



INFORMATION MATERIAL

GENERAL MEETING OF THE SHAREHOLDERS

Wednesday, September 7, 2022

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1. Items of the Agenda

The Board of Directors of the company under the name “DIMAND Societe Anonyme – Development and Exploitation of Real Estate and Constructions, Services and Holding” with the distinctive title “DIMAND S.A”, invites the shareholders in order to decide on the following items of the agenda:

1. Submission for approval by the General Meeting of the Annual Financial Statements for the year 2021, along with the reports of the Board of Directors and the auditors as well as the Corporate Governance Statement.
2. Approval of the management exercised by the members of the Board of Directors of the Company for the financial year 2021. Release of the auditors from any liability for their actions during financial year 2021.
3. Pre-approval of remuneration of the members of the Board of Directors and the Committee members of L. 4706/2020, for the financial year 2022 and until the Ordinary General Meeting of 2023.
4. Granting of permission to the members of the Board of Directors and other Executives of the Company pursuant to article 98 of Law 4548/2018.
5. Election of a Chartered Auditing-Accounting firm for the audit of the financial statements of the Company for the financial year commencing on 01.01.2022 and ending on 31.12.2022 and for the issuance of the annual tax certificate – Authorization to the Board of Directors.
6. Cancellation of the total of four million forty eight thousand two hundred (4,048,200) own preference shares that have been acquired by the Company, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) EUR, and amendment of article 5 of the Company's Articles of Association on Share Capital – Authorization to the Board of Directors.
7. Free offer of own shares of the Company pursuant to the provisions of article 114 and 49 of L. 4548/2018 and granting of authorization to the Board of Directors.
8. Various Announcements.

2. Draft resolutions on the items of the agenda

1st item: Submission for approval by the General Meeting of the Annual Financial Statements for the year 2021, along with the reports of the Board of Directors and the auditors as well as the Corporate Governance Statement.

Required quorum: Shareholders representing 1/5 of the paid-up share capital of the Company

Required majority: Absolute majority of votes represented in the Assembly

On the first item of the agenda, the Chairman of the General Meeting reads and presents the Annual Corporate and Consolidated Financial Statements for the year 2021 (1/1/2021 - 31/12/2021), which were prepared in accordance with International Financial Reporting Standards (IFRS), as approved by the Company's Board of Directors on 16.06.2022 and lawfully uploaded on the Company's website (www.dimand.gr/), and their publication in the General Commercial Register (GEMI) will be done in accordance with articles 149 and 13 of Law 4548/2018. Next, the Chairman reads the report of the Board of Directors to the Ordinary General Meeting, as approved by the Board of Directors of the Company on 16.06.2022, the audit report of the certified auditors-accountants of 17.06.2022 and the corporate governance statement in accordance with relevant provisions of articles 152 and 153 of Law 4548/2018.

After concluding the presentation of the Annual Corporate and Consolidated Financial Statements for the year 2021 (1/1/2021 - 31/12/2021) and the relevant reports of the Board of Directors and the audit report of the certified auditors-accountants as well as the corporate governance statement, the Chairman notes that for the year 2021 there are no profits to be distributed to the shareholders, and proposes to the General Meeting of the shareholders the approval of the abovementioned Statements and reports.

Following a legitimate voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting¹], the Annual Corporate and Consolidated Financial Statements for the year 2021 along with the reports of the Board of Directors and the certified auditors-accountants, as well as the corporate governance statement.

¹ If applicable

2nd item: Approval of the management exercised by the members of the Board of Directors of the Company for the financial year 2021. Release of the auditors from any liability for their actions during financial year 2021.

Required quorum: Shareholders representing 1/5 of the paid-up share capital of the Company

Required majority: Absolute majority of votes represented in the Assembly

On the second item on the agenda, the Chairman invited the Ordinary General Assembly to approve the management of the Company that took place during the 2021 financial year, in accordance with article 108 of Law 4548/2018, and to release the certified auditors-accountants of the Company from any liability for the financial year 2021, in accordance with article 117 of Law 4548/2018.

Following a legitimate open voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting²], the management of the Company for the financial year 2021 and the releasing of the release the certified auditors-accountants of the Company from any liability for the financial year 2021

It is noted that the members of the board of directors and the employees of the Company voted only with shares, of which they are holders, or as representatives of other shareholders, from whom they have received relevant authorization with express and specific voting instructions.

3rd item: Pre-approval of remuneration of the members of the Board of Directors and the Committee members of L. 4706/2020, for the financial year 2022 and until the Ordinary General Meeting of 2023.

