

**ARTICLES OF ASSOCIATION
OF THE SOCIETE ANONYME UNDER THE NAME
"DIMAND SOCIETE ANONYME - REAL ESTATE, CONSTRUCTIONS, SERVICES AND HOLDING
MANAGEMENT AND EXPLOITATION"
Société anonyme register no. 52318/01AT/B/02/241
GENERAL COMMERCIAL REGISTRY No.: 4854501000**

**CHAPTER A
ESTABLISHMENT - NAME - REGISTERED OFFICE - SCOPE OF BUSINESS - DURATION
ARTICLE 1 -**

1. A Société anonyme under the name "**DIMAND SOCIETE ANONYME - REAL ESTATE, CONSTRUCTIONS, SERVICES AND HOLDING MANAGEMENT AND EXPLOITATION**" and the distinctive title "**DIMAND S.A.**" is incorporated (hereinafter referred to as the "**Company**").
2. The Company's name shall be truly translated into the relevant language for it to be used in the Company's international transactions.

**ARTICLE 2 -
REGISTERED OFFICE**

- 1.The Company's registered office is at the Municipality of Amarousion, Attica.
- 2.The Company's Board of Directors may, upon resolution made, establish branches, offices or agencies or simply appoint agents anywhere in Greece or abroad, should it deem this appropriate for realizing the Company's purposes and for expanding its operations. The resolution of the Board of Directors will also determine how they should be incorporated, organized and operated.

**ARTICLE 3 -
TERM**

The Company's term shall be fifty (50) years following its incorporation, namely following the registration to the Société anonyme registry by the competent supervisory authority of the Administrative decision for granting an incorporation permit hereof and for approving the Articles of Association, i.e., its term shall end on the same date of two thousand fifty-two (2052), being able, however, to be extended upon resolution made by the shareholders' General Meeting and by amending this article.

**ARTICLE 4 -
PURPOSE**

The Company's business scope is the following:

1. Making investments in real estate, purchasing, selling, leasing and renting real estate for their use.
2. Managing and exploitation of real estate belonging to the Company or to third parties, to financial institutions, to P.I.C.'s, R.E.I.C.'s, U.C.I.T.S.'s, and to other organizations in any way whatsoever.

3. Providing services in the area of property management, development and use, indicatively: Conducting studies, research and business plans for the use of property; conducting feasibility studies; providing market research and advertising services; providing scientific and technical support to third parties, as well as consulting services on land purchase, research, development and real estate management.
4. Undertaking, implementing and making use of any kind of technical or construction projects, whether public, municipal or private, and generally of natural persons and legal entities of Public or Private Law, or organizations, or cooperatives of any kind, in Greece or abroad, as well as constructing buildings of any kind and for any use on real estate owned by the Company or third parties, in order to sell these, in whole or in part, or to make use thereof and, in general, carrying out property operations.
5. Monitoring, supervising and administering technical projects of any kind and form assigned by natural persons, the State, Legal Entities of Public or Private Law, Utility Organizations, Municipalities, Communities and Associations of any persons.
6. Undertaking technical administration, the design, the implementation and bringing into operation technical projects or investments in general (i.e., project management according to international terminology).
7. Providing technical consultant services on issues regarding a) carrying out any kind of technical, feasibility or economic studies, b) constructing technical projects falling under any category.
8. Making use of, administering and managing hotel and tourist facilities and, in general, carrying out hotel and tourism-related activities of any form.
9. Developing commercial activities related to or similar with the activities in the field of real estate development, such as handing out information brochures or manuals and, in general, printed material relevant to land and real estate matters; monitoring and assessing investment plans for real estate.
10. Providing services to third parties in advertisement, public relations, communication and marketing strategy.
11. Investing in securities and participating in companies of any legal form, which are or will be incorporated, of any commercial purpose, especially in companies active in the area of real estate development, management and use.

To fulfill its purpose, the Company can:

- a) participate in any kind of business, in Greece or abroad, with the same or similar purpose, of any company type or joint venture or suppliers' association, and merge with another company or receive any other related business, personal or in the form of a company of any company type, transfer a branch in any existing company or company to be incorporated.
- b) work, partner, establish joint ventures and, in general, be associated with any natural person or legal entity, in Greece or abroad, in any way possible, in order to fulfill its purpose.
- c) extend its activities also outside Greece.
- d) purchase shares of companies listed or not listed in the Athens Stock Exchange, aiming at fulfilling similar or different purposes.
- e) provide counter guarantees or guarantees in favor of third natural persons or legal entities, which it cooperates with or in which it participates to the benefit of the Company and for fulfilling the Company's purpose, providing contractual and collateral securities of any kind.
- f) request the issuance of letter of guarantee or pledged credit, in euro or in a foreign currency, in favor of third natural persons or legal entities, which it cooperates with or in which it participates to the benefit of the Company and for fulfilling the Company's purpose, providing contractual or

collateral securities of any kind.

g) participate in tenders of any kind of the State, of Legal Entities of Public and Private Law, of Utility Organizations and, generally, of Organizations, Public Businesses and individuals.

CHAPTER II
SHARE CAPITAL - SHARE CAPITAL INCREASE WITHOUT MODIFICATION
ARTICLE 5 -
SHARE CAPITAL - SHAREHOLDERS

1. The Company's share capital:

a. Was initially set, in accordance with its Articles of Association, to the amount of sixty thousand (60,000) euro, divided in two thousand (2,000) shares with a nominal value of thirty (30) euros each (Official Government Gazette no. 7920/26.7.2002 Issue on Sociétés Anonymes and Limited Liability Companies).

b. According to the General Meeting resolution of 28.03.2005, the share capital was increased by the amount of one hundred two thousand (102.000) euros by paying cash and by issuing three thousand four hundred (3.400) shares with a nominal value of thirty (30,00) euros each (Official Government Gazette no. 3022/18.5.2005 Issue on Sociétés Anonymes and Limited Liability Companies).

c. According to the Extraordinary General Meeting resolution of 25.10.2006, the share capital was increased by the amount of two hundred twenty-six thousand two hundred (226,200) euros by capitalizing the said amount from the account "Retained earnings balance" of 31.12.2005 and by issuing seven thousand five hundred and forty (7,540) new common registered shares with a nominal value of thirty (30.00) euros each.

d. According to the Extraordinary General Meeting resolution of 27.12.2006, the share capital was increased: a) by the amount of two hundred eighteen thousand nine hundred (218,900) euros due to the merger, in accordance with the provisions of Article 2 paragraph 2 of Law 2166/93 (transfer of share capital from the merged Société Anonyme under the name "TINY STORES SOCIETE ANONYME OF SUPERMARKETS, CONVENIENCE STORES, RESTAURANTS AND ENTERTAINMENT STORES" under Société Anonyme register no. 54303/01AT/B/03/174, to the amount of six hundred ninety one thousand five hundred (691,500) euros, after extinction by confusion caused by the acquisition of the receiving company valued at four hundred seventy two thousand six hundred (472,600) euros, and by the amount of ten (10) euros by capitalizing part of the Retained earnings balance of 31.12.2005, which means that it was increased by the total amount of two hundred eighteen thousand nine hundred and ten (218,910) euros, by issuing 7,297 new common registered shares with a nominal value of thirty (30.00) euros each.

e. According to the Extraordinary General Meeting resolution of 20.12.2019, the Company's share capital was increased by the amount of two hundred and two thousand four hundred ten (202,410) euros by issuing six thousand seven hundred forty-seven (6,747) preference registered shares with a nominal value of thirty (30.00) euros each.

f. According to the Extraordinary General Meeting resolution of 22.03.2022, the nominal value of each share was redacted from EUR 30,00 to EUR 0,05 and at the same time the total number of common registered shares was increased from twenty thousand two hundred and thirty-seven (20.237) to twelve million one hundred and forty-two thousand two hundred (12.142.200) common registered shares (split) and of the Company's preferred registered shares from six thousand seven hundred and forty-seven (6.747) preferred registered shares to four million forty-eight thousand two hundred

(4.048.200) preferred registered shares (split) and the replacement of each one (1) old common and preferred registered share with six hundred (600) new common and preferred registered shares, respectively (split 1:600). Following the above corporate change by reducing the nominal value of the Company's shares, the Company's share capital remained unchanged at eight hundred nine thousand and five hundred twenty (809.520) Euro but now divided into twelve million one hundred and forty-two thousand two hundred and forty-two thousand two hundred (12.142.200) common registered shares with a nominal value of EUR 0,05 each and four million forty-eight thousand two hundred (4.048.200) preference shares with a nominal value of EUR 0,05 each.

g. According to the Extraordinary General Meeting resolution of 22.03.2022, a resolution was made regarding:

(A) the listing of the Company's common shares on the main market of the Athens Stock Exchange, in accordance with the applicable legislation.

(B) the share capital of the Company was increased by the amount of three hundred and twenty-six thousand nine hundred and five euros (€ 326,905), by cash payment and issuance of six million five hundred and thirty-eight thousand one hundred (6.538.100) new, common registered shares with voting rights, with a nominal value of €0,05 each, which will be covered by a public offer and parallel distribution to a limited number of persons in Greece, in accordance with the decision of the Capital Market Commission No. 4/379/18.4.2006. Following the aforementioned corporate change, the share capital of the Company amounts to one million one hundred and thirty-six thousand four hundred and twenty-five (1.136.425) Euro, divided into eighteen million six hundred and eighty thousand three hundred (18.680.300) common registered shares with a nominal value of EUR 0,05 each and four million forty-eight thousand two hundred (4.048.200) preference registered shares with a nominal value of EUR 0,05 each.

