

NOTICE

to the Shareholders of the Société Anonyme under the corporate name "THESSALONIKI WATER SUPPLY & SEWERAGE Co S.A. (EYATH S.A.)", trading as "EYATH SA", General Electronic Commercial Registry (GEMI) No 58240404000 of an **Ordinary General Meeting**.

Pursuant to the below provisions regarding

- the rules of publicity set forth in Articles 122 and 123 of Law 4548/2018 and
- the possibility to participate in the General Meeting remotely and in real time, as provided for in Article 120(3), 125 and 126 of Law 4548/18
- and following resolution of the Board of Directors No 213/2021, passed at the meeting of 27 April 2021, the Company's Shareholders are notified of the Ordinary General Meeting of **Tuesday 1 June 2021 at 11:00 a.m.**, which will be held remotely, in real time, via teleconference and without the physical presence of each shareholder at the venue, due to the state of emergency and as part of the preventive measures taken to contain the spread of coronavirus COVID-19, in order for the Shareholders to deliberate and resolve on the following agenda items:

A. ITEMS ON THE AGENDA

Item 1: Approval of the Annual Financial Statements of the Company and the Consolidated Financial Statements of the Group in accordance with International Financial Reporting Standards (IFRS) for 20th fiscal year (01.01.2020 - 31.12.2020), the Annual Management Report of the Board of Directors and the Report of the Independent Certified Auditors-Accountants thereupon

Item 2: Approval of the overall management of the Board of Directors for the fiscal year 01.01.2020 - 31.12.2020, under Article 108 of Law 4548/2018 and discharge of the Auditors under Article 117(1)(c) of Law 4548/2018.

Item 3: Approval of distribution of dividends from profits for fiscal year 2020 to Company shareholders.

Item 4: Approval of the remuneration and compensation paid to the Board members for the fiscal year 01.01.2020 - 31.12.2020, pursuant to the company's remuneration policy and the Report of the Remuneration Committee.

Item 5: Selection of Audit Company and approval of its fee for the auditing the Annual Financial Statements, the Overview Report of the Interim Summary Semi-Annual Financial Statements and issuing of a Tax Certificate, for the fiscal year 01.01.2021 - 31.12.2021.

Item 6: Approval of the suitability policy for the candidate Board members

Item 7: Approval of the amendments to the Company's Articles of Association.

Item 8: Authorising the members of the Board of Directors of the Company and the executives of the Company's Divisions to participate in Boards of Directors or in the management of other related parties according to International Accounting Standard 24, and legal entities controlled by them, according to International Accounting Standard 24. In addition, as part of the Ordinary General Meeting of the Company, the Audit Committee shall submit the annual report of proceedings of the audit committee, in accordance with Article 44 (1) point (ix) of Law 4449/2017, which will be presented to the shareholders by the chairman of the Audit Committee.

According to Article 121 (4) and 123 (3), (4) and (5) of Law 4548/2018, the Company informs the shareholders of the following:

B. RIGHT TO PARTICIPATE IN THE GENERAL MEETING

Any legal or natural person having the shareholder status at the beginning of the fifth day before the day of the initial meeting of the General Meeting on 01/06/2021, i.e. at the beginning of **27/05/2021 (record date)** is entitled to participate in and vote at the Ordinary General Meeting. **The above record date shall also apply in the case of an adjourned meeting**, provided that the adjourned meeting is not more than 30 days away from the record date.

The Company recognises as a shareholder anyone having a right to participate in and vote at the General Meeting, anyone registered in the Dematerialised Securities System (DSS) of the Société Anonyme "Hellenic Central Securities Depository Société Anonyme" (ELKAT), or anyone identified as such based on the relevant date through the registered intermediaries or other intermediaries, in compliance with the statutory provisions (Law 4548/18, Law 4569/2019, Law 4706/20, Regulation (EU) 2018/1212 and the Operation Regulation of the Hellenic Central Securities Depository (Government Gazette 1007/16.03.2021, Vol. B).

Proof of shareholder status is made by any legal means and in any case based on information received by the company electronically from ELKAT, if it provides registration services, or through the participating and registered intermediaries in the central securities depository in any other case. A shareholder may participate in the General Meeting, based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212, provided by the intermediary, unless the General Meeting refuses such participation for a material cause, which justifies its refusal, in compliance with the relevant statutory provisions (Article 19 (1), Law 4569/2018 and Article 124, Law 4548/2018).

