### **NOTICE TO SHAREHOLDERS**

# OF THE SOCIÉTÉ ANONYME "PETROS PETROPOULOS AEBE" (GEMI No. 285301000) TO THE ORDINARY GENERAL MEETING

In accordance with the Law and the Articles of Association of the company with the corporate name "PETROS PETROPOULOS AEBE" (the "Company") and pursuant to the BoD decision dated 1/06/2021, the Company's shareholders are invited to the Ordinary General Meeting to be held on 22/06/2021, Tuesday, at 11:00 at the Company's registered office in Athens, at 96, Iera Odos Street, to deliberate and resolve the following Agenda items:

- 1. Submission and approval of the Annual Financial Statements for the 2020 fiscal year (1.1.2020-31.12.2020), along with the relevant reports by the Board of Directors and the Certified Auditor-Accountant.
- **2.** Approval of the profit and loss appropriation account, dividend distribution and distribution of profits to members of the Company's Board of Directors and management for the 2020 fiscal year.
- **3.** Approval of the overall management for the 2020 fiscal year.
- 4. Submission of Audit Committee Report for 2020.
- **5.** Discharge of the Certified Auditor-Accountant from all liability for the audit of the 2020 fiscal year.
- **6.** Election of an ordinary and an alternate Certified Auditor-Accountant for the audit of the 2021 fiscal year and determination of their remuneration.
- 7. Submission of the Remuneration Report for 2020 for discussion and vote.
- **8.** Approval of the Fit and Proper Policy of the members of the Board of Directors in accordance with Article 3(3) of Law 4706/2020.
- **9.** Election of a new Board of Directors and appointment of independent non-executive members.
- 10. Election of the new Audit Committee in accordance with Article 44 of Law 4449/2017.
- 11. Miscellaneous items and announcements.

In the event that no quorum is reached to discuss and decide on the above items on the agenda, shareholders are hereby invited, without the publication of a new notice, to a repeat General Meeting to be held at the same place on **Tuesday 29 June 2021 at 11:00** 

In accordance with Articles 121(4), 124(6) and 128 of Law 4548/2018, the Company would like to inform the shareholders of the following:

#### PARTICIPATION AND VOTING RIGHTS AT THE GENERAL MEETING

The right to participate in, and vote at, the General Meeting is vested in those who are indicated as shareholders in the records of the Dematerialised Securities System (DSS) managed by the Hellenic Central Securities Depository S.A. (HCSD), where all Company's securities are kept, as at the beginning of the fifth day (Record Date: 17 June 2021) prior to the General Meeting. The above Record Date shall also apply to the repeat General Meeting.

For the Company's purposes, a shareholder shall be deemed to be entitled to participate in the Ordinary General Meeting and exercise voting rights if registered on the said Record Date on the Dematerialised Securities System (DSS) of the company HELLENIC CENTRAL SECURITIES DEPOSITORY S.A. (HSCD) or is identified as such on the basis of the relevant date via registered

intermediaries or other intermediaries, in compliance with the provisions of law (Law 4548/2018, Law 4569/2018, Law 4706/2020 and Regulation (EU) 2018/1212) and the Hellenic Central Securities Depository's Internal Regulations (Government Gazette 1007/B/16.3.2021).

Proof of shareholder status shall be provided using all lawful means and in all events based on a notice received by the Company by the start of the Ordinary General Meeting from HCSD or via the said intermediaries in accordance with the above provisions. A shareholder may participate in the General Meeting on the basis of confirmations or notices under Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary, unless the meeting refuses such participation on a serious ground and justifies its refusal, in compliance with the relevant provisions (Article 19(1) of Law 4569/2018, Article 124(5) of Law 4548/2018).

It is noted that exercising the rights to participate and vote does not require the binding of a shareholder's shares or adherence to another similar procedure which would prevent the shares from being sold or transferred during the period between the record date and the date of the General Meeting.

## PARTICIPATION AND VOTING BY PROXY PROCEDURE

Each shareholder may participate and vote either in person or by proxy, by signing the relevant proxy form and appointing up to three (3) proxies. Legal entities may participate in the General Meeting by appointing up to 3 natural persons as their proxies. However, if a shareholder holds shares which appear in more than one securities account, this limitation does not prevent the shareholder from appointing different proxies for the shares which appear in each securities account in relation to the General Meeting. A proxy acting on behalf of more than one shareholder may cast a different vote for each shareholder. Before the start of the General Meeting, the proxy shall inform the Company about any specific facts which could be useful to shareholders in evaluating the risk of such proxies acting in the interests of others apart from the shareholder. There may be a conflict of interests for the purposes of this paragraph where the proxy: a) is a shareholder exercising Company control or is another legal person or entity controlled by this shareholder; b) is a member of the Board of Directors or the Company's management in general or a shareholder exercising Company control or another legal person or entity controlled by a shareholder exercising company control; c) is an employee or certified auditor of the Company or a shareholder exercising Company control or another legal person or entity controlled by a shareholder exercising Company control; d) is the spouse or first degree relative of one of the natural persons mentioned in points (a) through (c). The appointment and revocation or replacement of the representative or proxy shall be done in writing and submitted to the Company's head offices or sent by fax (+30 210 3499564) at least forty-eight (48) hours before the date of the General Meeting.

#### **MINORITY SHAREHOLDER RIGHTS**

1. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Company's Board of Directors shall enter on the agenda of the General Meeting additional items if the relevant request has been received by the Board of Directors at least fifteen (15) days before the General Meeting. The request to have additional items included in the agenda shall be accompanied by the reasons for such inclusion or a draft decision for approval by 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 shall also be made available to shareholders on the Company's website, along with the

reasoning or draft decision submitted by the shareholders, in accordance with the provisions of Article 123(4) of Law 4548/2018.

- 2. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board shall place at the disposal of the shareholders, as set forth in Article 123(4) of Law 4548/2018, at least six (6) days before the date of the General Meeting, draft decisions on the items included in the original or revised agenda, provided that the relevant request has been received by the Board at least seven (7) days before the date of the General Meeting.
- 3. At the request of any shareholder submitted to the Company at least five (5) full days before the General Meeting, the Board of Directors shall provide the General Meeting with the specific information requested on company affairs, to the extent that it is useful for a real assessment of the items on the agenda. Moreover, on a request from shareholders representing 1/20 of the paid-up capital Board of Directors shall be obliged to inform the General Meeting only 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. Moreover, on a request from shareholders representing 1/20 of the paid-up capital Board of Directors shall be obliged to inform the General Meeting only 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. In all the above cases the Board of Directors is entitled to refuse to provide such information on a serious, substantive ground which is cited in the minutes. The Board of Directors may provide a single reply 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.
- **4.** At the request of shareholders representing one tenth (1/10) of the paid-up share capital, submitted to the Company at least five (5) full days prior to the General Meeting, the Board of Directors shall provide the General Meeting with information on the current state of corporate affairs and assets. The Board of Directors is entitled to refuse to provide such information on a serious, substantive ground which is cited in the minutes.

In all the above cases, applicant shareholders shall prove their shareholder's capacity and, except in the case under the first line of point (3) above, the number of shares they hold when exercising their relevant rights. Such proof constitutes the verification of the shareholder's capacity by direct online connection of the Company to the HCSD.

#### **AVAILABLE DOCUMENTS AND INFORMATION**

The information and documents provided for in Article 123(3) and (4) of Law 4548/2018 shall be available online at the Company's website www.petropoulos.com and in hard copy at the Company's offices at 96 lera Odos Street, Athens.

1 June 2021 The Board of Directors