL MEETING

Article 8

DUTIES OF THE GENERAL MEETING

1. The general meeting of the shareholders of the company is the supreme body of the Company and is entitled to decide on any affair regarding the Company. Its legal resolutions also bind the absent or disagreeing shareholders.
2. The general meeting is the only competent to decide on the: a) amendment of the articles of association. As amendments are also deemed the increases, ordinary or extraordinary, and the decreases of the capital. b) Election of the members of the Board of Directors and the auditors. c) Approval of the entire management under article 108 of L.4548/2018 and the discharge of the auditors from any liability. d) Approval of the annual and consolidated financial statements. e) Distribution of annual profits. f) Approval of the granting of remuneration and fees or of an advance payment of fees under article 109 of L.4548/2018. g) Approval of the payroll policy of the article 110 and the payroll report of the article 112 of L.4548/2018. h) Merger, splitting/division, conversion, revival, extension of the term or dissolution of the Company, and i) Appointment of liquidators.
3. In the provisions of the previous paragraph are not included: a) Increases of capital or readjustments of the capital expressly assigned by law or the articles of association to the Board of Directors, as well as increases imposed by provisions of other laws. b) The amendment or the adjustment of the provisions of the articles of association by the Board of Directors in cases it is provided expressly by law. c) The appointment by the articles of association of the first Board of Directors. d) The election according to the articles of association, under article 82 of L.4548/2018, of directors in replacement of the resigned, deceased directors or those withdrawn from their office in any other manner whatsoever. e) The absorption under articles 35 and 36 of the C.L.4691/2019 of the societate anonime by another societate anonime holding the one hundred per cent (100%) or the ninety percent (90%) or more of its shares. f) The option of distribution of provisional dividends under the par.1 and 2 of article 162 of L.4548/2018. g) The option of distribution under par.3 of article 162 of L.4548/2018 of the profits or optional reserves within the current corporate financial year upon resolution of the Board of Directors, subject to publication.

Article 9

CONVOCATION OF THE GENERAL MEETING

1. The general meeting of shareholders is convened by the Board of Directors and meets obligatorily at the seat of the Company or in the region of another municipality within the region where the seat of the company is located or in another municipality adjacent to the municipality where the seat of the company is located, at least once in any corporate fiscal year until the tenth (10th) calendar day of the ninth month at the latest after the end of the corporate financial year. It may also be convened at the region of the Municipality, in which the seat of the Athens Stock Exchange is located
2. The Board of Directors may decide that the general meeting will not be convened at any physical location, according to this article, but that it will be convened wholly with the participation of the shareholders, who shall attend the general meeting remotely via electronic means, provided under article 11 § 3 of the present articles of association. In the same way the general meeting may take place, provided all shareholders shall give their respective consent.
3. The Board of Directors may convene an extraordinary general meeting of shareholders, as it deems appropriate or necessary.
4. The general meeting, with the exception of the repetitive general meeting and those assimilated to them, must be convened at least twenty (20) days prior to the date fixed for the meeting; in these 20 days also the non-working days are counted. The day of publication of the invitation for the general meeting and the day of the meeting are not included.
5. In case of a repetitive general meeting the invitation is published at least prior to ten (10) full days. A newer invitation, however, is not required, if in the initial invitation the place and time of the repetitive meeting had already been specified, provided that there are at least five (5) days between the cancelled meeting and the repetitive one.

Article 10

INVITATION

DAILY AGENDA OF THE GENERAL MEETING

1. The invitation of the general meeting includes at least the exact address of the premises, the date and hour of the meeting, the issues of the daily agenda clearly, the shareholders who have the right to participate in the meeting, as well as exact directions about the manner in which the shareholders will be able to participate in the meeting and exercise their rights in person or through a representative, or, even, if needed, remotely. It also includes the information specified in article 121 par.4 of L.4548/2018 and is published according to the provisions in article 122 of the same law.
2. Invitation for the convocation of the general meeting is not required in case that in the meeting are present or represented shareholders who represent the total of the share capital and none of the aforementioned persons objects to the execution of the meeting and to the adoption of resolutions.