The exercise of the participation and voting rights in the General Meeting is not subject to share-blocking or compliance with another similar procedure restricting the possibility to sell or transfer them during the period between the record date and the General

Meeting.

If the quorum required is not reached for the agenda items, as well as in the event of cancellation or adjournment, the shareholders are notified of:

The **1st Adjourned General Meeting** on Tuesday 15/06/2021, at **11.00 a.m.**, in the same manner, i.e. remotely, in real time via teleconference and without the physical presence of each shareholder at the venue, due to the emergency and as part of the preventive measures taken to contain the spread of coronavirus COVID-19. The agenda items of any adjourned General Meeting will be the same as stated above, as according to Article 130 (2) of Law 4548/18, no new notice will be sent.

C.PROCEDURE FOR PARTICIPATING IN PERSON OR BY PROXY IN THE GENERAL MEETING REMOTELY IN REAL TIME VIA TELECONFERENCE

Shareholders will participate in the General Meeting by audiovisual or other electronic means (teleconference), according to the provisions of Articles 120 (3), 125 and 126 of Law 4548/2018. Access to the General Meeting shall not be allowed to shareholders, journalists and, generally, all third parties except the Board members, the Secretary, the Minister supervising the Company or his or her proxy authorised in writing and the persons in charge of holding the General Meeting.

The participation of Shareholders in the General Meeting remotely in real time by audiovisual or other electronic means, without physical presence **requires the creation and use of an electronic account by the shareholder or his or her proxy on the electronic platform** developed by the Athens Stock Exchanges Group - Athens Stock Exchange S.A. for the provision of services for conducting General Meetings remotely in real time via teleconferencing to issuing companies, on the website <https://axia.athexgroup.gr>.

To access the electronic platform, **a personal computer, a smartphone or a tablet is required**, a browser installed, and internet access.

To create the account of the shareholder or his or her proxy on the above electronic platform, **a valid email address and the mobile phone number** of the shareholder or any of his proxy are required.

In the event that upon entering the electronic platform **the above data entered by the shareholder do not match the data registered in the Dematerialised Securities System** and notified to the Company by the "Hellenic Central Securities Depository S.A." or through intermediaries, as part of facilitating shareholder identification control at general meetings remotely, provided to issuing sociétés anonymes, in accordance with Part 3 of resolution No 8 of the Board of the Hellenic Central Securities Depository S.A., "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Transactions Service", as well as the form "Terms and Conditions of the remote

General Meeting of Shareholders", **the shareholder must update the above details thereof in order to create the account.**

For this purpose, **the shareholders are requested to contact the Participant of the Securities Account at DSS or another intermediary, who acts as the trustee of the shareholder**, through whom their shares are kept, in order to disclose and/or update a valid email address and their mobile phone number for their identification.

Shareholders can contact the Company's Department for Shareholders and Corporate Announcements for any questions and information (127 Egnatias Street, GR-54635 Thessaloniki, telephone (+30) 2310966719 and 966720 (daily 07:00-14:30) and at investors@eyath.gr

Moreover, from the publication hereof until the end of the General Meeting, a help desk will operate to provide information and support to shareholders and their proxies by phone at (+30) 210 3366120, or by email at AXIAeShareholdersMeeting@athexgroup.gr.

Shareholders participating in the General Meeting remotely by teleconference, in real time, are taken into account for the formation of the quorum and the majority and will be able to effectively exercise their rights during the General Meeting.

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

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

- (a) attend by electronic or audiovisual means the conduct of the General Meeting;
 - (b) take the floor and address the Meeting orally during the Meeting,
- while at the same time through the internet platform they will be able to:
- (c) vote during the General Meeting on the agenda items; and
 - (d) receive information on the recording of their vote.

D.PROCEDURE FOR REMOTE PARTICIPATION IN THE VOTING CONDUCTED BEFORE THE GENERAL MEETING (LETTER VOTING)

Shareholders are given the opportunity to participate **in person or through their proxies** remotely in the voting, on the agenda items of the General Meeting, which (voting) will be held **before the General Meeting**.