Required quorum: Shareholders representing 1/5 of the paid-up share capital of the Company

Required majority: Absolute majority of votes represented in the Assembly

On the third item on the agenda, the Chairman invited the General Assembly to approve the recommendation of the Company's Remuneration and Nominations Committee of 20.07.2022, which was accepted by the Board of Directors' Resolution of 05.08.2022, for the remuneration of the members of the Board of Directors due to their capacity as members of the Committees of Law 4706/2020 and specifically invited the General Assembly to proceed with the approval of the proposed remuneration, as analyzed for each individual member in the aforementioned recommendation, and in total:

² If applicable

- in the pre-approval of the payment for the period from 01.01.2022 to 31.12.2022 of total annual gross fees, amounting to 98,333.20 euros (the net fees will be formed based on any deductions and contributions charged to each beneficiary) to the non-executive members of Board of Directors,
- in the pre-approval of the payment for the period from 01.01.2023 to the Ordinary General Meeting of the year 2023 of total monthly gross fees, amounting to 9,833.32 euros (the net fees will be formed based on any deductions and contributions charged to each beneficiary) to the non- executive members of the Board of Directors.

It is noted that the above amounts, the pre-approval of which is proposed for the corporate year 2022 until the Ordinary General Meeting of the year 2023, are in accordance with the Company's Remuneration Policy according to article 110 of Law 4548/2018, which has been approved from the 22.03.2022 Extraordinary General Meeting of the Company, based on the 20.07.2022 recommendation of the Company's Remuneration and Nominations Committee, and concern remuneration for services provided by these persons in their capacity as Members of the Board of Directors and its Committees.

Furthermore, the Chairman informs the members of the Board of Directors that for the 2021 financial year no remuneration was provided to members of the Board of Directors for services provided by these persons in their capacity as Members of the Board of Directors or as members of Committees of Law 4706/2020, in which case there is no question of approving relevant remuneration for the year 2021 by the upcoming Ordinary General Meeting of the Company's Shareholders.

Following a legitimate open voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting³], the remuneration of the members of the Board of Directors also as members of the Committees of L. 4706/2020 for the financial year 2022 and until the Ordinary General Meeting of 2023 as above.

³ If applicable

4th item: Granting of permission to the members of the Board of Directors and other Executives of the Company pursuant to article 98 of Law 4548/2018.

Required quorum: Shareholders representing 1/5 of the paid-up share capital of the Company
Required majority: absolute majority of votes represented in the Assembly

On the fourth item on the agenda, the Chairman invited the Ordinary General Meeting to grant permission to the members of the Board of Directors and to the directors of the Company pursuant to article 98 of Law 4548/2018 in order to participate in the Board of Directors or in the administration of the Company's subsidiaries and companies affiliated or related to the Company or to provide their services to the above-mentioned companies, and therefore to carry out, on behalf of the above subsidiaries and affiliated or related companies, acts that fall under the purpose pursued by the Company, in accordance with the Internal Regulation and the Policies and Codes adopted by the Company.

Following a legitimate voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting⁴], the granting of permission as analyzed, pursuant to article 98 para. 1 of Law 4548/2018, as in force, to the members of the Board of Directors, in order to participate in the Board of Directors or in the administration of the Company's subsidiaries and companies affiliated or related to the Company or to provide their services to the above-mentioned companies, and therefore to carry out, on behalf of the above subsidiaries and affiliated or related companies, acts that fall under the purpose pursued by the Company.

5th item: Election of a Chartered Auditing-Accounting firm for the audit of the financial statements of the Company for the financial year commencing on 01.01.2022 and ending on 31.12.2022 and for the issuance of the annual tax certificate - Authorization to the Board of Directors.

Required quorum: Shareholders representing 1/5 of the paid-up share capital of the Company
Required majority: absolute majority of votes represented in the Assembly

On the fifth item on the agenda, the Chairman, in accordance with the relevant recommendation from 25.07.2022 of the Audit Committee, proposes the appointment of the audit firm "Deloitte Société Anonyme Certified Auditors Accountants S.A." having its registered seat at Fragkokklisias 3a & Granikou Street, 15125, Maroussi, with Reg. No. E 120, as statutory auditor of the annual financial statements of the Company and the Group for the year from 01.01.2022 to 31.12.2022, as well as for the review of the interim

⁴ If applicable

information of the Company and the Group and the issuance of the annual tax certificate. The Chairman also recommends granting authorization to the Company's Board of Directors, so as the latter to determine the exact amount of the audit firm's remuneration.