2. The decision of the Company's competent body regarding share capital increase must at least mention the amount of share capital increase or of the bond loan, how it will be covered, the number and the type of shares to be issued, their nominal value and price, and the subscription period. The General Meeting, deciding upon the capital increase, may authorize the Board of Directors to determine the (premium) price of the new shares or, in case of issuance of preferred shares with a right to interest, the applicable interest rate, the method of calculation thereof, and/or any additional yield-related entitlements. In such a case, the capital payment deadline will commence from the date the Board of Directors made the resolution related thereto.

3. In any case of a share capital increase and bond issuance with a right to be converted into shares, a pre-emption right is provided for the entire new capital or bond loan to the Company's old (common and preference) shareholders, based on the percentage of their participation in the existing capital. In any other case the provisions of Article 26 of Law 4548/2018 apply regarding the pre-emption right, subject to the restrictions of the following paragraphs hereof. After the expiration of the deadline set by the Company's competent body for the exercise of the pre-emption right, which cannot be less than fourteen (14) days, the shares not subscribed by the old shareholders in accordance with what is mentioned above, shall be freely made available by the Board of Directors, at its discretion, at a price not lower than the price paid by the existing shareholders. The invitation for the exercise of the pre-emption right, which must also indicate the deadline within which such a right can be exercised, shall be made publicly available at the Company's responsibility. In case the Company's competent body has failed to set a deadline for the exercise of the pre-emption right, such a deadline shall be determined by resolution of the Board of Directors within the time limits specified in article 20 of Law 4548/2018, as in force. Without prejudice to paragraph 2 of article 25, Law 4548/2018, the aforementioned invitation and deadline for the exercise of the pre-emption right may be omitted, as long as the shareholders representing the entirety of the share capital were present at the General

Meeting and became aware of the deadline for the exercise of the pre-emption right or stated their decision to exercise or not to exercise the pre-emption right. The publication of the invitation may be replaced by registered mail. By resolution of the General Meeting made in increased quorum and majority, the pre-emption right of the first section of this paragraph may be limited or revoked. For this decision to be made, the Board of Directors must submit to the General Meeting a written report indicating the reasons why such a limitation or revocation of the pre-emption right is necessary and justifying the price or the lowest price proposed for issuing new shares. The Board of Directors` report and the General Meeting resolution shall be made publicly available.

4. In any case of a share capital increase, the certification of whether the capital has been paid in or not shall be made by a report issued by a certified public accountant or an auditing firm, under the responsibility of the Board of Directors, within one (1) month from the deadline set for the payment of the capital increase amount, in accordance with the provisions of Law 4548/2018, as in force.

5. The share capital increase payment deadline cannot be earlier than fourteen (14) days and later than four (4) months since the date that the Company's competent body resolved upon the increase.

6. The report of the certified public accountant or the auditing firm that certifies the increase of the share capital provided for in paragraph 6 of this article shall be submitted for publication, in accordance with the provisions of Law 4548/2018, as in force.

7. The capital may be increased, partially by contributions in cash and, partially by contributions in kind. In such a case, a provision made by the competent body deciding upon the increase, according to which shareholders contributing in kind do not participate in the increase by contributions in cash, does not constitute an exclusion of the pre-emption right, if the contributions in kind, in relation to the total amount of the increase, are at least of equal value to cash contributions. In case of a share capital increase partially by contributions in cash and partially in kind, the value of the contributions in kind must have been calculated in accordance with articles 17 and 18 of Law 4548/2018, as in force, before the respective resolution.

8. The payment of cash for the coverage of the share capital increases, as well as the shareholders' deposits intended for a share capital's future increase, must be carried out through a deposit to a special account held by the Company at a financial institution duly operating in Greece or in a country of the European Economic Area (EEA).

9. Partial share capital payment is not allowed, according to article 21 paragraph 2 Law 4548/2018.

10. The subscription to the share capital increase may be partial according to article 28 Law 4548/2018. In such a case, the share capital increase shall be paid up to the amount subscribed, only if this possibility is expressly provided for in the resolution for the capital increase. The Board of Directors is required, by its decision certifying the payment, in accordance with Article 20 of Law 4548/2018, to amend the first paragraph of this article of the Articles of Association, to reflect the amount of the share capital as it resulted from the partial subscription.

ARTICLE 6 SHARES

1. The Company's shares shall be registered and undivided and shall consist of:

a) Common registered shares, which provide all the rights provided by the law, except for those provided for certain share categories. In any case, common shares grant the right to vote, the right to dividend and the right to the proceeds of the Company`s liquidation according to Article 37 of Law 4548/2018.

b) Preference shares. The Company may increase its share capital by issuing preference shares with or without a right to vote or with a right to vote restricted to certain matters. The aforementioned shares may be issued as redeemable. The issuance of preference shares with or without a right to vote or with a restricted right to vote and their redemption shall be made based to the provisions of the Law and of the Articles of Association.

The rights granted by preference shares, subject to the restrictions of Article 159 of Law 4548/2018, shall only consist of:

(1) the preference return to the owners of preference shares from the proceeds of the Company`s liquidation, before any distribution to the owners of common shares, of any amount per preference share equal to the redemption price provided for below under Article 6 paragraph 1(e)(iv) hereof.

(2) the fixed interest (coupon) on the preference shares` nominal value, up to 10% per year. The payment of the aforementioned interest will be made annually. In the case the Company will not be able to pay the said coupon in cash to the owner of the preference shares due to lack of available funds in accordance with the provisions of articles 159 and 160 of Law 4548/2018, the Company may postpone the payment until obtaining the necessary funds or until the redemption of such shares.

(3) the privilege/right to an exit incentive (Earn Out Right), which consists of the right to a one-off (only a single time) distribution per preference share, of a variable amount (Earn Out Amount) from the Company`s profits. Once added to the cash payments made by the Company to the preference shareholder in connection with (i) the refund of the amount contributed by the preference shareholder to the Company share capital, which equals the preference share issuance price and (ii) the coupon payable on the preference shares, the Earn Out Amount shall be equal to the product of the issuance price of the preference shares multiplied by 1.5. In case the sum of the paid amounts under (i) and (ii) equals or exceeds the product of the preference share issuance price multiplied by 1.5, the Earn Out Amount shall be equal to zero.

(4) the preference share redemption right, according to article 39 Law 4548/2018, by declaration made either by the Company or by the preference shareholder in accordance with the terms and conditions of this article of the Articles of Association.

c) Preference shares shall be issued in simple or multiple titles, which are numbered in ascending order per preference share and bear the signatures of the Chairperson of the Board of Directors and of a Member thereof. The titles of preferred shares shall bear the words 'PREFERRED SHARE', as well as their main characteristics, such as 'REDEEMABLE' and 'WITH LIMITED VOTING RIGHTS'. All matters relating to the preferred share titles are regulated by the Board of Directors.

d) Exercising the Earn Out Right: Each preference shall incorporate the Earn Out Right to the Earn Out Amount. The Earn Out Right incorporated in each preference share shall be exercised by the preference shareholder at the same time as the preference share redemption. In the event that there are insufficient distributable funds, in accordance with the applicable provisions of the law of sociétés anonymes, for the payment of both the total accrued interest (coupon) and the total Earn-Out Amount, the Company shall remain liable for the payment of the total Earn-Out Amount until sufficient funds become legally available and are actually allocated to the full payment of the outstanding Earn-Out Amount.

e) Exercising the right to preference share redemption: The preference share redemption may be exercised either by the Company or by the preference shareholder during the period commencing the earliest of: (i) the full repayment of the bond loan issued by the Company and subscribed by the preference shareholder or (ii) on the fifth (5th) anniversary since of the issuance and subscription of the preference shares ("Redemption right exercise period").

(i) Redemption of preference shares by declaration of the Company: The Company holds the right during the Redemption right exercise period, by delivering a request for the redemption of Company

shares by the Company itself to the preference shareholder (hereinafter referred to as "Redemption request by the Company"), to proceed with the redemption of the total number of the outstanding preference shares belonging to the preference shareholder in accordance with the following terms (iii) through (vi):

(ii) Redemption of preference shares by declaration of the Preference Shareholder: The preference shareholder holds the right during the Redemption right exercise period, by submitting a request to the Company (hereinafter referred to as "Redemption request by the preference shareholder"), to require the Company to proceed with the redemption of the total number of the existing preference shares belonging to the preference shareholder in accordance with the following terms (iii) through (vi):

(iii) The Redemption request will not include other terms or conditions apart from the sale and transfer of the preference shares in cash.

(iv) Each preference share's redemption price shall be determined as the sum of the issuance price of each share plus any interest amount (coupon) unpaid by the Company (for each preference share) plus the Earn Out Amount. Until the full payment of the redemption price in cash, ownership of these shares will not be transferred to the Company.