Article 11

RIGHTS AND OBLIGATIONS OF THE SHAREHOLDERS PRIOR TO THE GENERAL MEETING

1. Ten (10) days prior to the ordinary general meeting, the company makes available to its shareholders its annual financial statements, as well as the relevant reports of the Board of Directors and the auditors.
2. In the general meeting (initial and repetitive) the person who possesses shares at the start of the fifth day prior to the day of the initial meeting of the General Meeting of Shareholders may participate (registration date). The above registration date applies also in case of a meeting after adjournment or a repetitive meeting, provided that the meeting after adjournment or the repetitive meeting is not held on a date more than thirty (30) days from the registration date. If this is the case or if in case of a repetitive general meeting a new invitation is published according to the provisions in article 130 of L.4548/2018, in the general meeting participates the person who can prove that he/she is a shareholder at the start of the third (3d) day prior to the date of the general meeting after adjournment or of the repetitive general meeting. The proof of shareholding may be given by any legal means and in any case under notification received by the company by the central securities depository, provided the latter provides registration services or through the participants and registered intermediaries in the central securities depository in any other case.
3. The invitation to the general meeting may provide for the option of participation in the general meeting remotely via audiovisual or other electronic means/media, without the physical presence of the shareholder at the specified location of the meeting. In the same way, the general meeting may be held, provided all shareholders give their respective consent. In this case, the company shall take adequate steps so that:
 - a) it will be able to confirm the identity of the participating person, to ensure the participation exclusively of the persons with a right of participation or a right of presence and attendance in the general meeting under paragraph 2 of this article and under article 12 of the articles of association and the a secure electronic connection;
 - b) the participant is granted the option to attend the meeting and address the meeting, orally or in writing, via electronic or audiovisual means/media, throughout the meeting held remotely, as well as to vote on the issues of the agenda; and c) the exact and proper registration of the vote of the remote participant is ensured.
4. The shareholders, who shall participate in the general meeting remotely, shall be taken into account and counted for the formation of a quorum and in the majority vote as if they were physically present.
5. The shareholder may participate in the general meeting in person or via a representative.
6. A representative who acts in the name and on behalf of more than one shareholders, may vote differently for each shareholder.
7. The shareholder may appoint a representative for one or more general meetings and for a specific period of time. The representative votes, under the instructions and directions of the shareholder, if any. Any non-compliance of the representative with the directions received by the shareholder, does not affect the validity of the resolutions of the general meeting, even if the vote of the representative was decisive for the achievement of a majority.
8. The appointment and revocation or replacement of the representative or agent are executed in writing or by e-mail and are submitted to the company at least forty eight (48) hours prior to the specified date on which the general meeting is held. Each shareholder may appoint up to three (3) representatives. However, if the shareholder possesses shares of the company, which appear in more than one securities ac-

- counts, this limitation does not impede the shareholder to appoint different representatives for the shares that appear in each securities account with regard to a specific general meeting. The granting of an authorization is freely revocable.
9. The representative of a shareholder is obliged to disclose to the company prior to the start of General Meeting of Shareholders, any specific event, which may be useful to the shareholders for the assessment of the risk that the representative may serve other interests and not the interests of the shareholder. According to the meaning of this paragraph a conflict of interests may arise particularly when the representative:
a) is a shareholder who exercises the audit of the company or another legal person or legal entity controlled by this shareholder; b) is a member of the Board of Directors or in general of the management of the company or the shareholder who exercises the audit of the company or another legal person or legal entity controlled by a shareholder who exercises the audit of the company; c) is an employee or auditor of the company or of a shareholder who exercises the audit of the company or another legal person or legal entity controlled by the shareholder who exercises the audit of the company; d) is spouse or relative of first degree to one of the natural persons of the cases a' until c'.
 10. Shareholders, who do not comply with the provisions of paragraph 6 of this article, participate in the general meeting, unless the general meeting renounces such participation for an important cause, which justifies its refusal.

Article 12

PRESENCE IN THE GENERAL MEETING OF NON SHAREHOLDERS

1. In the general meeting the members of the Board of Directors as well as the auditors of the company are entitled to be present.
2. The President of the General Meeting may, under his/her responsibility, allow the presence in the meeting of other persons as well, who do not hold shares of the company or are not representatives of the shareholders, to the extent this is not contrary to the company's interest. These persons are not considered as participants in the meeting only because they raise to express an opinion in the meeting on behalf of a present shareholder or after an invitation by the President.