Following a legitimate voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting⁵], the appointment of the audit firm "Deloitte Société Anonyme Certified Auditors Accountants S.A." having its registered seat at Fragkoklisias 3a & Granikou Street, 15125, Maroussi, with Reg. No. E 120, as statutory auditor of the annual financial statements of the Company and the Group for the year from 01.01.2022 to 31.12.2022, as well as for the review of the interim information of the Company and the Group and the issuance of the annual tax certificate.

The General Meeting further resolved to authorize the Board of Directors of the Company so that the latter determines the exact remuneration amount of the audit firm.

6th item: Cancellation of the total of four million forty-eight thousand two hundred (4,048,200) own preference shares that have been acquired by the Company, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) EUR, and amendment of article 5 of the Company's Articles of Association on Share Capital – Authorization to the Board of Directors.

Required quorum: Shareholders representing 1/2 of the paid-up share capital of the Company
Required majority: 2/3 of votes represented in the Assembly

On the sixth item of the Agenda, the Chairman informs the General Meeting that in view of the listing, the Company acquired four million forty-eight thousand two hundred (4,048,200) own preference shares by virtue of the 22.03.2022 Amendment of the 16.12.2019 Business Cooperation Agreement between the Company and of Tempus 71 Sarl and invites the General Assembly to approve the cancellation of all of the above own preference shares, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) Euros, and the relevant amendment of article 5 of the Company's Articles of Association on Share Capital by adding to paragraph 1, after subsection (g), a new subsection (h) as follows:

⁵ If applicable

CHAPTER II

SHARE CAPITAL – SHARE CAPITAL INCREASE WITHOUT AMENDMENT

ARTICLE 5.

SHARE CAPITAL – SHAREHOLDERS

“1. The share capital of the Company:

[...]

h. With the resolution of the Ordinary General Meeting of Shareholders of 07.09.2022, it was decided to reduce the share capital of the Company by the amount of two hundred two thousand four hundred and ten (€202,410) Euros, by cancelling the total of four million forty eight thousand two hundred (4,048,200) own preference shares with a nominal value of 0.05 Euro each. Following the aforementioned corporate change, the Company's share capital amounts to the amount of nine hundred and thirty-four thousand and fifteen (€934,015) Euros, divided into eighteen million six hundred and eighty thousand and three hundred (18,680,300) common registered shares, each share having a nominal value of 0.05 Euro.”

Furthermore, the Chairman invites the General Assembly to authorize the Board of Directors to carry out any necessary action in order to implement the above corporate change and to comply with the legal formalities.

Following a legitimate voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting⁶], the cancellation of all four million forty eight thousand two hundred (4,048,200) own preference shares that have been acquired by the Company, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) Euros, and the relevant amendment of article 5 of the Company's Articles of Association on Share Capital by adding to paragraph 1, after subsection (g), a new subsection (h) as above. Furthermore, the General Meeting resolved to authorize the Board of Directors to carry out any necessary action in order to implement the above corporate change and to comply with the legal formalities

⁶ If applicable

7th item: Free offer of own shares of the Company pursuant to the provisions of article 114 and 49 of L. 4548/2018 and granting of authorization to the Board of Directors.

Required quorum: Shareholders representing 1/2 of the paid-up share capital of the Company

Required majority: 2/3 of votes represented in the Assembly

On the seventh item on the agenda, the Chairman presented the recommendation of the Company's Remuneration and Nominations Committee from 20.07.2022, which was approved by the decision of the Board of Directors of the Company on 05.08.2022, for the distribution of free shares of the Company in recognition of the contribution of the members of the Board of Directors and the Company's staff, as well as the persons who provide the company with services on a stable basis in its development course that led to a successful Public Offering and the listing of its shares for trading on the Main Market of the Athens Stock Exchange and therefore invited the General Meeting to approve this recommendation. Subsequently, the Chairman invited the General Assembly to approve, for the implementation of this program, the acquisition by the Company of up to one hundred and fifty thousand (150,000) own shares (common registered shares with voting rights), in accordance with paragraphs 1 and 3 of article 49 of Law 4548/2018, with a minimum acquisition value of 10.00 euros per share and a maximum acquisition value of 17.50 euros per share, and the free distribution of these shares to members of the board of directors and/or the Company's staff, including freelancers or self-employed who provide services exclusively to the Company on a continuous basis and whose insurance contributions are paid by the Company, in accordance with the provisions of article 114 of Law 4548/2018. The shares will be distributed free of charge to the beneficiaries with a six (6) month holding obligation. The acquisition and disposal of the own shares to the beneficiaries will take place until 30.06.2023, as a one-off payment, a period which constitutes the duration for which the approval of the acquisition of the own shares is granted in accordance with article 49 para. 1 of Law 4548/ 2018. The above free distribution is considered a voluntary distribution, paid at the discretion of the Company, subject to its right to withdraw, modify or abolish it at any time and/or not to repeat it in the future, without however any acquired rights being affected by the exercise of the right of withdrawal of the Company.