(v) The preference shareholder and the holders of common shares shall be obliged to perform any necessary actions and acts to complete the redemption of the preference shares by the Company, so that the redemption has been concluded within thirty (30) days of receipt of the Redemption request by the Company or by the preference shareholder (as the case may be).

(vi) In the event that a Redemption request by a preference shareholder has been submitted to the Company, but no sufficient funds for the Company to fulfill its redemption obligations in accordance with this paragraph, then the Company's redemption obligation shall remain binding until sufficient funds become legally available and are allocated to the full redemption of the preferred shares. In this case, the Company will immediately use the funds made available to redeem the preference shares it is obligated to redeem. It is explicitly acknowledged that: i. the coupon accompanying each preference share will still be owed, until such a share is redeemed; ii. the Earn Out Amount will be calculated on the preference share redemption date; and iii. any preference shares not yet redeemed shall continue to carry and exercise the rights and privileges provided for preference shares in the Articles of Association.

h) New preference shares may be issued only by resolution of the General Meeting in quorum of two thirds (2/3) of the paid share capital and a 90% majority of the voting rights of common and preference shares represented at the General Meeting (supposing that preference shares are converted into common ones) and under the terms provided for in articles 25 paragraphs 3 and 4 and 26 paragraph 1, Law 4548/2018.

2. If the shares of the Company are listed on the Athens Stock Exchange, the shares are dematerialized and registered in the records of the public limited company under the name of «Hellenic Central Securities Depository S.A.» (ATHEXCSD) acting as the administrator of the Dematerialised Securities System and the Central Securities Depository, in accordance with the applicable legal provisions.

3. If the shares of the Company are not listed on the Athens Stock Exchange, the Company is obliged to issue and deliver titles to the shareholders, which may represent one or more shares. All matters related to the issuance of shares shall be regulated by the Company Board of Directors.

4. A shareholder of the Company is the person registered in the register of shareholders, otherwise, in case the shares of the Company are dematerialized, the person registered in the register of the Central Securities Depository, and, in the case of collective securities accounts, the beneficiary identified by the registered intermediary hosting the relevant account.

5. If the Company keeps a shareholder register, the shareholders shall be registered in it with their

name or corporate name and their address or registered office, as well as the profession and nationality of each. In each case, the number and class of shares held by each shareholder shall be indicated. The shareholder register may be digitally kept or, following a decision by the Board of Directors, it may be kept by a central securities depository, a credit institution or an investment firm authorized as financial instruments custodians.

6. The transfer of the Company's shares, while listed on the Athens Stock Exchange, shall take place via securities accounts held in the records of the Central Securities Depository or through an intermediary, in accordance with the applicable legal provisions.

7. The shares of the Company are indivisible, subject to paragraph 5 of Article 33 of Law 4548/2018, but may be subject to common ownership. The co-owners (joint holders) of shares must be represented to the Company by one and the same person. Otherwise, the exercise of the rights arising from the share shall be suspended until the appointment of the above representative.

8. In the case of the division of the share usufruct from the bare ownership, the provisions of Article 1177 of the Civil Code shall apply. In case the usufruct is held by more than one person, the immediately preceding paragraph of this article applies regarding the appointment of a common representative.

CHAPTER III
SHAREHOLDERS
ARTICLE 7
SHAREHOLDER RIGHTS

1. The shareholders shall exercise their rights regarding the Company's management only by participating in the General Meeting.

2. Each share shall grant the right of one vote at the General Meeting, as well as the right to participate in the Company's assets and in the Company's profit distribution, depending on the common share total number. The rights and obligations deriving from the share follow its holder and the ownership of the title of the share or shares leads ipso jure to the acceptance of the Articles of Association and the lawful resolutions made by the shareholders' General Meeting and the Board of Directors of the Company.

3. The shareholders, their universal and special successors and their creditors shall not in any case be entitled to seizing or sealing the Company books or any Company assets, or to seek liquidation or distribution of the Company, or to legally challenge the lawful resolutions made by the General Meeting and the Board of Directors.

4. The shareholders shall not be liable towards any third party or the Company beyond the amount of the nominal value of the shares they have paid.

5. The General Meeting`s lawful resolutions bind all shareholders, even those absent or those who might be objecting.

6. The holders of common shares shall be entitled to participation in the Company's net profits depending on the number of the shares they own, being able to exercise this right in accordance with the law, the Articles of Association and the Company's lawful decisions.

7. Any dispute between the Company and its shareholders or between the Company and any third party, whether resulting from the Articles of Association or the law, shall be subject to the exclusive jurisdiction of the Courts of the Company's registered office, and any action against the Company shall be exclusively brought before these courts.

**ARTICLE 8.-
MINORITY RIGHTS**

1. The Board of Directors shall be obliged, upon request made by the shareholders representing one twentieth (1/20) of the paid share capital, to convene an extraordinary General Meeting, and set a meeting date no later than forty-five (45) days since the date such request had been filed with the Chairperson of the Board. The request must include all items to be included in the agenda.

2. At the request of shareholders representing one twentieth (1/20) of the paid share capital of the Company, the Board of Directors is obliged to include additional items in the agenda of a General Meeting that has already been convened, if the relevant request is received by the Board of Directors at least fifteen (15) days prior to the General Meeting. The additional items must be published or communicated, under the responsibility of the Board of Directors, in accordance with article 122 of Law 4548/2018 as in force, at least seven (7) days before the General Meeting. The request for the inclusion of additional items in the agenda shall be accompanied by a justification or a draft resolution for approval at the General Meeting and the revised agenda shall be published in the same manner as the previous agenda, thirteen (13) days before the date of the General Meeting, and at the same time shall be made available to shareholders on the Company's website, together with the justification or draft resolution submitted by shareholders as provided for in paragraph 2 (point d) of article 11 of the Articles of Association. If these matters are not published, the requesting shareholders shall be entitled to request the postponement of the General Meeting according to paragraph 4 of this Article and to make the publication themselves, as provided for in the second section of this paragraph, at the Company's expense.

3. Shareholders representing one twentieth (1/20) of the paid capital of the Company have the right to submit draft resolutions on matters included in the original or any revised agenda of the General Meeting. Such a request must be received by the Board of Directors at least seven (7) days prior to the date of the General Meeting, and the draft resolutions shall be made available to the shareholders in accordance with paragraph 2 (point d) of Article 11 of the Articles of Association at least six (6) days prior to the date of the General Meeting.

The Board of Directors is not obliged to include items on the agenda, nor to publish or disclose them together with a statement of reasons and draft resolutions submitted by shareholders in accordance with paragraph 2 and this paragraph respectively, if their content is explicitly in contrast to the law or moral standards.

4. The Chairperson of the General Meeting shall be obliged, upon request made by the shareholders representing one twentieth (1/20) of the paid capital of the Company, to postpone the resolution-making process of an ordinary or extraordinary General Meeting once, setting as meeting date for such resolutions the date set forth in the shareholders' request, which, however, may not come later than twenty (20) days since the postponement date. The General Meeting following the postponement shall be a continuation of the previous one and no formality regarding the publication of the invitation must be repeated, whereas new shareholders may also take part in it, in accordance with the participation requirements of paragraphs 1 and 2 of article 12 of the Articles of Association.

5. At the request of any shareholder, which must be submitted to the Company five (5) days prior to the ordinary General Meeting, the Board of Directors shall be obliged to provide the General Meeting with the information specifically requested about the Company's affairs, to the extent that such information is useful for the actual assessment of the items on the agenda. There is no obligation to provide the information requested, when such information is already available at the Company's

website, and especially in the form of QAs. Furthermore, at the request of shareholders representing one twentieth (1/20) of the paid share capital of the Company, the Board of Directors is obliged to notify to the General Meeting, as long as it is an ordinary one, the amounts paid by the Company to the members of the Board or to the Directors or other employees for any reason, during the last two years, as well as any other benefit provided to such persons by the Company or any other contract concluded between the Company and these persons in any form. In such cases, the Board of Directors may refuse to provide the information requested for any sufficient substantial reason, which should be recorded in the meeting minutes. In the cases set out in this paragraph, the Board of Directors may provide a single answer to more shareholders' requests relating to the same matter.

6. At the request of shareholders representing one tenth (1/10) of the paid share capital of the Company, which must be submitted to the Company within at least five (5) days prior to the General Meeting, the Board of Directors shall be obliged to provide the General Meeting with information relating to the progress of Company affairs and assets. The Board of Directors may refuse to provide the information requested for any sufficient substantial reason, which may include, under the circumstances, the representation of the requesting shareholders in the Board of Directors, in accordance with articles 79 or 80 of Law 4548/2018, if the respective members of the Board of Directors have been informed in a sufficient manner, which shall be recorded in the meeting minutes.

7. In the cases of paragraphs 5 and 6 of this article and in a potential challenge of the reason's validity, the competent court shall rule thereon, in accordance with preliminary measure proceedings provided by law.

8. At the request of shareholders representing one twentieth (1/20) of the paid share capital of the Company, any resolution regarding any item on the General Meeting agenda shall be made in an open vote.

