

**INVITATION**

**(According to article 121 par. 4 of the law 4548/2018)**

Of the shareholders of the company “**PLAISIO COMPUTERS SA**”, to **Extraordinary General Assembly**  
G.E.MI. No. 121561160000

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The Board of Directors of the Company “**PLAISIO COMPUTERS SA**” (from now on “**The Company**”), invites according to the law and the Articles of Association of the Company the shareholders of the Company to participate remotely in real-time via teleconference to Extraordinary General Assembly, in order to limit the spread and further dispersal of the corona virus COVID – 19, on **Tuesday, November 9<sup>th</sup> 2021, at 11:00**, so as to discuss and take decisions on the following matters of the Agenda:

**Issue 1st:** Increase of the Company’s share capital by the total amount of 3.752.863,05 Euros, by capitalization of (a) the total share premium reserve and (b) part of the retained earnings reserve of previous years, which (increase) will be done with the increase of the nominal value of all the Company’s shares by 0,17 Euro, or from 0,33 to 0,50 Euro.

**Issue 2nd:** Decrease of the Company’s share capital by the total amount of 3.752.863,05 Euros, which (decrease) will be done with the decrease of the nominal value of all the Company’s shares by 0,17 Euro, or from 0,50 to 0,33 Euro and return/distribution of the respective amount to the shareholders of the Company.

**Issue 3rd:** Amendment of article 5 of the Articles of Association of the Company.

The Extraordinary General Assembly of the Shareholders, on 9<sup>th</sup> November 2021, **will be conducted remotely via teleconference and with electronic means**, without the physical presence of the shareholders in the place of its holding, in accordance with the provisions of articles 120 par. 1 and 125 par. 3 of law 4548/2018, of article 22 par. 7 and 8 of the Articles of Association of the Company and the specific ones set forth herein.

According to articles 121, par. 4, 124 and 128 of the law 4548/2018, as it is currently in force, the Company informs the shareholders of the following:

**A. RIGHT TO PARTICIPATE AND VOTE IN THE EXTRAORDINARY GENERAL ASSEMBLY**

Each share bears one (1) voting right. At the Extraordinary General Assembly of 9<sup>th</sup> November 2021, only physical and legal persons that have the status of shareholder at the start of the fifth (5<sup>th</sup>) day before the Assembly date of the Extraordinary General Assembly i.e. on **04.11.2021 (“Record Date”)** are entitled to participate and vote.

For the Company, shareholders who are entitled to participate in the General Assembly and to exercise the right to vote are those that are registered on the Record Date in the Dematerialized Securities System (DSS) of the company “HELLENIC CENTRAL SECURITIES DEPOSITORY (ATHEXCSD)” or

the one identified as such based on the relevant date through registered intermediaries or other intermediaries in compliance with the provisions of the legislation (Law 4548/2018, Law 4569/2018, Law 4706/2020 and Regulation (EU) 2018/1212) as well as the Rulebook of Operation of the Hellenic Central Securities Depository (Government Gazette B' 1007/16.03.2021).

The proof of shareholder status is done by any legal means and in any case based on information received by the Company until before the start of the General Assembly by ATHEXCSD or through the above participants and intermediaries in accordance with the above provisions. A shareholder may participate in the General Assembly on the basis of confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary unless the Assembly refuses this participation for a good reason that justifies its refusal in accordance with the provisions in force (art. 19 par. 1 of Law 4569/2018, art. 124 par. 5 of Law 4548/2018).

Exercising these rights does not require either the blocking of the shares of the beneficiary or any other similar procedure which limits that ability to sell and transfer these shares during the period between the Record Date and the General Assembly.

#### **B. REMOTE PARTICIPATION AND VOTE AT THE GENERAL ASSEMBLY IN REAL TIME VIA TELECONFERENCE**

In order for shareholders to participate and vote at the Extraordinary General Assembly on 9 November 2021 which will take place remotely, in real-time by teleconference, without their physical presence, they or their proxies must create and use an electronic shareholder account at the electronic platform that has been developed by the Athens Exchange Group to provide remote General Assembly services, in real-time, by teleconference to listed companies on the website <https://axia.athexgroup.gr>.