The Chairman further recommends that the Board of Directors be authorized to determine the beneficiaries and/or their categories, the terms and criteria of distribution, the distribution process, and any other relevant condition for the implementation of the above, as well as to take any required action for the realization of the acquisition of own shares and their free distribution in accordance with the above.

Following a legitimate voting procedure, the Ordinary General Meeting approves, with [●] votes, corresponding to [●]% of the Company's paid-up share capital after voting

rights, out of a total of [●] votes present [shareholders representing [●] shares voted against and shareholders representing [●] shares abstained from voting⁷], the acquisition by the Company of up to one hundred and fifty thousand (150,000) own shares (common registered shares with voting rights), in accordance with paragraphs 1 and 3 of article 49 of Law 4548/2018, with a minimum acquisition value of 10.00 euros per share and a maximum acquisition value of 17.50 euros per share, and the free distribution of these shares to members of the board of directors and/or the Company's staff, including freelancers or self-employed who provide services exclusively to the Company on a continuous basis and whose insurance contributions are paid by the Company, in accordance with the provisions of article 114 of Law 4548/2018. The shares will be distributed free of charge to the beneficiaries with a six (6) month holding obligation. The acquisition and disposal of the own shares to the beneficiaries will take place until 30.06.2023, as a one-off payment, a period which constitutes the duration for which the approval of the acquisition of the own shares is granted in accordance with article 49 para. 1 of Law 4548/ 2018. The above free distribution is considered a voluntary distribution, paid at the discretion of the Company, subject to its right to withdraw, modify or abolish it at any time and/or not to repeat it in the future, without however any acquired rights being affected by the exercise of the right of withdrawal of the Company.

8th item: Various Announcements.

3. Documents submitted before the General Meeting

The following documents are available to the shareholders on the Company's website (www.dimand.gr):

- The Annual Financial Statements (non-consolidated and consolidated) for the period from 01.01.2021 to 31.12.2021.
- The Board of Directors Management Report to the shareholders for the financial year that ended on 31.12.2021.
- The Audit Report of the independent Chartered Auditor of the Company.
- The Corporate Governance Statement.

⁷ If applicable

4. Ballot

**DIMAND SOCIETE ANONYME – DEVELOPMENT AND EXPLORATION OF REAL ESTATE
AND CONSTRUCTIONS, SERVICES AND HOLDING**

ORDINARY GENERAL MEETING OF THE 7TH OF SEPTEMBER 2022

SHAREHOLDER'S NAME (FOR NATURAL PERSONS)/ SHAREHOLDER'S CORPORATE NAME (FOR LEGAL ENTITIES)	:	
FATHER'S NAME (FOR NATURAL PERSONS)	:	
LEGAL REPRESENTATIVE'S NAME (FOR LEGAL ENTITIES)	:	
SECURITIES ACCOUNT No.	:	
NUMBER OF SHARES	:	
ADDRESS / REGISTERED ADDRESS	:	
TELEPHONE NUMBER	:	
E-MAIL	:	

ITEMS OF THE AGENDA	IN FAVOUR	AGAINST	ABSTENTION
For all the items of the agenda			

or as follows:

AGENDA ITEMS	VOTE		
	IN FAVOUR	AGAINST	ABSTENTION
1. Submission for approval by the General Meeting of the Annual Financial Statements for the year 2021, along with the reports of the Board of Directors and the auditors as well as the Corporate Governance Statement.			
2. Approval of the management exercised by the members of the Board of Directors of the Company for the financial year 2021 and release of the auditors from any liability for their actions during financial year 2021.			
3. Pre-approval of remuneration of the members of the Board of Directors and the Committee members of L. 4706/2020, for the financial year 2022 and until the Ordinary General Meeting of 2023.			