9. Shareholders of the Company representing at least one twentieth (1/20) of the paid share capital of the Company, have the right to submit a request to the court, in accordance with the legal procedure provided in the Code of Civil Procedure, to proceed with a special audit to the Company's affairs. The special audit may be ordered if, based on the alleged actions, it is assumed that the provisions of the law or the Articles of Association or the resolutions of the General Meeting are violated. In any case, the request must be submitted within three (3) years since the date of the approval of the financial statements of the financial year, when the alleged acts were committed.

10. Company shareholders representing one fifth (1/5) of the share capital have the right to apply to the Court to request the Company's audit, if it may be believed, throughout the course of the Company's affairs, but also based on specific indications, that the management of Company affairs is not in compliance with the principles of sound and prudent management. The court may find that the representation of the applicant shareholders on the Board of Directors, pursuant to articles 79 or 80 of Law 4548/2018 as in force, does not justify the shareholders' application under this paragraph. 11. Shareholders representing one twentieth (1/20) of the paid share capital of the Company have the right to submit a written application to the Board of Directors, requesting to raise the Company's claims pursuant to article 103 of Law 4548/2018, as in force. Applicants must prove that they have become shareholders six (6) months prior to the submission of the application. In their application, shareholders shall set a reasonable deadline within which the Board of Directors must evaluate the contents of the application and decide whether the Company will raise the claim described in the application. The aforementioned period may not be less than one (1) month from the date the application was submitted to the Board of Directors.

12. To exercise the rights of this article, except for those provided in the first section of paragraph 5, the shareholders must prove their shareholding capacity in every lawful way and especially as provided in article 6 paragraph 4 of the Articles of Association. For the purposes of this article, a

shareholder is also an association of shareholders, according to article 144 of Law 4548/2018, as in force.

CHAPTER IV
GENERAL MEETING
ARTICLE 9.-
GENERAL MEETING RESPONSIBILITIES

1. The General Meeting of the Company's shareholders is the supreme corporate body, and it is entitled to decide on every issue pertaining to the Company. Its legal resolutions are also binding on absent or dissenting shareholders.
2. The General Meeting is the only competent body for matters pertaining to:
 - (a) Split, merger, transformation or revival, extension, suspension - termination of the Company's activities or of a significant part of its business, or its dissolution.
 - (b) Amendment of the Articles of Association, which includes a change to the Company's objective and share capital increase or decrease, excluding capital increases or capital readjustment assigned explicitly by the law or the Articles of Association to the Board of Directors, share capital increases imposed by other laws, as well as the amendment or adjustment of the Articles of Association by the Board of Directors in cases explicitly provided for by the law.
 - (c) Issuance of common and preference shares, bonds convertible into shares, warrants, contributions in kind, share buyback resolution. Granting any right deriving from the shares or the bonds convertible into shares to third parties.
 - (d) Spin-off or reorganization of the Company's group.
 - (e) Election of the members of the Board of Directors, except for the cases described in article 22 hereof.
 - (f) Validation of the election of the members of the Board of Directors in accordance with article 22 hereof and article 82 of Law 4548/2018, in case of replacement of members that have quit, died or lost their capacity in any other way.
 - (g) Approval of the Remuneration Policy of article 110 and the Remuneration Report of article 112 of Law 4548/2018, as in force.
 - h) Election of statutory auditors and their replacements and determining their remuneration.
 - (i) Approval of the overall management as per Article 108 of Law 4548/2018 and discharge of the statutory auditors from liability.
 - (j) Raising a claim against the members of the Board of Directors due to violation of their duties.
 - (k) Approval or non-approval of the annual and any consolidated financial statements.
 - (l) Distribution of annual profits. Dividend policy of the Company.
 - (m) Appointment of Liquidators.
 - (n) Listing the Company shares or bonds to any stock market and any relevant preparatory or related action.
 - (o) Approval of the Suitability Policy of the Members of the Board of Directors and any material amendment thereof, in accordance with article 3 of Law 4706/2020, as in force.
 - (p) Any other matter brought to the General Meeting either by those having the right to request a General Meeting in accordance with the related provisions of the Articles of Association or by the Board of Directors or as provided by law.

**ARTICLE 10.-
CONVOCAATION OF THE GENERAL MEETING**

1. The General Meeting of the shareholders must assemble at least once each year and no later than the tenth (10th) calendar day of the ninth month following the end of the financial year, to decide on the approval of the annual financial statements and the election of statutory auditors.

The Board of Directors may convene an extraordinary General Meeting of shareholders, when deemed necessary (extraordinary general meeting).

2. The General Meeting must be held at the registered office of the Company or in the district of another municipality within the district of the registered office or in another municipality adjacent to the one of the registered office. The General Meeting may also be convened in the district of the municipality where the regulated market is seated, where the Company's shares are listed.

3. The Board of Directors may decide that the General Meeting will not be held in a venue, in accordance with this article, but entirely by remote participation of shareholders through the digital means provided for in article 125 of Law 4548/2018, as in force. The General Meeting may be held in the same manner, if all shareholders consent.

4. The General Meeting is convened, in accordance with article 121 of Law 4548/2018, by the Board of Directors, by the Company's statutory auditor upon request to the Chairperson of the Board of Directors, by minority shareholders in accordance with the provisions of article 8 of the Articles of Association or, if the conditions applicable in each case are met, by another person expressly provided for by the present Articles of Association and the law.

5. The Board of Directors is obliged to convene the General Meeting at the request of the Company's statutory auditor within ten (10) days from the date of the delivery of the relevant request to its Chairperson, including at least those items mentioned in the request in the meeting agenda.

**ARTICLE 11.-
INVITATION - AGENDA
OF THE GENERAL MEETING**

1. The invitation to the General Meeting, except for reconvened meetings and those assimilated to them, must be published at least twenty (20) full days before the day of the meeting:

(a) by registration in the General Commercial Registry (GEMI) and

(b) on the Company's website and made public within the same period in a manner that ensures rapid and non-discriminatory access to it, by channels that the Board of Directors considers reliable for ensuring effective disclosure of information to the investment community, such as by printed and electronic media with national and pan-European coverage.

It should be clarified that the above deadline includes non-working days. The day of publication of the invitation to the General Meeting and the day of the meeting are not accounted for.

Regardless of the above methods of publication of the invitation, each shareholder has the right to request individual information about the General Meetings sent by e-mail by the Company at least ten (10) days before the day of the meeting.

2. The invitation to the General Meeting shall include at least the following information:

(a) the meeting venue, with exact address,

(b) the date and time of the meeting,

(c) the shareholders who are entitled to participate, along with precise instructions on how they can

- attend the meeting and exercise their rights in person or by proxy or, where appropriate, remotely,
- (d) the items on the agenda in a clear manner,
 - (e) the rights of the shareholders referred to in paragraphs 2, 3, 5 and 6 of article 8 of the Articles of Association, with an indication of the time limit within which each right may be exercised, or alternatively, the deadline by which such rights may be exercised. Detailed information on these rights and their conditions should be available by explicit reference to the invitation on the website of the Company,
 - f) the procedure for exercising voting rights by proxy, and particularly the forms used by the Company for this purpose, as well as the means and methods provided in the Articles of Association, pursuant to paragraph 5 of article 128 of Law 4548/2018, as in force, via which the Company accepts electronic notifications of appointment and revocation of proxies,
 - g) the procedures for exercising voting rights by correspondence or by electronic means, if applicable, as provided in article 128 of Law 4548/2018, as in force,
 - h) the determination of the Record Date, as provided in paragraph 1 of article 12 of the Articles of Association, noting that only shareholders on that date have the right to participate and vote in the General Meeting,
 - i) the place where the full text of the documents and draft resolutions referred to in point d of paragraph 2 of article 11A of the Articles of Association is available, as well as the way it may be obtained, and
 - j) the address of the Company's website where the information referred to in paragraph 2 of article 11A of the Articles of Association is available.
3. If the company's shares are not listed on the Athens Stock Exchange, a notice for convening a General Meeting is not required if shareholders representing the entirety of the Company's share capital are present or duly represented at the meeting, and none of them objects to the holding of the meeting or the adoption of resolutions.

ARTICLE 11A.- SHAREHOLDER RIGHTS PRIOR TO THE GENERAL MEETING

1. Ten (10) days prior to the Ordinary General Meeting, the Company shall make available to its shareholders its annual financial statements, as well as the relevant reports of the Board of Directors and the statutory Auditors, by posting the relevant information on its website.
2. From the day of publication of the invitation to the General Meeting until the day of the General Meeting, the Company shall make available to its shareholders at its registered office at least the following information:
 - (a) the invitation to the General Meeting,
 - (b) the total number of shares and voting rights attached to the shares at the date of the convocation, indicating separate totals for each class of shares,
 - (c) the forms to be used for voting by proxy or representative and, where provided for, for voting by post and by electronic means, unless such forms are sent directly to each shareholder; and
 - (d) the documents to be submitted to the General Meeting, a draft resolution for each item on the proposed agenda or, if no resolution has been proposed for approval, a comment by the Board of Directors, as well as the draft resolutions proposed by the shareholders in accordance with paragraph 3 of Article 8 of the Articles of Association, immediately upon receipt by the Company.The above information is posted on the Company's website. If it is not possible for technical reasons to access the forms under point c above via the Internet, the Company should note on its website how

to obtain the relevant forms in hard copy and shall send them free of charge to any shareholder who requests them.