Article 13

SIMPLE QUORUM AND MAJORITY OF THE GENERAL MEETING

1. The general meeting has a quorum and validly meets on the issues of the daily agenda, provided they are present or represented therein shareholders representing at least one fifth (1/5) of the paid share capital.
2. If no such quorum occurs at the first meeting, a repetitive general meeting is convened within twenty (20) days from the date of the cancelled meeting, which is convened at least ten (10) days prior to this meeting, unless the procedure of article 9 par.3 last sentence of there articles of association has been applied. This repetitive general meeting has quorum and validly meets on the issues of the initial daily

agenda, whichever is the part of the paid share capital of the company, which represented in the meeting.

3. The resolutions of the general meeting are taken upon full majority of the votes represented in the meeting.

Article 14

SPECIAL QUORUM AND MAJORITY OF THE GENERAL MEETING

1. Exceptionally, the general meeting has a quorum and validly meets on the issues of the daily agenda, provided they are present or represented therein shareholders representing at least half (1/2) of the paid share capital, in respect of resolutions regarding: a) the change of nationality of the company; b) change of the scope of business of the Company; c) the increase of the obligations of the shareholders; d) the ordinary increase of the share capital, except for the increase imposed by law or executed upon capitalization of reserves; e) the decrease of the share capital, unless it is executed pursuant to par.5 of article 21 or par.6 of article 49 of L.4548/2018; f) the change of the manner of distribution of profits; g) the merger, splitting/division, conversion, revival, extension of the term or dissolution of the company; h) the granting or renewal of power to the Board of Directors regarding the increase of the share capital, according to par.1 of article 24 of L.4548/2018; and i) in any other case where it is specified by law, that the general meeting decides with increased quorum and majority.
2. In the event that the quorum of the previous paragraph has not been achieved, within twenty (20) days from the cancelled meeting and following a notice of at least ten (10) days prior to the new meeting, a repetitive general meeting is called and held. This repetitive general meeting is in quorum and meets validly on the issues of the initial daily agenda, when at such a meeting they are present or represented shareholders representing at least one fifth (1/5) of the paid share capital. No new invitation is required if the initial invitation already specifies the place and time of the repetitive meeting, provided that there are at least five (5) days between the cancelled meeting and the repetitive one.
3. All resolutions on the issues of par.1 of this article are adopted by the majority of two thirds (2/3) of the votes represented in the general meeting.

Article 15

PRESIDENT – SECRETARY OF THE GENERAL MEETING

1. Until the election of its President, performed by the same meeting with a simple majority, in the general meeting chairs the President of the Board of Directors or his/her alternate.
2. The president of the meeting may be assisted by a secretary and a teller, elected in the same way. The president checks if the convocation of the general meeting follows the normal procedure, the identity and legalization of those present in the meeting, the accuracy of the minutes, administers the discussion, sets the issues on vote and announces the results of the vote.

Article 16

ISSUES FOR DISCUSSION – METHOD AND RESULT OF THE VOTE - MINUTES OF THE GENERAL MEETING

1. In the general meeting there is an open vote. The general meeting by an open vote may decide that the voting on an issue or /and on all issues of the daily agenda shall be secret.
2. No secret voting is permitted in cases of granting of fees to the members of the board of directors, as well as where the law requires an open vote or when the vote is cast remotely.
3. The discussions and resolutions of the general meeting are limited to the issues of the daily agenda.
4. The result of the voting is announced by the president of the general meeting as soon as it is confirmed. The company, under the responsibility of its board of directors, publishes in its website the results of the voting within maximum five (5) days from the date of the general meeting, specifying for each resolution at least the number of shares for which valid votes were given, the percentage of the share capital that is represented by these votes, the total number of valid votes, as well as the number of votes for and against each resolution and the number of the absences.
5. The discussions and resolutions taken during the general meeting are registered in summary in a special book of minutes. In the same book a list of shareholders, who were present or represented in the general meeting, is also registered. After petition of a shareholder the president of the general meeting is obliged to register in the minutes a summary of his/her opinion. The President of the general meeting is entitled to refuse registering an opinion, if this is referred to issues obviously out of the daily agenda or its content is clearly contrary to the principles of morality or the law. Minutes of the general meetings are submitted to the competent G.C.R. Office, within a period of twenty (20) days from the date of each general meeting.
6. The copies and abstracts of the minutes are duly certified by the President of the Board of Directors or his/her legal alternate.