4. Granting of permission to the members of the Board of Directors and other Executives of the Company pursuant to article 98 of Law 4548/2018.			
5. Election of a Chartered Auditing-Accounting firm for the audit of the financial statements of the Company for the financial year commencing on 01.01.2022 and ending on 31.12.2022 and for the issuance of the annual tax certificate - Authorization to the Board of Directors.			
6. Cancellation of the total of four million forty eight thousand two hundred (4,048,200) own preference shares that have been acquired by the Company, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) EUR, and amendment of article 5 of the Company's Articles of Association on Share Capital - Authorization to the Board of Directors.			
7. Free offer of own shares of the Company pursuant to the provisions of article 114 and 49 of L. 4548/2018 and granting of authorization to the Board of Directors.			
8. Various Announcements.			

(signature/
signature stamp)
for legal entities)

(place, date)

5. Form for notification of representative for legal entities

NOTIFICATION FORM OR REPRESENTATIVE APPOINTMENT FORM FOR PARTICIPATING IN THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE SOCIETE ANONYME UNDER THE NAME "DIMAND SOCIETE ANONYME – DEVELOPMENT AND EXPLORATION OF REAL ESTATE AND CONSTRUCTIONS, SERVICES AND HOLDING" of the 7th of September 2022

The undersigned shareholder:

NAME OF LEGAL ENTITY:	
REGISTERED ADDRESS:	
GENERAL COMMERCIAL REGISTRY No.:	
DSS SHARE No.:	
SECURITIES ACCOUNT No.:	
REPRESENTATIVE'S FULL NAME:	
NUMBER OF SHARES:	
TELEPHONE NUMBER:	
E-MAIL:	
LEGAL DOCUMENTS, CERTIFYING THE CAPACITY OF REPRESENTATIVE ⁸:	

I hereby certify that the legal documents I submit are valid and in force and that the representative mentioned has the power to represent our legal entity before your general meeting. [For more representatives, please certify whether they act separately or jointly].

[Place], ___/___/2022

On behalf of [name of legal entity]

[Signature & Full Name]

⁸ Data from the detailed certificate of current representation from the General Commercial Registry are filled in and, if necessary, data from the resolution of a competent administrative body. These documents must be sent to the Company along with this, pursuant to the following instructions.

The above form is either submitted filled in and signed at the Company's headquarters (115 Neraziotissis Str, 15124 Maroussi), with the original signature certified by a competent authority, or sent digitally signed using a recognized digital signature (qualified certificate), via e-mail to the e-mail address ir@dimand.gr, or, in the case of shareholders identified through intermediaries, through confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediaries, at least forty-eight (48) hours before the date of the General Meeting.

6. Form for appointment of Proxy

**FORM OF APPOINTMENT OF PROXY FOR PARTICIPATING IN THE ORDINARY
GENERAL MEETING OF SHAREHOLDERS OF THE SOCIETE ANONYME UNDER THE
NAME "DIMAND SOCIETE ANONYME - DEVELOPMENT AND EXPLORATION OF REAL
ESTATE AND CONSTRUCTIONS, SERVICES AND HOLDING"
of the 7th of September 2022**

The undersigned shareholder of "DIMAND SOCIETE ANONYME - DEVELOPMENT AND EXPLORATION OF REAL ESTATE AND CONSTRUCTIONS, SERVICES AND HOLDING" (the "Company"):

SHAREHOLDER'S FULL NAME (FOR NATURAL PERSONS)/ SHAREHOLDER'S CORPORATE NAME (FOR LEGAL ENTITIES):	
FATHER'S NAME (FOR NATURAL PERSONS):	
NAME OF LEGAL REPRESENTATIVE SIGNING THE PRESENT (FOR LEGAL ENTITIES):	
ID No. / GENERAL COMMERCIAL REGISTRY No.:	
ADDRESS / REGISTERED ADDRESS:	
NUMBER OF SHARES / VOTING RIGHTS:	
DSS share No.:	
SECURITIES ACCOUNT No.:	
TELEPHONE NUMBER:	
E-MAIL:	
OPERATOR:	

I hereby authorize:

..... son/daughter of, resident of, Street
..... No., with ID/Passport number issued by on
....., mobile phone number and email address (email):.....,

to represent me / the legal entity at the next Ordinary General Meeting of the Shareholders of the Company, which shall convene on 07.09.2022, Wednesday at 10:00 am, which will take place at Maroussi Plaza, Auditorium Room, 3A Fragkoklissias and Granikou Str., Maroussi, as well as at any adjourned or follow-up general meeting and to vote in my name and on my behalf / in the name of and on behalf of the legal entity, for the as above mentioned number of shares of the Company's issuance, of which I am the holder/the legal entity is holder/ for which I have / for which the legal entity has the right

to vote by law or by contract [for example, under a pledge or custody agreement] as follows, on each of the agenda items listed below::