**ARTICLE 12.-
RIGHT OF PARTICIPATION IN THE GENERAL MEETING**

1. The right to participate in the General Meeting (initial and reconvened meeting) is held by the person who holds the shareholder capacity at the beginning of the fifth (5th) day prior to the day of the initial meeting of the General Meeting (Record Date). The above Record Date shall also apply in the case of an adjourned or reconvened meeting, provided that the adjourned or reconvened meeting is not more than thirty (30) days away from the Record Date. If this is not the case or if a new invitation is published for a reconvened General Meeting in accordance with the provisions of Article 130 of Law 4548/2018, as amended, the person who has the shareholding capacity at the beginning of the third (3rd) day before from the day of the adjourned or reconvened General Meeting shall participate in the General Meeting.

2. Proof of shareholder`s capacity may be provided by any legal means and as specified in article 6 paragraph 4 of the Articles of Association.

3. The invitation to the General Meeting may provide for the possibility of participating remotely in the General Meeting by audiovisual or other electronic means, without the physical presence of the shareholder at the meeting venue. In this case, the Company will take sufficient measures to:

a) ensure the identity of the person participating, the participation of those entitled to participate in or attend the General Meeting in accordance with the Articles of Association and the law, as well as the security of the electronic connection,

(b) enable the participant to attend the meeting by electronic or audiovisual means and to address the meeting, orally or in writing, during the meeting, and to vote on the items on the agenda; and

(c) enable the remote participant's vote to be accurately recorded.

Shareholders participating remotely in the General Meeting shall be considered just as those present for the purposes of formation of a quorum and majority.

4. By decision of the Board of Directors, remote participation in voting, via electronic means or by correspondence, may be permitted before the meeting. The items and ballots may be made available and completed electronically via internet or in paper at the Company's headquarters. Shareholders voting by correspondence or electronic means shall be counted in quorum formation and majority, provided that the votes in question are received by the Company no later than twenty-four (24) hours prior to the commencement of the meeting.

5. By resolution of the Board of Directors:

(a) the possibilities of paragraphs 3 and 4 of this article are activated, separately or cumulatively, with respect to one or more General Meetings or for a fixed period,

(b) the technical and procedural details thereof shall be determined; and

(c) procedures shall be adopted to ensure the identity of the participating person and the origin of the vote, as well as the security of the electronic or other connection.

**ARTICLE 13.-
PARTICIPATION BY PROXY IN THE GENERAL MEETING**

1. Shareholders who have the right to participate in the General Meeting may participate in the

General Meeting in person or through a proxy, whom they have legally authorized. A shareholder may appoint a proxy for one or more General Meetings and for a fixed period. The proxy shall vote in accordance with the shareholder's instructions, if any. Any failure of the proxy to comply with the instructions received shall not affect the validity of the resolutions of the General Meeting, even if the proxy's vote was decisive in reaching a majority.

2. Each shareholder may appoint up to three (3) proxies. However, if a shareholder holds shares in the Company in more than one securities account, this restriction shall not prevent the shareholder from appointing different proxies for the shares of each account in relation to a particular General Meeting.

3. The appointment and revocation or replacement of the representative or proxy shall be made in writing or by e-mail or other electronic means and shall be submitted to the Company at least forty-eight (48) hours before the date set for the General Meeting (initial or reconvened).

4. The shareholder's proxy is obliged to notify the Company before the beginning of the General Meeting of any fact that may be useful to the shareholders in assessing the risk of the representative serving interests other than the shareholder's interests, pursuant to Article 128 par. 5 of Law 4548/2018, as in force. Within the meaning of this paragraph, a conflict of interest may arise when the representative:

(a) is a controlling shareholder of the Company or another legal entity controlled by that shareholder, (b) is a member of the Board of Directors or generally of the management of the Company or a shareholder controlling the Company or another legal entity controlled by a shareholder controlling the Company,

(c) is an employee or auditor of the Company or of a shareholder controlling the Company or another legal entity controlled by a shareholder controlling the Company,

(d) is the spouse or a first degree relative of one of the individuals in (a) to (c) above.

5. The shareholder's proxy shall archive the voting instructions for at least one (1) year from the date of the General Meeting or, in the event of its adjournal, of the date of the reconvened meeting at which the proxy was used.

ARTICLE 14.- SIMPLE QUORUM AND MAJORITY OF THE GENERAL MEETING

1. With no prejudice to article 15 of the Articles of Association, the General Meeting shall be in quorum and validly convening on the items of the agenda, when at least twenty percent (20%) of the paid share capital is present or represented therein.

2. If no such quorum is achieved at the first meeting, a repetitive meeting shall be convened within twenty (20) days after the date of the meeting adjourned, by sending an invitation at least ten (10) days earlier. This repetitive meeting shall be in quorum and validly convening on the items of the initial agenda, regardless of the paid share capital present or represented therein. No other invitation to the repetitive meeting is required, if the initial invitation specifies the place and date of the repetitive meeting, provided that the repetitive meeting shall be convened at least five (5) days after the meeting adjourned.

3. With no prejudice to article 15 of the Articles of Association, the resolutions of the General Meeting shall be made in absolute majority of the votes present or represented in the General Meeting.

**ARTICLE 15.-
EXTRAORDINARY QUORUM AND MAJORITY
OF THE GENERAL MEETING**

1. In extraordinary cases, the General Meeting shall be in quorum and validly convening on the items of the agenda, if two thirds (2/3) of the share capital paid are present or represented therein, in case of resolutions concerning the following:

a) split, transformation, revival or extension, merger or dissolution of the Company; b) change to the Company's nationality; c) change to the Company's business scope ; d) increase of the shareholders' obligations, common share capital increase, unless provided for by the law or it is a result of capitalization of reserves, decrease of capital, unless such decrease results from the provisions of paragraph 5 of Article 21 or paragraph 6 of Article 49 of Law 4548/2018, change to the way of distributing profits, provision or renewal of powers to the Board of Directors for the increase of share capital, in accordance with paragraph 1 of Article 24 of Law 4548/2018, as in force, as well as in any other case, in which the law provides that the General Meeting proceeds to resolutions made with increased quorum and majority.

2. If the quorum of the previous paragraph is not reached at the first meeting, the General Meeting shall reconvene within twenty (20) days of the date of the adjourned meeting, after an invitation of at least ten (10) full days before. At this meeting, the General Meeting shall be in quorum and shall resolve validly on the items on the original agenda when at least one fifth (1/5) of the paid share capital is represented therein. No further notice shall be required if the place and time of the reconvened meeting have already been included in the original notice, provided that a period of at least five (5) days elapses between the adjourned meeting and the reconvened meeting.

3. All decisions under paragraph 1 of this article shall be adopted by two-thirds (2/3) of the voting rights represented in the General Meeting.

**ARTICLE 16.-
CHAIRPERSON - SECRETARY
OF THE GENERAL MEETING**

1. Until the election of its Chairperson, which is carried out by the General Meeting with a simple majority, the General Meeting is presided over temporarily by the Chairperson of the Board of Directors or their deputy. The Secretary shall temporarily be the person appointed by the Chairperson.

2. The Chairperson of the Meeting may be assisted by a Secretary who shall also act as vote collector, elected in the same manner. The Chairperson shall check compliance of the convocation of the General Meeting, the identity of those present and the legitimacy of their representation and the accuracy of the meeting minutes, direct the debate, put the issues to the vote and announce the result of the latter.

**ARTICLE 17.-
ITEMS TO BE DISCUSSED
MINUTES OF THE GENERAL MEETING**

1. The discussions and resolutions made by the General Meeting shall be restricted to the items included in the agenda.
2. The agenda shall be drawn up by the Board of Directors, shall include only the proposals of the Board to the General Meeting, as well as the proposals duly submitted by the Auditors or shareholders representing at least one twentieth (1/20) of the Company`s paid share capital.
3. The result of the vote shall be announced by the Chairperson of the General Meeting as soon as it is established.
4. The Company shall publish on its website, under the responsibility of the Board of Directors, the results of the vote, within five (5) days at the latest from the date of the General Meeting, specifying for each resolution at least the number of shares for which valid votes were cast, the proportion of the share capital 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 abstentions.
5. Minutes shall be kept for the items discussed and decided upon at the General Meeting, which shall be signed by the Chairperson and the Secretary thereof. The minutes book of the General Meeting may be also kept digitally.
6. At the request of a shareholder, the Chairperson of the General Meeting is obliged to record in the minutes a precise summary of their opinion. The Chairperson of the General Meeting shall be entitled to refuse to record an opinion if it relates to matters that are obviously not on the agenda or if its content is explicitly in contrast to moral standards or the law. A list of the shareholders who attended or were represented at the General Meeting shall also be included in the same book, in accordance with the provisions of article 13 of the Articles of Association on representation.
7. Copies and extracts of the minutes shall be certified by the Chairperson of the Board of Directors or Vice-Chairperson or persons appointed by resolution of the Board of Directors.
8. The Company shall be obliged to provide its shareholders with copies of the minutes of General Meetings in accordance with the provisions of par. 2 of article 134 of Law 4548/2018, as in force.