Article 17

APPROVAL OF THE ENTIRE MANAGEMENT

1. Upon resolution of the general meeting, adopted with an open vote after the approval of the annual financial statements, the entire management exercised during the respective fiscal year may be approved. Waiver of the company from its claims against the members of the board of directors or other persons or a compromise of the company with them may take place, however, only under the terms and conditions of par.7 of article 102 of L.4548/2018.
2. In the voting for the approval of the entire management, according to par.1 of this article are entitled to participate the members of the board of directors who possess only the shares, which they own, or as representatives of other shareholders, provided, however, that they have obtained a respective authorization accompanied by express and specific voting instructions. The same applies also for the employees of the company.

CHAPTER V
BOARD OF DIRECTORS

Article 18

1. The Company is managed by the Board of Directors composed by seven (7) to nine (9) members (directors), elected by the general meeting with absolute majority of the votes represented in the meeting. The directors, shareholders and non shareholders may always be reelected and are freely revocable.
2. Member of the board of directors may also be a legal person. In this case the legal person is obliged to appoint a natural person for the exercise of the powers of the legal person as member of the board of directors. This appointment is subject to publicity according to article 13 of the L.4548/2018. The natural person is jointly and severally liable together with the legal person for the company's management. Omission of the legal person to proceed to the appointment of the natural person for the exercise of the respective powers within fifteen (15) days from the appointment of the legal person as member of the board of directors is deemed as resignation of the legal person from the office/title of the member.
3. The members of the board of directors are elected by the general meeting of the shareholders of the company for a duty of **five (5)** years, which is extended until the expiry of the deadline, within which the next ordinary general meeting following directly the previous one must be convened and until the adoption of the relevant resolution.

Article 19

POWER – DUTIES OF THE BOARD OF DIRECTORS

1. The Board of Directors is competent for the administration and representation of the Company and for the management of its property and in general for the pursuit of its object. It decides on all issues of the Company, in general, within the frame of the company's scope and object, except for these issues which pursuant to the Law and these articles of association are subject to the exclusive competence of the general meeting.
2. The Board of Directors may, only and exclusively in writing, assign the exercise of all its powers and duties, save these requiring a collective action, as well as the representation of the company to one or more persons, members of the Board of Directors, managers and employees of the company or third parties, by specifying at the same time the scope of such assignment as well. All these persons may, as long as it is provided by the relevant resolution of the Board of Directors, assign further the exercise of the powers entrusted to them or part of these powers to other members or third parties.
3. Each act of representation of the company requires only the signature of its legal representative under the company's name, his name and the reference to his title. Use of the company's seal is not required.
4. Acts of the board of directors, even if they are outside the company's object, bind the company against third parties, unless the third party knew that the company's object was exceeded, or, taking into account the circumstances, he could not ignore that the

company's object was exceeded. The burden of proof of the circumstances which waive the commitment of the company according to the previous sentences, is borne by the company itself. Only the compliance with the publicity formalities does not constitute a proof as regards the articles of association of the company or its amendments.

Article 20

ESTABLISHMENT OF THE BOARD OF DIRECTORS

1. The Board of Directors right after its election, meets and establishes itself into a body, by electing the President and one or more Vice Presidents.
2. The Board of Directors may elect one or more Managing or Commissioned Directors from its members only, also specifying at the same time their duties.
3. The President of the Board of Directors chairs over its meetings and exercises the duties provided by the law and the articles of association of the company. When the President is absent or impeded, he/she is fully substituted by the Vice President and, in the event the latter is impeded, by a Director appointed by a resolution of the Board of Directors.

Article 21

SUBSTITUTION – REPLACEMENT OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. In case of a resignation or death or loss of the office of the member or the members of the board of directors in any other way whatsoever, the board of directors may elect members of its body in replacement of the members who were withdrawn or missed. The election by the board of directors is made by resolution of the remaining members, if they are at least three (3), and applies for the rest of the term of duty of the member that is replaced. The resolution on the election is subject to publicity and announced by the board of directors in the directly subsequent general meeting, which may replace the elected members, even if no relevant issue has been recorded in the daily agenda of the meeting.
2. Alternatively, in case of a resignation, death or loss of office of the member or the members of the board of directors in any other way whatsoever, the remaining members may continue the management and representation of the company even without replacing the missing members, according to par.1, provided that their number exceeds half of the members, as they were prior to the occurrence of the aforementioned events. In each case, these members cannot be less than three (3).
3. In any case, the remaining members of the Board of Directors, irrespective of their number, may proceed to the convocation of the general meeting aiming exclusively at the election of a new board of directors.