ITEMS OF THE AGENDA	IN FAVOUR	AGAINST	ABSTENTION
For all the items of the agenda			

or as follows:

AGENDA ITEMS	VOTE		
	IN FAVOUR	AGAINST	ABSTENTION
1. Submission for approval by the General Meeting of the Annual Financial Statements for the year 2021, along with the reports of the Board of Directors and the auditors as well as the Corporate Governance Statement.			
2. Approval of the management exercised by the members of the Board of Directors of the Company for the financial year 2021 and release of the auditors from any liability for their actions during financial year 2021.			
3. Pre-approval of remuneration of the members of the Board of Directors and the Committee members of L. 4706/2020, for the financial year 2022 and until the Ordinary General Meeting of 2023.			
4. Granting of permission to the members of the Board of Directors and other Executives of the Company pursuant to article 98 of Law 4548/2018.			
5. Election of a Chartered Auditing-Accounting firm for the audit of the financial statements of the Company for the financial year commencing on 01.01.2022 and ending on 31.12.2022 and for the issuance of the annual tax certificate – Authorization to the Board of Directors.			

6. Cancellation of the total of four million forty eight thousand two hundred (4,048,200) own preference shares that have been acquired by the Company, with a corresponding reduction of the Company's share capital by the amount of two hundred two thousand four hundred and ten (€202,410) EUR, and amendment of article 5 of the Company's Articles of Association on Share Capital – Authorization to the Board of Directors.			
7. Free offer of own shares of the Company pursuant to the provisions of article 114 and 49 of L. 4548/2018 and granting of authorization to the Board of Directors.			
8. Various Announcements.			

I inform the Company that I have already informed my Representative(s) about their notification obligation in case of application of article 128 (5) L. 4548/2018.

I further declare that I hereby approve every action of my agent, which shall take place in accordance with this authorization, and recognize it as legal, valid and effective.

This proxy is not valid if I attend myself in the General Meeting or if I have served a written withdrawal hereof to the Company, at least 48 hours prior to the relevant date of the General Meeting.

[Place], ___/___/2022

The delegator

[Signature & Full Name]

The above form is either submitted filled in and signed at the Company's headquarters (115 Neraziotissis Str, 15124 Maroussi), with the original signature certified by a competent authority, or sent digitally signed using a recognized digital signature (qualified certificate), via e-mail to the e-mail address ir@dimand.gr, or, in the case of shareholders identified through intermediaries, through confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediaries, at least forty-eight (48) hours before the date of the General Meeting.

Notes

1. Please fill in the mobile phone number and email address of the person you wish to appoint as proxy, in order for the Company to create the account of the proxy on the voting platform, in order to be able to participate remotely in real time via teleconference in the General Meeting of the Company's shareholders. Otherwise, his/her participation in the General Meeting will not be possible.

2. Provided that for the participation in the Ordinary General Meeting via teleconference the Company creates the account of the proxy on the electronic voting platform and then the proxy is notified via email to activate his account on the website <https://axia.athexgroup.gr> in order to be able to exercise the rights of the shareholder, each shareholder may appoint only one proxy for their remote participation in the Ordinary General Meeting.

3. In case said representative has not been provided with specific instructions to vote, he or she may vote at will.

7. Total number of shares and voting rights

ANNOUNCEMENT

Pursuant to Article 123 paragraph 3 subparagraph b of L. 4548/2018, "DIMAND SOCIETE ANONYME – DEVELOPMENT AND EXPLORATION OF REAL ESTATE AND CONSTRUCTIONS, SERVICES AND HOLDING" (the "Company") announces that on August 10, 2022, namely on the date of the Invitation to the Ordinary General Meeting scheduled for September 7, 2022, the total number of shares of the Company amounts to 18,680,300 common registered shares, of a nominal value of 0.05 EUR each, each one of these incorporating one vote, namely in total 18,680,300 votes, and in four million forty-eight thousand two hundred (4,048,200) non-voting preference registered shares, of nominal value of 0.05 EUR each. The preference shares have already become in their entirety own shares and therefore, any rights in respect of them have been suspended and in any case, they are not taken into account for the formation of a quorum.

The Company has not issued any other category of shares, besides the above.