**ARTICLE 18.-
OVERALL MANAGEMENT APPROVAL RESOLUTION**

1. After the approval of the annual financial statements, the General Meeting may, by open vote and by roll call, approve the overall management that took place during the respective financial year. However, any waiver of claims towards the members of the Board of Directors or other persons or settlement with such persons, may only take place under the conditions of paragraph 7 of article 102 of Law 4548/2018, as in force.
2. In the vote referred to in the previous paragraph regarding the discharge of the members of the Board of Directors, the members of the Board of Directors and the Company's employees shall be entitled to participate only with the shares owned by them or as representatives of other shareholders, provided, however, that they have received relevant authorization with explicit and specific voting instructions.
3. The General Meeting may approve the discharge of the auditors in accordance with Article 117 par. 1(c) of Law 4548/2018, as amended.

**CHAPTER V
BOARD OF DIRECTORS
ARTICLE 19.-**

COMPOSITION AND TERM OF OFFICE OF THE BOARD OF DIRECTORS

1. The Company shall be managed by the Board of Directors consisting of seven (7) to thirteen (13) members. The Board of Directors consists of executive, non-executive and independent non-executive members, in accordance with corporate governance Law 4706/2020, as in force. The capacity of the members of the Board of Directors as executive or non-executive is determined by the Board of Directors. The independent non-executive members are elected by the General Meeting of Shareholders of the Company or appointed by the Board of Directors, pursuant to paragraph 4 of Article 9 of Law 4706/2020, as amended, shall not be less than one third (1/3) of the total number of members of the Board of Directors and, in any case, shall not be less than two (2). In case of a fraction, it shall be rounded to the nearest whole number.
2. The members of the Board of Directors shall be elected among the shareholders and/or third parties by the General Meeting for a three-year term, which will be automatically extended until the first ordinary General Meeting after the end of their tenure.
3. A prerequisite for the election of a Member or retention of a Member's membership in the Board of Directors of the Company is that no final court decision has been issued within one (1) year before or after their election respectively, recognizing their liability for loss-making transactions with related parties, in accordance with the provisions of paragraph 4 of article 3 of Law 4706/2020, as in force. Each prospective member shall submit to the Company a solemn declaration that the above-mentioned impediment does not exist and each Board member shall immediately notify the Company of the issuance of a relevant final court decision.
4. A legal entity may also serve as a member of the Board of Directors. In such a case, the legal entity is required to appoint a natural person to exercise the legal entity`s powers as a member of the Board of Directors.
5. The members of the Board of Directors, whether shareholders or non-shareholders, may be re-elected.
6. The directors shall be freely recalled at any time by the General Meeting.
7. A member of the Board not present or prevented from being present shall, at their own responsibility, assign another member of the Board with their representation at the Board of Directors. This order may be given by letter, telegram or fax addressed to the Board of Directors, which is recorded in the minutes and remains in the Company's records. The authorization to representation may include representation during one or more meetings.
8. The representation of the Board of Directors shall not be assigned to non-members of the Board of Directors.
9. If a member of the Board is constantly absent from the meetings of the Board of Directors or isn't represented by another member of the Board during the meetings of the Board of Directors for more than six (6) months, this shall be considered as a resignation from their office. The resignation shall be definite since the day the Board of Directors makes a resolution thereon, and such resolution shall be recorded in the minutes.
10. In the particular event of the unjustified absence of an independent non-executive member in at least two (2) consecutive meetings of the Board of Directors, this member shall be considered as resigned. Such a resignation shall be established by a decision of the Board of Directors, which shall replace the member in accordance with the procedure set out in paragraph 7 of article 22 of the Articles of Association.
11. The resignation of any Director shall be addressed to the Board of Directors and shall become final when received by the Board of Directors without the need for acceptance of the resignation.

**ARTICLE 20.-
POWER - RESPONSIBILITIES
OF THE BOARD OF DIRECTORS**

1. The Board of Directors shall have the management (administration and distribution) of the Company's assets and the representation of the Company. It shall decide on all matters concerning the Company, except for those which, by law or by the Articles of Association, fall within the exclusive competence of the General Meeting.
2. Acts of the Board of Directors, even if they fall outside the Company's scope, shall bind the Company towards third parties, unless the Company proves that the third party was aware of the transgression of the corporate purpose or, in view of the specific circumstances, could not have been unaware of it. The mere adherence to disclosure formalities regarding the Company's Articles of Association or its amendments does not constitute sufficient proof thereof.
3. Restrictions on the powers of the Board of Directors by the Articles of Association or by a resolution of the General Meeting, even when submitted to disclosure formalities, shall not be opposed to third parties.

**ARTICLE 20a.-
REPRESENTATION OF THE COMPANY**

1. The Company shall be represented collectively by the Board of Directors subject to the following provisions.
2. More specifically and by a non-exhaustive list, the Board of Directors, always within the Company's scope:
 - a) represents the Company before any third party, any Court and any Authority, whether public, municipal, communal or of any other kind, appoints attorneys-at-law or legal consultants, appears before courts of any instance and jurisdiction in any capacity as party to a legal proceeding, delegates the administering of an oath to one of the members of the Board of Directors or an employee, enters arbitrations and appoints arbitrators, exercises or waives legal remedies or interim measures, carries out enforcement proceedings, files for bankruptcies, presses criminal charges and waives them, acts as plaintiff in civil claims for moral damages, contests documents as forged or invalid, terminates legal proceedings.
 - b) manages, places and exploits the Company's property, buys, sells, mortgages, files preliminary mortgage notices, pledges, establishes -in rem or personal- servitudes, rents, leases, exchanges movable or immovable property, takes interim measures or other measures in favor of the Company's property, publishes, accepts, guarantees, or endorses bills of exchange and, generally, securities, collects the company's receivables, guarantees in favor of its counterparties, natural persons or legal entities, when necessary for the achievement of the Company's objectives, carries out or accepts deposits in custody or trusts, enters into or accepts bank or other loans, credits or advance payments, with any guarantee or not, requests the issuance of letters of guarantee, and, in general, enters into any contractual, property or commercial agreement, legal act or transaction.
 - c) makes decisions regarding the Company's participation in other businesses or companies of any form.
 - d) administrates and organizes the Company and its businesses, enters agency agreements with Greek or foreign firms, decides the establishment, operation, suspension or closure of its offices or

branches, appoints and dismisses directors, representatives and personnel and determines their duties and remuneration, convenes the ordinary or extraordinary General Meetings of shareholders and sets their agenda.

e) closes the Company`s books and accounts, prepares the annual financial statements and management reports, proposes the depreciations, reserves and allocations of the Company`s assets, the method of profit distribution, as well as potential amendments to the Articles of Association.

f) Performs any action in general and makes any decision relevant to the objectives of the Company and the management of its property in Greece and abroad, even if not mentioned in this article.

3. The Board of Directors may delegate to one or more of its members or to the Company executives or other employees or to third parties the exercise of its powers or responsibilities, generally or specifically, for certain affairs, except those requiring collective action. A prerequisite for the assignment of management and representation powers of the Company to third parties – non-members of the Board of Directors – or for the continuance of such assignment, is that no final court decision has been issued against them within one (1) year before or after the assignment respectively, recognizing their liability for loss-making transactions with related parties, in accordance with the provisions of paragraph 5 of article 3 of Law 4706/2020, as in force. Any third-party candidate for delegation of the above powers shall submit to the Company a solemn declaration that the above-mentioned impediment does not exist and shall notify the Company without delay of the issuance of a relevant final court decision.

4. The Board of Directors may delegate, through special authorizations legally provided, to one or more members or to the executives of the Company or to other employees thereof and/or to third parties the administration, management or handling of specific corporate affairs within the scope of the authorization granted.

5. To better coordinate the operations of the Company, the Board of Directors may, by resolution, establish an Executive Committee composed of executive members of the Board of Directors, determine the decision making process of the Committee, approve and amend the charter of the Committee from time to time, and delegate certain powers or duties of the Board of Directors to the Committee. The establishment and functioning of the Executive Committee and the delegation of powers to it shall be without prejudice to the collective responsibility of the Board of Directors for the management of corporate affairs.

ARTICLE 21.- CONSTITUTION OF THE BOARD OF DIRECTORS

1. The Board of Directors, immediately after its election, shall convene and shall be formed as a body, electing its Chairperson and Vice-Chairperson, one of which shall not be an executive member.

2. The Board of Directors may elect one of its members as CEO or Managing Director and Deputy CEO or Deputy Managing Director, also determining at the same time their responsibilities. The Chairperson or the Vice-Chairperson may also be appointed as CEO, if they have the capacity of an executive member.

3. The Chairperson of the Board of Directors or their deputy shall chair its meetings, shall manage its operations, shall have the top-level supervision of the Company's operation and shall inform the Board of Directors about its activities. When the Chairperson is absent or prevented from being present, then they shall be replaced to their chair responsibilities by the Vice-Chairperson, and when the latter is prevented from being present, they shall be replaced by the CEO, upon resolution of the Board of Directors.

4. During its term in office, the Board of Directors may freely reallocate the roles of the Chairperson, Vice-Chairperson, CEO or Managing Director, etc. Deputy CEO or Deputy Managing Director etc.