Article 22

CONVOCATION OF THE BOARD OF DIRECTORS

1. The Board of Directors should meet at the seat of the company any time provided by law, the articles of association or required under the needs of the company.

2. The Board of Directors may duly meet at another place out of the seat of the company, located either in Greece or abroad, provided that in this meeting all the members of the BoD are present or represented, and no member objects to the execution of the meeting and to the adoption of resolutions.
3. The Board of Directors may meet through conference call. In this case, the invitation addressed to the members of the Board of Directors includes the necessary information and technical instructions about their participation in the meeting.
4. The Board of Directors is convened by the President or his/her alternate, upon invitation notified to its members at least two (2) working days prior to the meeting, and at least five (5) working days if the meeting is going to be held in a location outside the seat of the company. In the invitation the issues of the daily agenda must be stated clearly, otherwise the adoption of resolutions is permitted only if present or represented are all the members of the Board of Directors and none objects to the adoption of resolutions.
5. The convocation of the board of directors may request at least two (2) of its members upon their petition to the president of the BoD or his alternate, who are obliged to timely convene the board of directors, so that its meeting is held within seven (7) days from the filing of the petition. In the petition, with a penalty of inadmissibility, must be referred to clearly the issues which shall be discussed by the board of directors. If the board of directors is not convened by the president or his alternate within the aforementioned deadline, the members who requested the convocation are permitted to convene by themselves the board of directors within five (5) days from the expiry of the above deadline of the seven (7) days, by notifying the remaining members of the board of directors of the relevant invitation.

Article 23

REPRESENTATION OF DIRECTORS – QUORUM – MAJORITY

1. An absent Director may be represented by another director. Each Director may represent only one absent Director.
2. The Board of Directors is in quorum and duly meets, when half plus one of the Directors are present or represented, however, the number of the present or represented Directors can never be less than three (3). For the calculation of the quorum number any resulting fraction is omitted.
3. The resolutions of the Board of Directors are validly adopted by absolute majority of the present and represented Directors, except for the case of paragraph 1 of the article 4 hereof. In the event of a tied vote, the vote of the President of the Board of Directors prevails.

Article 24

MINUTES OF THE BOARD OF DIRECTORS

1. The discussions and resolutions of the Board of Directors are registered in summary in a special book, that may also be kept in an electronic file. Upon request of a member of the Board of Directors, the President is obliged to register the exact summary of his/her opinion in the minutes. In this book the list of the present and represented

members (directors) is also registered at the meeting of the members of the Board of Directors.

2. The minutes of the Board of Directors are signed by the members present in its meeting. In case that a member refuses to sign, relevant reference is included in the minutes. Copies of the minutes are issued formally by the president or another person appointed for that by the board of directors, without any other certification of these copies being required.

3. Copies of the minutes of the board of directors, for which there is an obligation of their registration in the G.C.R. (GEMI), according to article 12 of L4548/2018 or to other provisions, are submitted to the competent G.C.R. Office within a deadline of twenty (20) days from the date of the meeting of the Board of Directors.

4. The drawing up and signing of the minutes by all the members of the Board of Directors or their representatives equals to resolution of the Board of Directors, even if no meeting has been preceded. This provision is valid even if all directors or their representatives agree to record their majority resolution in a minute, without meeting. The relevant minute is signed by all directors. The minute that is drawn up pursuant to the aforementioned is registered in the book of minutes, according to par.1 of this article.

5. The signatures of the directors or their representatives may be replaced by an exchange of messages via e-mail or through other electronic means.

Article 25

REMUNERATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. The members of the board of directors have the right to receive a fee/remuneration or other benefits, according to the law and the provisions in the articles of association, and, where appropriate, the remuneration policy of the company. Remuneration or benefit granted to a member of the board of directors but not regulated in the law and the articles of association is borne by the company, only if it is approved upon special resolution of the general meeting.

2. Remuneration in the form of a share of the profits of the fiscal year may be granted. The amount of the aforementioned remuneration is determined by a decision of the general meeting, taken by simple quorum and majority. Such remuneration from the profits of the fiscal year shall be drawn from the balance of the net profits left after deducting statutory withholdings required for the statutory reserve and the distribution of the minimum dividend to the shareholders. This paragraph shall apply without prejudice to articles 110 to 112 of the L.4548/2018.