8. Shareholders' Minority Rights

Pursuant to Article 141, para. 2, 3, 6 and 7 of Law 4858/2018, the shareholders have the following rights:

(a) Paragraph 2:

At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall include additional items on the agenda of a General Meeting, already convened, if the relevant request is received by the Board of Directors at least fifteen (15) days prior to the General Meeting, in this case by 23.08.2022. The additional items shall be published or disclosed under the responsibility of the Board of Directors in accordance with Article 122 Law 4548/2018 at least seven (7) days prior to the General Meeting, in this case by 31.08.2022. The request for inclusion of additional items on the agenda is accompanied by a justification or a draft decision, subject to adoption by the General Meeting and the revised agenda is published in the same way as the previous agenda thirteen (13) days prior to the date of the General Meeting, in this case by 25.08.2022 and shall also be made available to shareholders on the Company's website, along with the justification or draft decision, submitted by shareholders, pursuant to the provision of paragraph 4 of article 123 of L.4548/2018. The aforementioned documents shall also be available as described herein below under "AVAILABLE DOCUMENTS AND INFORMATION". If these items are not published, the requesting shareholders are entitled to request the adjournment of the General Meeting, pursuant to article 141 par. 2 and 5 of Law 4548/2018, setting the date for the continuation of the meeting, which cannot be later than twenty (20) days from the date of the adjournment, in this case by 27.09.2022, and to proceed with the publication themselves, as specified in the second subparagraph of this paragraph, at the expense of the Company.

(b) Paragraph 3:

Shareholders representing one twentieth (1/20) of the paid-up share capital, are entitled to submit draft decisions on items included either on the original or any revised agenda of the General Meeting. The relevant request has to be received by the Board of Directors at least seven (7) days prior to the date of general meeting, in this case by 31.08.2022, and the draft resolutions will become available to shareholders pursuant to the provisions of paragraph 3 of Article 123 of L. 4548/2018 and as described below under "AVAILABLE DOCUMENTS AND INFORMATION", at least six (6) days prior to the date of General Meeting, in this case by 01.09.2022.

(c) Paragraph 6:

At the request of any shareholder, submitted to the Company at least five (5) full days prior to the Regular General Meeting, in this case by 01.09.2022 at 10:00 a.m., the Board of Directors shall provide the General Meeting with information on the course of specific corporate affairs of the Company, to the extent it is relevant to the agenda items. There is no obligation to provide information when the relevant information is already available on the Company's website, in particular in the form of questions and answers. Further to the above, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall disclose to the Ordinary General Meeting the amounts that have been paid to each member of the Board of Directors or managers of the Company, and any benefit provided to such persons due to any cause or contract between the Company and them. In all the above cases, the Board of Directors may refuse to provide the information for sufficient due cause to be recorded in the Minutes. Such a cause may be, as applicable, the representation of the requesting shareholders on the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. In the aforementioned cases, the Board of Directors may give a single response to several requests of shareholders with the same content.

(d) Paragraph 7:

At the request of shareholders representing one tenth (1/10) of the paid-up share capital, submitted to the Company at least five (5) full days prior to the general meeting, in this case by 01.09.2022 at 10:00 a.m., the Board of Directors shall provide the General Meeting with information on the course of corporate affairs and the financial position of the Company. The Board of Directors may decline to provide the information for sufficient due cause to be recorded in the Minutes. Such a cause may be, as applicable, the representation of the requesting shareholders on the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. In the aforementioned cases, the Board of Directors may give a single response to several requests of shareholders with the same content.

In the cases of paragraphs 6 and 7 of article 141 of L. 4548/2018, any dispute as to the validity or otherwise of the grounds for refusal by the board of directors to provide the information shall be resolved by the court with its decision, issued with the procedure of the interim measures. With the same decision, the court shall oblige the company to provide the information it refused. Such decision is not subject to appeal.

In all the above cases of paragraphs 2, 3, 6 and 7 of Article 141 of L. 4548/2018, the requesting shareholders have to prove their shareholder capacity and, except for the first subparagraph of article 141 paragraph 6 of Law 4548/2018, the number of shares they hold at the time of exercise of the relevant right. The capacity of shareholder may be evidenced by any lawful means, and in any event based on information the Company

receives from the "Hellenic Central Securities Depository S.A." (ATHEXCSD), which manages the Dematerialized Securities System (Central Securities Depository - CSD), on condition that it provides registry services to the Company or from intermediaries participating and registered with the Central Securities Depository in any other case.

More detailed information pertaining to the aforementioned minority rights and the conditions for their exercise are available on the Company's website (<https://www.dimand.gr>).