In particular, shareholders wishing to participate in the voting remotely may use one of the following:

- (a) either exercise the right to vote before the General Meeting, through the internet platform <https://axia.athexgroup.gr/el/home> on which they will have previously created an account and will have successfully registered, according to the foregoing, **between Friday**

28.05.2021 at 11:00 a.m. and not later than twenty-four (24) hours before the date of the General Meeting (i.e. no later than 31.05.2021 at 11:00 am);

(b) or complete and send the "Letter Voting Form", with authenticity of signature verified, to the Department of Shareholders and Corporate Announcements of EYATH S.A., at 127 Egnatias Street, GR-54635 Thessaloniki, or send it digitally signed using a qualified certificate by the proxy or shareholder via email to investors@eyath.gr **not later than twenty-four (24) hours before the date of the General Meeting (i.e. not later than 31.05.2021 at 11:00 p.m.);**

(c) or by participating based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

The "Letter Voting Form" and the "Proxy Form for remote voting before the General Meeting", is available to the Shareholders in electronic format on the company's website <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/>

Shareholders who vote according to the foregoing before the General Meeting shall be counted for the formation of the quorum and majority, only if the relevant votes have been received **not later than 31.05.2021 at 11:00 am.**

It is pointed out that shareholders wishing to appoint proxies to participate remotely in the voting on the items of the General Meeting that will take place before the General Meeting, **may appoint up to one (1) proxy.** The appointment of the representative must be made **at least forty-eight (48) hours before the date of the General Meeting (i.e. not later than 30.05.2021 at 11:00 am)**

After that deadline, it will not be possible to participate through a proxy in the Voting, which will take place **before the General Meeting.**

If the quorum required is not reached for the agenda items, as well as in the event of cancellation or adjournment of the General Meeting of 1 June 2021, the right to remote voting by letter, **for the Adjourned General Meeting to be held on 15.06.2021 at 11:00 a.m., must be exercised anew** in a voting to take place before the adjourned General Meeting as follows:

(a) either by exercising the right to vote before the Adjourned General Meeting anew through the internet platform <https://axia.athexgroup.gr/el/home> in which they will have previously created an account and will have successfully registered according to the above, **from Friday 11.06.2021 at 11:00 a.m. and no later than twenty-four (24) hours before the date of the meeting of the Adjourned General Meeting (i.e. not later than 14.06.2021 at 11:00 am);**

(b) or by completing and re-sending the "Letter Voting Form", with authenticity of signature verified, to the Department of Shareholders and Corporate Announcements of EYATH S.A., at 127 Egnatias Street, GR-54635 Thessaloniki, or by re-sending it digitally signed using a qualified certificate by the proxy or shareholder via email to investors@eyath.gr **not later than twenty-four (24) hours before the date of the Adjourned General Meeting (i.e. not later than 14.06.2021 at 11:00 p.m.);**

(c) or by participating based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote according to the foregoing before the Adjourned General Meeting shall be counted for the formation of the quorum and majority, only if the relevant votes have been received **not later than 14.06.2021 at 11:00 am.**

For the Adjourned General Meeting to be held on 15.06.2021, it is pointed out that shareholders who had not appointed a proxy at the original General Meeting, or shareholders who wish to replace the proxy so appointed by them, in order to participate remotely in the voting that will take place before the Adjourned General Meeting, **may appoint up to one (1) proxy, the appointment of whom must be made at least forty eight (48) hours before the date of the Adjourned General Meeting (i.e. not later than 13.06.2021 at 11:00 am).**

After that deadline, it will not be possible to participate through a proxy in the Voting, which will take place **before** the Adjourned General Meeting.

Moreover, shareholders are asked to ensure that successful sending of the "Letter Voting Form" and its receipt by EYATH S.A. have been confirmed.

E. EXERCISING THE RIGHT TO VOTE BY PROXY

Each share entitles the holder to one vote at the General Meeting.

I) Every shareholder is entitled to participate in and vote at the General Meeting. The shareholder participates in the General Meeting and votes either in person or by proxies. A shareholder may appoint up to three (3) proxies. A proxy acting on behalf of several shareholders may vote in various manners depending on the shareholder.

Legal entities participate in the general meeting by their proxies.

A shareholder may appoint a proxy for one or several general meetings and for a specific period of time. The proxy shall vote according to the instructions of the shareholder, if any, and is obliged to file the voting instructions for at least one (1) year, from the date of the general meeting or in case of adjournment, from the last adjourned meeting in which the proxy used the power of attorney. Any failure of the proxy to comply with the instructions received does not affect the validity of the resolutions of the General Meeting, even if the vote of the proxy was decisive for the achievement of the majority.