3. Remuneration to members of the board of directors for services to the company under a special relationship, as, indicatively, based on an employment contract, a contract for the execution of works or an order, is paid under the terms and conditions of the articles 99 to 101 of the L.4548/2018.

4. The general meeting may allow the advance payment of a remuneration for the period of time until the next ordinary general meeting. The advance payment of the remuneration is conditional to its approval by the next ordinary general meeting.

Article 26

PROHIBITION OF COMPETITION - TRANSACTIONS WITH AFFILIATED PARTIES

1. It is prohibited to the Directors who participate in any manner in the management of the company, as well as to the Managers of the Company, to act, without the permission of the general meeting or any relevant provision of the articles of association, for their own account or on behalf of third parties, actions which are included in any of the objects pursued by the company, as well as to participate as general partners or as only shareholders or partners in companies that pursue such objects.
2. In the event of an intentional violation of the prohibition of the aforementioned paragraph, the company has the right to be reimbursed by filing a claim for damages. However, the company may, instead of a compensation, demand, in order for actions performed for the account of the director himself or the manager, to be deemed that these actions were performed for the account of the company, whereas in order for actions performed for the account of a third party, a remuneration for the mediation to be granted to the company or the relevant claim to be assigned to the company.
3. These claims are subject to a period of limitation which lapses one (1) year after the above actions were announced to the meeting of the board of directors or were communicated to the company. The limitation occurs in any case five (5) years after the execution of the prohibited action.
4. It is prohibited and is null and void the execution and entry into force of any contracts between the company and the persons of par.2 of article 99 of the L.4548/2018, as well as the provision of securities and guarantees to third parties in favor of these persons, without special permission granted upon resolution of the board of directors, or, according to the terms and conditions of article 100 of L.4548/2018, of the general meeting of shareholders.
5. The permission for the execution of a transaction of the company with an affiliated party or for the provision of securities and guarantees to third parties in favor of the affiliated party, according to the previous article, is granted upon resolution of the board of directors, which is valid for six (6) months. With regard to repeated contracts with the same person a uniform permission for their execution may be granted, which specifies the characteristics of the contracts and is valid for one (1) year.
6. Within ten (10) days from the publication of the announcement for the granting of permission by the board of directors under the par.5 of this article, shareholders who represent one-twentieth (1/20) of the share capital, may request the convocation of a general meeting which shall decide on the issue of the granting of the permission. The contract of par.4 of this article or the provision of a guarantee or security, for which permission was granted by the board of directors is deemed as definitely valid only after the lapse of the time limit of ten (10) days or the obtaining of the permission by the general meeting or the written notice of all the shareholders to the company, that they do not intend to request the convocation of the general meeting.
7. If until a permission is granted by the general meeting, the contract of par.4 of this article has already been executed and entered into force or the guarantee or the security has been provided, then the granting of the permission by the general meeting is cancelled, in case shareholders representing one twentieth (1/20) of the represented capital in the meeting object to such an act.
8. In case the transaction concerns a shareholder of the company, the specific shareholder does not participate in the voting of the general meeting and is not counted for

the formation of a quorum and majority. Similarly, other shareholders to whom the other contracting party is connected under a relationship subject to par.2 of article 99 of the L.4548/2018, do not participate in the voting.

9. If the permission for the execution of the contract was granted by the general meeting, any amendments to it may be executed upon permission of the board of directors, unless the general meeting has retained the right to grant itself the permission also for these amendments.

10. The resolution of the board of directors or the general meeting is adopted on the basis of a report by a chartered auditor-accountant or an auditing firm or another independent to the company third party, which evaluates the extent to which the transaction is fair and reasonable for the company and the shareholders who are not an affiliated party, including the minority shareholders of the company, and explains the assumptions on which this is based, together with the methods applied. The persons of par.2 of article 99 of the L.4548/2018 do not participate in the drawing up of the report.

11. The board of directors announces the granting of permission for the execution of a transaction either by the BoD itself or by the general meeting, as well as the uneventful lapse of the time limit of par.3 of article 100 of the L.4548/2018. This announcement is subject to publicity prior to the closing of the transaction. The aforementioned announcement includes minimum information: (a) about the nature of the relationship of the company with the affiliated party, (b) the date and the value of the transaction, (c) any other information which is necessary in order to be evaluated to what extent the transaction is fair and reasonable for the company and the persons who do not constitute an affiliated party, including the minority shareholders and is accompanied by the report of par. 10 of this article. To the publicity formalities is also subject the transaction executed and entered into force between the affiliated person to the company and its subsidiary.