**ARTICLE 22.-
REPLACEMENT OF A MEMBER OF THE BOARD OF DIRECTORS**

1. In the event that the position of a member or members of the Board of Directors, elected by the General Meeting, becomes vacant prior to the expiration of their term due to death, resignation, or for any other reason of disqualification, the Board of Directors shall have the right to temporarily appoint a replacement member or members for the remainder of the term of the departing member(s). Such an appointment shall be made with the resolution of the remaining members of the Board of Directors, provided that at least three (3) members remain, and it shall be valid for the remaining term of the member being replaced.

2. The temporary appointment of a Director, as effected pursuant to the preceding paragraph, shall be subject to disclosure formalities and shall be announced by the Board of Directors at the next (Ordinary or Extraordinary) General Meeting of shareholders convened following such an appointment. The General Meeting may elect new members to replace the temporary ones, even if no such item is included on the agenda. If the General Meeting does not approve the temporary appointment made by the Board of Directors, it shall directly proceed to elect a new member to replace the departing member.

3. In the event that the position of a member or members of the Board of Directors, elected by the General Meeting, becomes vacant prior to the expiration of their term of office due to death, resignation, or any other reason for disqualification, the remaining members of the Board of Directors, in addition to the right provided under paragraph 1 of this Article, may continue to manage and represent the Company without replacing the missing member(s), provided that their number exceeds half of the total number of members prior to the occurrence of the aforementioned events, and in no case shall the number of the Members be fewer than three (3).

4. The above-mentioned replacement of members shall be mandatory when the number of members of the Board of Directors falls below the minimum threshold set out in the preceding paragraph, to restore such a minimum.

5. In any case, the remaining members of the Board of Directors, regardless of their number, may convene a General Meeting exclusively for the purpose of electing a new Board of Directors.

6. Members of the Board of Directors who have departed may always be re-elected.

7. Specifically, in the event of resignation, death, or loss in any other manner of the capacity of an independent non-executive member, resulting in the number of independent non-executive members falling below the minimum number required by law, the Board of Directors shall appoint, an independent non-executive member until the next General Meeting, by selecting as a replacement either an alternate member, if one exists pursuant to Article 81 of Law 4548/2018, or an existing non-executive member or a newly elected member, provided that the criteria set out in paragraph 1 of Article 9 of Law 4706/2020 on independence, as in force, are met. In cases where, by decision of the competent corporate body, a number of independent non-executive members greater than that stipulated in paragraph 2 of Article 5 of Law 4706/2020, as in force, has been determined, and following the replacement, the number of independent non-executive members on the Board of Directors falls below such determined number, a relevant announcement shall be posted on the Company's website and shall remain available until the next General Meeting.

8. In the event that it is determined that one or more of the suitability criteria, as defined in the Company's Suitability Policy, no longer apply to a member of the Board of Directors, due to reasons

that could not have been prevented by said member, even with the utmost diligence, the competent corporate body shall immediately proceed with their dismissal and replacement within three (3) months.

**ARTICLE 23.-
CONVOCAATION OF THE BOARD OF DIRECTORS**

1.The Board of Directors shall convene at the Company's registered office whenever required by law, the Articles of Association, or the needs of the Company.

2.The Board of Directors may validly convene outside its registered office, in Greece or abroad, as well as via teleconference with all or some of its members, provided that all members are present or represented at such a meeting and none objects to the holding of the meeting or the adoption of decisions in such a manner.

3.The invitation to the members of the Board of Directors may provide that the meeting shall be held via teleconference for some or all the members. The Board of Directors may also validly convene in this manner if all its members consent. In such case, the invitation must include the necessary information and technical instructions for participating in the meeting.

4.In any case, each member of the Board of Directors may request that the meeting be held via teleconference with respect to their own participation, if they reside in a country other than the one in which the meeting is held or if there is another significant reason, such as illness, disability, or epidemic.

5.The Board of Directors shall be convened by the Chairperson or their deputy, by means of an invitation sent to its members at least two (2) working days prior to the meeting, or at least five (5) working days if the meeting is to take place outside the Company's registered office. The invitation must clearly state the items on the agenda; otherwise, decisions may only be validly adopted if all members are present or represented and none object to the adoption of decisions.

6.The Board of Directors may also be convened upon the request of two (2) of its members, by submitting a request to the Chairperson, who is obliged to convene the Board within seven (7) days of the submission of such a request. In the event of the Chairperson's refusal or failure to convene the Board within this period, the requesting members may convene the Board within five (5) days following the expiration of the seven-day period, by notifying the other members accordingly. The request must clearly state the items to be discussed at the meeting, otherwise it shall be inadmissible.

**ARTICLE 24.-
REPRESENTATION OF MEMBERS OF THE BOARD OF DIRECTORS - QUORUM - MAJORITY**

1. The Board of Directors shall have a quorum and validly convenes, when more than half of its members are present or represented. In no case, however, may the number of members present be less than three (3). Any resulting fraction shall be disregarded when calculating the number required for quorum.

2. Unless otherwise provided by law or by the Articles of Association, the decisions of the Board of Directors shall be adopted by absolute majority of the members present and represented. In the event of a tied vote, the Chairperson shall not have a casting vote.

3. In meetings of the Board of Directors with the item to approve the Company's financial statements on the agenda, or in meetings where the agenda includes items for which approval by the General Meeting requires an increased quorum and majority pursuant to this Articles of Association and Law

4548/2018, as in force, the Board of Directors shall have a quorum only if at least two (2) independent non-executive members are present.

ARTICLE 25.-
MINUTES OF THE BOARD OF DIRECTORS

1. Discussions and decisions of the Board of Directors shall be recorded in summary in a special book, which may also be kept electronically. This book shall also contain a list of the members of the Board of Directors who were present or represented at the meeting.
2. Copies and excerpts of the minutes of the Board of Directors' meetings shall be certified by its Chairperson or their deputy, or by any person appointed by the Board of Directors by resolution.
3. Upon request of a member of the Board of Directors, the Chairperson is obliged to record in the minutes a summary of that member's opinion. The Chairperson may refuse to record an opinion which refers to matters clearly outside the agenda or whose content is evidently contrary to moral standards or the law. The minutes of the Board of Directors shall be signed by the attending members. If a member refuses to sign the minutes, a relevant note shall be made under the text of the minutes, signed at least by the Chairperson of the Board of Directors.
4. Copies of minutes of the Board of Directors' meetings for which registration with the General Commercial Registry (G.E.MI.) is mandatory pursuant to Article 12 of Law 4548/2018 or other provisions, shall be submitted to the G.E.MI. within twenty (20) days from the date of the meeting. In addition, copies of minutes shall be submitted to the Hellenic Capital Market Commission, as required from time to time.
5. The preparation and signing of minutes by all members of the Board of Directors or their proxies shall be equivalent to a resolution of the Board of Directors, even if no meeting has taken place. This provision shall also apply if all directors or their proxies agree to record a majority decision in minutes without a meeting. The relevant minutes shall be signed by all directors. Signatures of directors or their proxies may be replaced by exchange of messages via electronic mail (email) or other electronic means. The minutes prepared pursuant to this provision shall be recorded in the minutes book of the Company's Board of Directors in accordance with Article 93 of Law 4548/2018, as in force.

ARTICLE 26.-
**RESPONSIBILITY OF MEMBERS OF THE BOARD OF DIRECTORS - COMPETITION PROHIBITION -
COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

1. Each member of the Board of Directors shall be liable towards the Company for any loss suffered by the Company due to any act or omission constituting a breach of their duties.
2. Each member of the Board of Directors, as well as any third party to whom powers of the Board have been delegated, owes a duty of loyalty to the Company. They are obliged:
 - a) Not to pursue personal interests that conflict with the interests of the Company.
 - b) To disclose in a timely and adequate manner to the other members of the Board of Directors any of their personal interests that may arise from Company transactions falling within their responsibilities, as well as any conflict of interest with the Company or with affiliated enterprises, within the meaning of article 32 of Law 4308/2014, occurring in the performance of their duties. They must likewise disclose any conflict between the interests of the Company and those of persons referred to in paragraph 2 of article 99 of Law 4548/2018, as in force, provided they are related to such persons. Adequate disclosure shall include a description of both the transaction and the personal

interests involved. The Company shall disclose any conflicts of interest, and any contracts falling under article 99 of Law 4548/2018, as in force, at the next Ordinary General Meeting of shareholders, via the annual report of the Board of Directors.

c) To maintain strict confidentiality regarding Company affairs and trade secrets that become known to them due to their position as members of the Board of Directors.

3. Members of the Board of Directors who participate in the management of the Company, as well as the Company's executives, are prohibited from engaging, without the approval of the General Meeting, in professional activities which fall within the Company's purposes for their own account or on behalf of third parties or from participating as general partners in companies pursuing similar objectives or in the management of companies with similar objectives. In the event of a breach, the provisions of paragraphs 2 and 3 of article 98 of Law 4548/2018, as in force, shall apply.

4. Members of the Board of Directors are entitled to receive remuneration or other benefits, in accordance with the Company's Remuneration Policy, the law, and the Articles of Association. Without prejudice to articles 110 to 112 of Law 4548/2018, such remuneration may include participation in the Company's annual profits and shall be determined by a resolution of the General Meeting, passed with simple quorum and majority, and shall be drawn from the remaining net profits of the Company after deduction of statutory reserves and the minimum dividend payable to shareholders.