The appointment and revocation or replacement of the proxy and the obligations of the shareholder's proxy are subject to the provisions of Article 128 (4) and (5) of Law 4548/2018.

However, if the shareholder holds shares in the Company, which appear in more than one securities account, such restriction does not prevent that shareholder from appointing different proxies for the shares appearing in each securities account in relation to the General Meeting. The shareholder's proxy is obliged to notify the Company, before the beginning of the General Meeting, of any specific event, which may be useful to the shareholders for the assessment of the risk that the proxy may serve interests other than the interests of the represented shareholder. For the purposes of this paragraph, a conflict of interest may arise in particular when the proxy: (a) is a shareholder exercising control of the Company or is another legal person or entity controlled by that shareholder, (b) is a member of the Board of Directors or of the general management of the Company or a shareholder exercising control of the Company, or of another legal person or entity controlled by a shareholder exercising control of the Company, (c) is an employee or auditor of the Company or shareholder exercising control of the Company or another legal person or entity controlled by a shareholder, who exercises control of the Company, (d) is a spouse or first degree relative of one of the natural persons referred to above under points (a) - (c).

II) Specifically, as regards the participation of the shareholder by proxy in the General Meeting of 1 June 2021 (or any Adjourned Meeting thereof) remotely, in real time, by teleconference, or as regards the participation of the shareholder by proxy in the voting to be held before the General Meeting, his or her shareholder or trustee may appoint up to one (1) proxy, whose appointment is required to be made at least forty-eight (48) hours before the date of the General Meeting (i.e. not later than 30.05.2021 at 11:00 a.m.).

Upon receipt of the above information and based on the email address and mobile phone number of the proxy, as stated in the proxy form, the proxy's account is created on the online platform, who will be notified via email in order to activate his or her account in order to be able to exercise the rights of shareholder in accordance with the foregoing.

The appointment and revocation or replacement of a shareholder's proxy shall be made in writing or electronically and notified to the Company at least **forty-eight (48) hours** before the date of the General Meeting.

The Company has the proxy form for participation in the General Meeting of 1 June 2021 remotely in real time by teleconference, in printed form, in order to be completed and signed with authentication of signature verified by a public authority (including but not limited to consular or police authority, Citizen Service Centre (KEP)) or digitally signed using a qualified certificate on its website <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/>

That form shall be sent completed and signed by the shareholder to the Department of Shareholders & Corporate Announcements of EYATH S.A., at 127 Egnatias Street, GR-54635 Thessaloniki, or via email at investors@eyath.gr not later than forty-eight (48) hours before the date of the General Meeting. Shareholders are asked to ensure that successful sending of the proxy form has been confirmed.

F. MINORITY RIGHTS OF SHAREHOLDERS:

1. If shareholders representing one twentieth (1/20) of the paid-up share capital so request, the Board of Directors is required to call an extraordinary General Meeting of Shareholders, setting a date for such meeting that shall not be more than forty-five (45) days after the date upon which the Chairperson of the Board received such request. The items on the agenda must be cited in the request. If the General Meeting is not convened by the Board of Directors within twenty (20) days of service of the request, it shall be convened by the applicant shareholders at the Company's expense by a court ruling made under the injunctive relief proceedings. Such court ruling shall specify the place and time of the meeting and the items on the agenda. That court ruling is not subject to appeal. The Board of Directors shall convene the general meeting in accordance with the general provisions.
2. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall enter on the agenda of the General Meeting that has already been convened additional items if such request arrives with the Board of Directors not less than fifteen (15) days before the General Meeting. Additional items shall be published or notified by the Board of Directors under Article 122 of Law 4548/2018, not later than seven (7) days before the General Meeting. The request for inclusion of additional items on the agenda shall be accompanied by a reasoning or a draft resolution for approval by the General Meeting and the revised agenda shall be published in the same way as the previous agenda, thirteen (13) days before the date of the General Meeting, and, at the same time, made available to the shareholders on the Company's website, together with the reasoning or the draft resolution submitted by the shareholders in accordance with the provisions of Article 123 (4) of Law 4548/2018. If those items are not published the requesting shareholders shall be entitled to request the adjournment of the General Meeting in accordance with paragraph 5 and publish them themselves under the provisions of the second subparagraph of this paragraph at the company's expense.
3. Shareholders representing one twentieth (1/20) of the paid-up capital shall be entitled to submit draft resolutions on issues included on the original or any revised agenda of the general meeting. The relevant request must be submitted to the board of directors not later than seven (7) days before the date of the general meeting, and the draft resolutions shall be made available to the shareholders, not later than six (6) days

before the date of the general meeting.