CHAPTER VI

AUDIT

Article 27

AUDITORS

1. In order for the resolution of the general meeting in respect of the annual accounts (annual financial statements) of the company be validly adopted, they should have been audited previously by a Chartered Accountant-Auditor or an auditing firm according to the provisions of L.4449/2017, of the L.4308/2014 and according to any other special provision regulating these matters.

2. The ordinary chartered auditor or the auditing firm are appointed by the ordinary general meeting of shareholders, which is held during the audited fiscal year, according to the applicable legislation. Natural person, who possesses shares issued by the company and is a member of the board of directors, does not participate in the voting of the general meeting and is not counted for the formation of quorum or majority, when the general meeting decides on the assignment of the compulsory auditing of the financial statements to a chartered auditor-accountant or an auditing firm, unless the majority of the independent members of the board of directors declare that they agree on the assignment of the audit to the proposed persons.

CHAPTER VII

ANNUAL ACCOUNTS - ALLOCATION OF PROFITS

Article 28

CORPORATE FINANCIAL YEAR

The financial year of the Company lasts for twelve months and commences on the first (1st) of January and ends on the thirty first (31st) of December of each year.

Article 29

ANNUAL FINANCIAL STATEMENTS AND ANNUAL REPORTS

1. At the end of each corporate financial year the Board of Directors proceeds to the drawing up of the annual financial statements and the annual consolidated financial statements, pursuant to the provisions of L.4308/2014 and of the articles 145 ff. of L.4548/2018.
2. In order for the General Meeting to adopt a valid resolution on the annual financial statements, that have been drawn up by the Board of Directors, they must be signed by three different persons, and more specifically by: a) the President of the Board of Directors or his/her alternate, b) the Managing or Commissioned Director and in case there is no such director or his/her title coincides to that of the persons referred to above, by a member of the Board of Directors appointed by the Board of Directors and c) the accountant in charge by law certified by the Financial Chamber of Greece, holder of a A' class license for the drawing up of financial statements.
3. The aforementioned persons, in case of a disagreement from a legality point of view of the method for the drawing up of the financial statements must set forth in writing their objections at the General Meeting.
4. The annual management report and, where appropriate, according to the article 152 of L.4548/2018, the corporate governance statement, are approved by the board of directors and signed by the persons referred to in the cases a' and b' of par.2 of this article.
5. The consolidated financial statements and the consolidated management report and, where appropriate, the consolidated corporate governance statement are signed by one or more persons who bind the company, as well as by the person in charge for their drawing up.
6. The annual and the consolidated financial statements are approved by the general meeting.
7. Within twenty (20) days from their approval by the ordinary general meeting, the company published in the G.C.R. (GEMI) a) the duly approved by the ordinary general meeting annual financial statements, b) the management report and c) the opinion of the chartered auditor-accountant or the auditing firm, where required.

Article 30

ALLOCATION OF PROFITS

1. The net profits of the company are illustrated in the statement of results (profits and losses) and are calculated upon application of the legislation in force.
2. Each year at least one-twentieth (1/20) of the net profits is deducted for the formation of the ordinary (legal) reserve. The deduction for the formation of reserve ceases to be obligatory, once this reaches at least one-third (1/3) of the capital. The ordinary (legal) reserve is used exclusively prior to any distribution of dividend in order to be equal to any debit balance of the statement of results.
3. Without prejudice to the provisions of the law and the articles of association for the reduction of capital, no distribution to the shareholders can be performed, provided, on the date of expiry of the last fiscal year, the total of the company's own assets (net position/equity), as specified in the law, is or, after this distribution, shall become lower than the amount of capital, increased by: (a) the reserves, the distribution of which is prohibited by law or the articles of association, (b) the remaining credit assets of the net position / equity, which are not allowed to be distributed, and (c) the amounts of the credit assets of the statement of results, which do not constitute realized profits. The amount of capital provided in the previous sentence is reduced by the amount of capital covered but not paid, when the latter appears in the assets in the balance sheet.
4. The amount distributed to the shareholders cannot exceed the amount of the results of the last fiscal year that has ended, increased by the profits, which are transferred from previous financial years and have not been allocated, and the reserves, the distribution of which is allowed and decided by the general meeting, and reduced: (a) by the amount of the credit assets of the statement of results, which do not constitute realized profits, (b) by the amount of the damages of previous fiscal years, and (c) by the amounts which must be allocated for the formation of reserves, according to the law and the articles of association.
5. The term "distribution" of the par.3 and 4 of this article includes in particular the payment of dividends and interests on shares.
6. The net profits, provided and to the extent that can be allocated, according to the article 159 of L.4548/2018, are allocated upon resolution of the general meeting by the following order: a) the amounts of the credit assets of the statement of results are deducted, which do not constitute realized profits. b) The retaining amount under this law and the articles of association for the formation of ordinary (legal) reserve is deducted. c) The required amount for the payment of the minimum dividend, as this is specified in the article 161 of the L.4548/2018 is retained. d) The balance of the net profits, as well as any other profits, that may arise and be allocated according to article 159 of L.4548/2018, are allocated pursuant to the terms of the articles of association and the resolutions of the general meeting.
7. Upon resolution of the board of directors, which is adopted within the fiscal year, the distribution of provisional dividends is possible under the following requirements: a) financial statements are drawn up from which it is assumed that the necessary amount for this purpose exist, b) the aforementioned financial statements are subject to publicity formalities two (2) months prior to the distribution. The amount which shall be distributed cannot exceed the amount of profits arisen under part.2 of article 159 of L.4548/2018.

