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## **RESOLUTION No 17**

"Technical terms and procedures for the provision of the Service of Transfer of Securities on Application by the Beneficiary"

# THE BOARD OF DIRECTORS

# OF THE GREEK CENTRAL SECURITIES DEPOSITORY SOCIETE ANONYME (ATHEXCSD)

(Meeting 22.02.2021)

# Having regard to:

- 1. the provisions of Article 2.6 of Part 2 of Section I and Part 9 of Section X of the ATHEXCSD Rulebook (hereinafter the "Rulebook") and
- 2. the need to specify the technical terms and procedures relating to the provision of the Service of Transfer of Securities on Application by the Beneficiary

# **DECIDES THE FOLLOWING:**

# Article 1. Scope of application

- 1. This Resolution defines the technical terms and procedures relating to the provision of Service of Transfer of Securities (hereinafter the Service). The Service shall be solely provided to beneficiaries of Customer Securities Accounts. For the use of the Service, an application shall be submitted by the beneficiary.
- 2. The Service shall be provided in relation to applications concerning the following reasons for movement / transfer:
  - 1. Sale
  - 2. Donation or parental benefit
  - 3. Benefit in kind to executives or shareholders of Issuers or Fund Managers

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## 4. Public Offering

# Article 2. Required supporting documents

## 2.1. OTC transfer on sale

In order to carry out the transfer of the Securities due to sale for a price already paid in cash, the applicant beneficiary must submit to ATHEXCSD a private agreement or a notarial document of OTC transfer due to sale, in which the following details of the contracting parties must be mentioned:

- a) Name and father name or company name.
- b) Legal representative of the legal person
- c) Identification certificate number and date of issue of it, if it is a natural person.
- d) T.I.N. and Tax Office
- e) L.E..I code if it is a legal person
- f) Share of the beneficiary of the Securities in D.S.S. and the Securities Account.
- g) In detail, the Securities to be transferred.
- h) The quantity of each Security.
- i) The price per Security in EUR.
- j) The amount resulting if the quantity of each Security is multiplied by its value.
- k) Total amount of transfer price in EUR.
- I) Report of the price payment to the seller in cash.

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# 2.2. OTC transfer due to donation or parental benefit

For the purpose of carrying out the transfer of the Securities due to donation or parental benefit, the applicant beneficiary must submit to ATHEXCSD a private agreement or a notarial document of OTC transfer due to donation or parental benefit. In the case where the applicant submits a private sales agreement, the details referred to in paragraph 2.1, except for item g, must be mentioned on the reference to the price per Security.

# 2.3. OTC transfer due to benefit in kind to executives or beneficiaries of Securities Issuers or Fund Managers as a result of a corporate or other related act

- In order to carry out the transfer of the Securities due to the benefit in kind to
  executives or shareholders or other beneficiaries, depending on the type of the
  Security, as a result of a corporate or other related act, at a price already paid or free
  of charge, by order of the Issuer or the Fund Manager, the providing Issuer or Fund
  Manager shall, as applicable, submit to ATHEXCSD:
  - a) the relevant File concerning the OTC transfers in accordance with the procedures and formats of ATHEXCSD
  - b) a list with the following details of the Securities beneficiaries due to a corporate or other related act:
    - i. Name or company name
    - ii. Number of certificate and date of issue of it, if it is a natural person
    - iii. Shares of the beneficiaries in D.D.S. and Securities Account
    - iv. Tax Identification Number
    - v. Quantity of Securities to be transferred.
  - c) Exact copy of the decision of the administrative body of the Issuer or Fund Manager that decided the corporate or other related act.
  - d) Precise copy of the decision of the statutory body of the company authorizing a certain person (s) to sign the documents related to the transfer or an electronic

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searching by the General Commercial Registry (G.E.M.I.) and provision of a file with the specimen signatures of its legal representatives.

- 2. In addition, the applicant shall submit to ATHEXCSD a private agreement or a notarial document of an OTC transfer due to a sale between the contracting parties with the authenticity of the signatures of the parties by a police or administrative authority. In the event that the applicant submits a private sales agreement, the following must be referred to therein:
  - i. the details of paragraph 2.1, in case of sale of the Securities as well as any occupation of the buyer if it is a natural person
  - ii. the details referred to in paragraph 2.1, except for item g, regarding the reference to the price per Security. in the case of donation of the Securities, as well as the certificate of Article 105 of the L.D. 118/1973 (by a Tax Office).

## 2.4. OTC transfer under a Public Offering

- 1. For the transfer of shares under the Public Offering, the Proposer shall submit to ATHEXCSD:
  - a) the relevant File with the OTC transfers in accordance with the procedures and formats of ATHEXCSD.
  - b) A certified copy of the decision of the administrative body of the Proposer that decided on the Public Offering
  - c) Copy of the publication in the press, in the relevant Government Gazette or on electronic media
  - d) Copy of the publication of the result of the Public Offering.
  - e) A list with the participants in the Public Offering beneficiaries of Securities in which the details referred to in item b of par. 1 of Article 2.3 of this Part are mentioned
  - f) Precise copy of the decision of the statutory body of the company authorizing a certain person (s) to sign and take all steps related to the Public Offering and

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provision of a file with the specimen signatures of its legal representatives. In particular, in the case of a credit institution, as the underwriter of the Public Offering, the publicly signed book of the institution, according to which it provides signature rights to its executives, shall be considered to be equivalent to the minutes.

2. In addition, the applicant shall submit to ATHEXCSD a private agreement or a notarial document of an OTC transfer due to a sale between the contracting parties, namely the Proposer as purchaser and the Beneficiaries of the Securities that accepted the Public Offering as sellers represented by the underwriter, with a certified authenticity of the signatures of the contracting parties, by a police or administrative authority, indicating the details of paragraph 2.1.

#### 2.5. Processing of the above transfers

ATHEXCSD shall carry out the transfers as long as the relevant tax and its rights are paid.

## 2.6. Information on a significant change in voting rights

In the event that the above transfers result in a change in voting rights > 3%, ATHEXCSD shall inform the Acquirer in order to make the necessary announcements.

## Article 3. Entry into force

- 1. This resolution shall be made public via the website <a href="www.athexgroup.gr">www.athexgroup.gr</a>. This shall become effective from its publication, namely from 12.04.2021.
- 2. The publication hereof shall be subject to the formalities set out in Article 2.6 of Part 2 of Section I of the Rulebook.