4. The Board of Directors is not obliged to include items on the agenda or publish or disclose them together with any reasoning or draft resolutions submitted by the shareholders in accordance with the preceding paragraphs, if their content is clearly contrary to law and morals.
5. At the request of one or more shareholder(s) representing one twentieth (1/20) of the paid-up share capital, the Chairperson of the General Meeting shall adjourn, only once, the decision-making of the ordinary or extraordinary General Meeting, as regards all or specific matters, for a new General Meeting to be held on the date specified in the shareholders' request, but not later than thirty (30) days after the date of said adjournment. The adjourned General Meeting shall be a continuation of the previous one and there is no need to repeat the formalities of publishing the shareholders' notice. New shareholders can also participate in it, observing the relevant participation formalities. As to the remainder, the provisions of Article 32(6) of the current articles of association shall apply.
6. At the request of any shareholder, submitted to the Company not less than five (5) full days before the General Meeting, the Board of Directors shall be obliged to provide the specific information requested to the General Meeting about Company affairs to the extent that it is useful for a real assessment of the items on the agenda. The Board of Directors may provide a single response to shareholder requests with the same content. There is no obligation to provide information when the relevant information is already available on the Company's website, in particular in the form of questions and answers.
7. Moreover, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall be obliged to inform the Ordinary General Meeting of the amounts paid over the last two years to each member of the Board of Directors or managers of the Company and all benefits given to those persons on any ground or under any contract between them and the Company. The Board of Directors may provide a single response to shareholder requests with the same content. In all the above cases the Board of Directors shall be entitled to refuse to provide such information for material cause which shall be cited in the minutes. Grounds for refusal may be, depending on the circumstances, the representation of the requesting shareholders at the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018.
8. At the request of shareholders, representing one tenth (1/10) of the paid-up share capital, which is submitted to the Company within the period of the paragraph 6 hereof, the Board of Directors is obliged to provide the General Meeting with information on the progress of corporate affairs and the Company assets. The Board of Directors may refuse to provide such information for material cause which shall be recorded in the minutes. Grounds for refusal may be, depending on the circumstances,

the representation of the requesting shareholders at the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018, provided that the relevant members of the Board of Directors have been adequately informed.

9. In the cases of the paragraphs 6, 7 and 8 of this Article, any dispute as to the validity of the reason for refusing to supply the information requested shall be settled by the Single Member Court of First Instance of the place of the Company's registered office, by means of a court ruling made under the injunctive relief proceedings. The court, with the same ruling, orders the Company to provide the information denied. That court ruling is not subject to appeal.
10. At the request of shareholders, representing one twentieth (1/20) of the paid-up capital, the voting on an item or items on the agenda shall be carried out by open ballot.
11. In all cases of this article, the requesting shareholders must prove their shareholder status and, except in the cases of the first subparagraph of paragraph 6 hereof, the number of shares they hold in the exercise of the relevant right. Proof of shareholder status is made by any legal means and in any case based on information received by the company from the central securities depository, if it provides registration services, or through the participating and registered intermediaries in the central securities depository in any other case.

G. AVAILABLE DOCUMENTS & INFORMATION

The information of Article 123 (3) and (4) of Law 4548/2018 including

- (a) the notice to General Meeting;
- (b) the total number of shares and voting rights attached to the shares at the date of notice;
- (c) the proxy form for remote participation in real time by teleconference;
- (d) the letter voting form;
- (e) the terms and conditions of the distance Ordinary General Meeting of the Shareholders of EYATH S.A.
- (f) the draft resolution on the agenda items:
 - (f)(1) the draft of the policy of suitability of the Board members;
 - (f)(2) the report of the Remuneration Committee on the 2020 remuneration of the Board members;
 - (f)(3) amendments to the articles of association;
- (g) the report of proceedings of the Audit Committee,

shall be made available in electronic format on the Company's website at <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/> and in printed form at the offices of the Department of Shareholders & Corporate Announcements of the Company at the following address: 127 Egnatias Street, GR-54635 Thessaloniki, 3rd floor

Thessaloniki, 27/04/2021

The Board of Directors of EYATH S.A.