CHAPTER VIII

DISSOLUTION – LIQUIDATION

Article 31

DISSOLUTION

1. The Company is dissolved:
 - a) at the expiry of its term, unless the General Meeting of Shareholders resolves otherwise for the extension of its term;
 - b) by resolution of the General Meeting taken with the quorum and majority of the article 14 hereof;
 - c) when the company is declared bankrupt;
 - d) in case of rejection of the petition for bankruptcy, due to insufficiency of the debtor's property for the payment of the expenses of the procedure, and
 - e) by a court judgement, according to article 165 of L.4548/2018.
2. In the event that the total of the company's own assets becomes less than one half (1/2) of the capital, the board of directors is obliged to convene the general meeting, within six (6) months after the end of the financial year, that will decide on the dissolution of the company or the adoption of any other measure.

Article 32

LIQUIDATION

1. With the exception of the case of bankruptcy, the dissolution of the company is followed by its liquidation.
2. In cases of lit.a' and d' of par.1 of article 31 hereof, the Board of Directors exercises liquidator duties, as long as it is not otherwise provided in the articles of association, until a liquidator is appointed by the general meeting. In case b' of par.1 of the same article, the general meeting upon the same resolution appoints the liquidator, otherwise the previous sentence applies. In case of article 165 of L.4548/2018, the liquidator is appointed by the court upon a judgement which declares the dissolution of the company, otherwise the first sentence of this paragraph applies.
3. The general meeting appoints two to three liquidators.
4. The appointment of liquidators results automatically to the ceasing of the power of the board of directors. If however the ceasing of its power sets at risk the interests of the company, the board of directors has the obligation towards the company to continue the management, until the liquidator undertakes his duties.
5. As regards the liquidators, the provisions about the board of directors are applied accordingly. The discussions and decisions of the liquidators are registered in summary in the book of minutes of the board of directors.
6. The liquidators are obliged, once they undertake their duties, to perform an inventory of the company's property and publish a balance sheet for the commencement of the liquidation, not subject to the approval of the general meeting. In any case, the inventory should have been completed within three (3) months from the undertaking of their duties.

7. The general meeting of shareholders retains all its rights during the liquidation.
8. The liquidators are obliged to close without delay the pending cases of the company, to convert in cash the company's property, to pay off its debts and to collect its claims. They can also perform new acts, provided that by those the liquidation and the interest of the company are served.
9. Each year the liquidators draw up intermediate financial statements, which are submitted to the general meeting of shareholders together with a report of causes, which impeded the end of the liquidation. The intermediate financial statements are subject to publicity. Further financial statements for the termination of the liquidation are drawn up, which are approved by the general meeting and are subject to publicity. The general meeting resolves also on the approval of the entire work of the liquidators and on the discharge of the auditors from any liability.
10. On the basis of the approved financial statements for the termination of the liquidation, the liquidators distribute the liquidation proceeds to the shareholders, in accordance with their rights.

CHAPTER IX

GENERAL PROVISION

Article 33

The provisions of the L.4548/2018, as in force at any time, apply on whatsoever matter not regulated by these Articles of Association.

END