9. Terms and conditions for the remote participation in the General Meeting of shareholders, via videoconference

The Company enables the participation, of all eligible shareholders wishing so, in the General meeting of Shareholders of 07.09.2022 or any adjourned thereof, remotely, in real time, via video conference, without their physical presence at the venue where the General Meeting takes place, according to article 12 para. 3 of the Articles of Association of the Company and article 125 of L. 4548/2018.

In order for the Shareholders wishing to participate in and vote at the General Meeting of 07.09.2022 or any adjourned meeting thereof, remotely, in real time, via videoconference, without their physical presence, the Shareholder or his or her proxy must create and use an electronic account on the electronic platform developed by the Athens Stock Exchanges Group - Athens Stock Exchange S.A. for the provision of services for conducting general meetings remotely in real time via teleconferencing to issuing companies, on the website <https://axia.athexgroup.gr/>.

The Online Platform is provided by the company "Hellenic Central Securities Depository S.A." and, for the videoconference, the WEBEX tools/services from the company Cisco Hellas S.A. are used.

To access the Online Platform, a personal computer, a smartphone or a tablet is required, with a browser installed and internet access. To create the account of the Shareholder or his or her proxy on the above Online Platform, a valid email address and the mobile phone number of the Shareholder or any of his proxy are required.

In the event that upon entering the Online Platform, the above data entered by the Shareholder do not match the data registered in the Dematerialised Securities System and notified to the Company by the Hellenic Central Securities Depository S.A. (ELKAT), or through intermediaries, as part of facilitating shareholder identification control at general meetings remotely, provided to issuing sociétés anonymes, in accordance with resolution No 8 of the Board of the Hellenic Central Securities Depository S.A., "Services

for facilitating the identification of Shareholders in remote general meetings & providing a two-factor authentication process upon investors' access to electronic services of ELKAT", the shareholder must update the above details thereof in order to create the account.

To this end, shareholders are requested to contact the Participant of the Securities Depository at DSS or other intermediary acting as the shareholder's custodian through which their shares are held, in order to disclose and/or update their valid email address and mobile phone number for their identification.

Further instructions for participating in the general meeting via video conference are posted on the Company's website. Shareholders can contact the Company's Investor Relations and Corporate Announcements Service Unit for any questions and information by email at ir@dimand.gr or by phone at 210 8774220, daily, during working days and hours. There will also be a technical support line (helpdesk) available to the Shareholders or their proxies from the publication of the Invitation and until the end of the General Meeting, at (+30) 2103366120 or via e-mail to AXIAeShareholdersMeeting@athexgroup.gr.

On the date of the General Meeting, in order to participate in the proceedings Shareholders must connect in a timely fashion through the Internet Platform, fifteen minutes (15') before the start time of the General Meeting that has been announced in the Invitation, and to declare the number of voting rights with which they will participate and vote at the General Meeting, and, whether they wish to modify them (to a lower number).

Shareholders that participate in the General Meeting via videoconference in real time, are counted to calculate the quorum of Shareholders present or represented at the General Meeting and of the percentage of the issued share capital of the Company that is present or represented in the General Meeting and will be able to exercise effectively their rights during the General Meeting.

Shareholders that have successfully connected to the Online Platform will be able to participate in the General Meeting by teleconferencing in real time, via a link to be sent to them via email.

By activating the teleconferencing application (Cisco Webex), through the link at the beginning of the General Meeting, the Shareholders will be able to:

- a) attend by electronic or audiovisual means the General Meeting,
- b) take the floor and address the General Meeting orally during the General Meeting,

while through the online platform they will be able to:

c) vote in real time during the General Meeting on the agenda items when announced by the chairperson,

d) receive information on the recording of their vote.

10. Available Documents and Information

The information listed in article 123 par. 3 and 4 of Law 4548/2018, namely:

a) this invitation;

b) the announcement with respect to the total number of voting rights incorporated in shares at the date of the present Invitation;

c) the templates required for exercising voting rights through a representative or proxy;

d) the full text of all documents to be submitted to the General Meeting, draft decisions for every item of the agenda, as well as any draft resolutions proposed by shareholders in exercise of their minority rights;

e) the annual financial report of the Company for the financial year 2021;

f) document for the exercise of minority rights;

g) terms and conditions for the remote participation of shareholders in the general meeting;

h) information on the processing of personal data of the shareholders and other participants in the remote general meeting;

will be made available in electronic form on the Company's website (<https://www.dimand.gr>). The interested shareholders may receive hard copies of any documents and draft decisions at the Company's premises at 115 Neratziotissis Str, 15124 Maroussi, or by communicating with the Investor Relations and Corporate Announcements Service Unit at +30 210 8774200.