5. Specifically, the Company shall establish a Remuneration Policy for the members of the Board of Directors, in accordance with articles 110 and 111 of Law 4548/2018, as in force, which shall be submitted for approval to the General Meeting. The shareholders' vote on the Remuneration Policy shall be binding.

6. The Company is required to prepare a clear and comprehensive Remuneration Report in accordance with article 112 of Law 4548/2018, as in force, which shall provide a complete overview of all remuneration regulated by the Remuneration Policy of article 110 of Law 4548/2018, as in force, for the most recent financial year. The Remuneration Report for the most recent financial year shall be submitted for discussion at the ordinary General Meeting as an item on the agenda. The shareholders' vote on the Remuneration Report shall be advisory.

CHAPTER VI
AUDIT
ARTICLE 27.-
AUDITORS

1. For the General Meeting to validly resolve on the annual financial statements of the Company, they must have been previously audited by a statutory auditor or an audit firm in accordance with the provisions of Law 4449/2017, Law 4308/2014 and any other specific legal provision regulating these matters.

2. The statutory auditor or audit firm shall be appointed by the ordinary General Meeting of shareholders held during the audited financial year, in accordance with the relevant legislation. A natural person, who holds company shares listed on the Athens Exchange and who is a member of the Board of Directors, shall not participate in the voting of the General Meeting and shall not be counted for the formation of the quorum and majority when the General Meeting resolves about the assignment of the statutory audit of the financial statements to an auditor or audit firm, unless the majority of the independent members of the Board of Directors declare that they agree with the assignment of the audit to the specific persons. The members of the Board of Directors shall be liable to the Company for failure to appoint an auditor in accordance with the above, if they did not in due

time convene the ordinary General Meeting or, in the case described in the preceding subparagraph, an extraordinary General Meeting, with the appointment of an auditor on the agenda. In any case, the appointment of statutory auditors by a subsequent General Meeting shall not affect the validity of their appointment.

CHAPTER VII
ANNUAL STATEMENTS - PROFITS AND LOSSES
ARTICLE 28.-
FINANCIAL YEAR

The financial year shall have a duration of twelve months, starting on the 1st of January and ending on the 31st of December of each year.

ARTICLE 29.-
ANNUAL STATEMENTS
(Annual financial statements and
publications thereof)

1. At the end of each financial year, the Board of Directors prepares the annual financial statements and annual consolidated financial statements in accordance with international financial reporting standards and articles 145 et seq. of Law 4548/2018, as in force. The financial statements present the true and fair view of the Company's asset structure, financial position and results of operations with absolute clarity.
2. The provisions of Law 4548/2018, as amended, shall apply to the issues of preparation, audit and disclosure of the annual financial statements, as well as the specific provisions of the accounting legislation as applicable.

ARTICLE 30.-
DISTRIBUTION OF PROFITS

1. The Company's net profit is depicted in the income statement and is resulting from the application of the applicable legislation.
2. Net profits, if and to the extent that they can be distributed, in accordance with article 159 of Law 4548/2018, as in force, shall be distributed by resolution of the General Meeting in the following order:
 - a) The amounts of credit items in the income statement that do not constitute realized profits shall be deducted.
 - b) The reservation for the formation of statutory reserves in accordance with the Articles of Association and Law 4548/2018, as in force, shall be deducted.
 - c) The amount required for the payment of the minimum dividend, as defined in article 161 of Law 4548/2018, as in force, shall be deducted.
 - d) The balance of the net profits, as well as any other profits that may arise and be distributed, in accordance with article 159 of Law 4548/2018, as in force, shall be distributed in accordance with the definitions of the Articles of Association and the resolutions of the General Meeting.
3. The amount to be distributed shall be paid to the shareholders within two (2) months from the

resolution of the Ordinary General Meeting that approved the annual financial statements and decided upon the distribution.

CHAPTER VIII
DISSOLUTION - LIQUIDATION. -
ARTICLE 31.-
REASONS FOR THE DISSOLUTION OF THE COMPANY

1. The Company shall be dissolved:
 - a) once its duration has lapsed, unless an extension of the duration has been previously decided by the General Meeting.
 - b) by resolution made by the General Meeting in increased quorum and majority.
 - c) when the Company has become bankrupt; and
 - d) in case the bankruptcy application has been rejected due to insufficient debtor assets to cover the costs of the bankruptcy process.
2. The Company may also be dissolved by a court order, in accordance with articles 165 and 166 of Law 4548/2018, as in force.
3. In the event that the Company`s total equity becomes less than one half (1/2) of the share capital, the Board of Directors shall be obliged to convene a General Meeting within a deadline of six (6) months from the end of the financial year and such a General Meeting will decide whether the Company should be dissolved or any other measures should be adopted.

ARTICLE 32.-
LIQUIDATION

1. Except in the case of bankruptcy, the dissolution of the Company is followed by its liquidation. In the cases (a) and (d) of paragraph 1 of article 31 hereof, the Board of Directors shall act as the liquidator until liquidators are appointed by the General Meeting. In case (b) of the same paragraph of the same article, the General Meeting shall appoint the liquidators with the same decision. In the case of paragraph 2 of the same article, the liquidator is appointed by the court in the decision that declares the dissolution of the Company. The liquidators appointed by the General Meeting may be between two (2) and four (4) in number, may be shareholders or not, and shall receive remuneration as determined by the General Meeting. They shall exercise all powers of the Board of Directors related to the process and purpose of the liquidation, as such powers may have been limited by the General Meeting, whose decisions they are obliged to comply with.
2. The appointment of the liquidators automatically entails the cessation of the powers of the members of the Board of Directors.
3. The provisions applicable to the Board of Directors shall apply accordingly to the liquidators. The discussions and decisions of the liquidators shall be briefly recorded in the minutes book of the Board of Directors.
4. Upon assumption of their duties, the liquidators must carry out an inventory of the Company's assets and publish an opening balance sheet for the liquidation, which is not subject to approval by the General Meeting. In any case, the inventory must be completed within three (3) months from the commencement of their duties.
5. The General Meeting of the shareholders retains all its rights throughout the liquidation process.
6. The liquidators are required to promptly settle the Company's pending affairs, convert its assets

into cash -subject to paragraph 11-, pay its debts, and collect its receivables. They may also carry out new transactions, provided such transactions serve the purposes of liquidation and the interests of the Company.

7. The liquidators may sell the Company's real estate, the business, branches thereof, or individual fixed assets, but only after three (3) months from the date of dissolution. During this three-month period, any shareholder or creditor may petition the court, which rules pursuant to articles 739 et seq. of the Code of Civil Procedure, to determine the minimum sale price for real estate, business branches, or the business. The court's decision is binding on the liquidators and not subject to any legal remedies, but it may be revised under Article 758 of the Code of Civil Procedure if the sale proves unfeasible.

8. The liquidators may, by application to the court submitted under the voluntary jurisdiction procedure, request that the liquidation be carried out according to the provisions governing judicial liquidation of inheritances (articles 1913 et seq. of the Civil Code), applied accordingly. In such cases, compulsory enforcement towards the Company is permitted during the liquidation stage.

9. Shareholders of the dissolved Company are obliged to pay in any outstanding capital they have subscribed to, to the extent necessary for fulfilling the purposes of the liquidation.

10. Each year, the liquidators shall prepare interim financial statements, which are submitted to the General Meeting of shareholders along with a report explaining the reasons that prevented the conclusion of the liquidation. The interim financial statements are subject to disclosure. Additionally, final financial statements upon completion of the liquidation shall be drawn up, approved by the General Meeting, and publicly disclosed. The General Meeting shall decide on the approval of the overall actions of the liquidators and the discharge of the auditors.

11. Based on the approved final financial statements, the liquidators shall distribute the liquidation proceeds to the shareholders in accordance with their rights. If all shareholders agree, the distribution may also be made in kind, by returning Company assets to them.

ARTICLE 32a.- LIQUIDATORS' POWER

The liquidators represent the Company towards third parties, whether natural or legal persons, including the State, and before all Courts of any level and jurisdiction. They are vested with all powers necessary for the management of the Company's affairs throughout the liquidation period, for the collection of receivables, the payment of debts, and the liquidation of the Company's assets, in any manner determined by the General Meeting of shareholders, and, in general, for the conduct of any pending legal case or proceeding.

CHAPTER IX GENERAL PROVISION ARTICLE 33.-

For those matters not regulated by the present Articles of Association, the provisions of Law 4548/2018, and additionally the provisions of articles 1 to 24 of Law 4706/2020 on corporate governance, as in force from time to time, shall apply.

The Articles of Association shall be kept posted on the Company's official website.

The present document is the codified Articles of Association in force of the Société Anonyme under the name "DIMAND SOCIETE ANONYME - REAL ESTATE, CONSTRUCTIONS, SERVICES AND HOLDING MANAGEMENT AND EXPLOITATION", which has been incorporated in accordance with the incorporation deed no. 1661/2002 of the Notary Public of Athens, Dimitra I. Apostolopoulou, and the incorporation permit no. EM-12368/19.7.2002 of the Prefecture of Athens, in which the amendments decided by the General Meeting of the Company's shareholders dated 17-06-2025 have been included.

Marousi, 17-06-2025

Dimitrios Andriopoulos
CEO