In order to access the electronic platform a personal computer, a smartphone or a tablet is required, with a browser installed, and internet access.

In order for a shareholder or his/her proxy to create an account in the electronic platform above, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy.

If, on accessing the electronic platform the above information entered by the shareholder does not match the data registered in the Dematerialized Securities System and have been provided to the Company by the Hellenic Central Securities Depository as part of its services to facilitate shareholder identification for remote General Assemblies which are provided to listed companies in accordance with the Decision Number 8 of the Hellenic Central Securities Depository, "Technical terms procedure for the provision of the Registry, Corporate and Other Related Actions Service" shareholders must provide or update the information above, in order to create the account.

**For this purpose, shareholders are requested to contact the Operator of their Account where the shares of the Company are kept, or any other intermediary, that provides them with custody services for the shares of the Company, as the case may be, in order to notify them or to update their valid email address and mobile telephone number for identification.**

Further instructions to participate at the General Assembly by teleconference will be posted on the website of the Company ([www.plaisio.gr](http://www.plaisio.gr)).

For any questions and for instructions, shareholders may contact the Investor Relations Department of the Company by email at [ir@plaisio.gr](mailto:ir@plaisio.gr) or by telephone at +30 210-55.87.323 (daily during working days and hours).

Furthermore, starting with the publication of the present and until the end of the General Assembly, a help desk will operate that will provide information and support shareholders and their representatives at + 30 210-33.66.120 or by email at [AXIAeShareholdersMeeting@athexgroup.gr](mailto:AXIAeShareholdersMeeting@athexgroup.gr).

Shareholders that will participate at the General Assembly by teleconference in real-time are taken into consideration for the formation of the quorum and majority and will be able to exercise their rights effectively during the General Assembly.

Shareholders that have successfully connected to the internet platform will be able to participate in the General Assembly by tele-conference in real-time via a link that will be sent to them by email.

By activating the teleconference application (Cisco Webex) through the link at the start of the General Assembly, shareholders will be able to:

- a) follow the proceedings of the General Assembly with electronic or audiovisual means,
- b) take the floor and address the General Assembly orally during the General Assembly, while at the same time through the internet platform, they will be able to:
- c) vote in real-time during the GM on the matters of the agenda, and
- d) receive information on the recording of their vote.

### **C. MINORITY SHAREHOLDERS' RIGHTS**

a) At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors of the Company is required to include in the agenda of the Extraordinary General Assembly additional items, if the relevant request is communicated to the Board by **25.10.2021, i.e. at least fifteen (15) days before the date of the Extraordinary General Assembly**. The additional items must be published or notified, under the responsibility of the Board of Directors, according to article 122 of law 4548/2018 until **02.11.2021, ie at least seven (7) days before the Extraordinary General Assembly**. The request for additional items must be accompanied by a justification or a draft resolution to be approved by the General Assembly and the revised Agenda should be published in the same way as the previous Agenda, by **27.10.2021, i.e. thirteen (13) days before the date of the above General Assembly** and at the same time will be released on the Company's website (see below), along with the justification or the draft decision submitted by shareholders in accordance with article 123 par. 4 of c.l.4548/2018. If these items are not published, the requesting shareholders are entitled to request the postponement of the General Assembly, in accordance with paragraph 5 of article 141 of Law 4548/2018 and to proceed with the publication themselves, according to the provisions of the second paragraph of this paragraph, at the expense of the Company.

b) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft decisions for items that are included in the initial or any revised daily agenda of the General Assembly. The request must reach the Board of Directors at least **seven (7) days before the date of the General Assembly, i.e. by 02.11.2021 at the latest**, and the draft decisions are made available to shareholders in accordance with the provisions of paragraph 3 of article 123 of law

4548/2018 **at least six (6) days before the date of the General Assembly, i.e. by 03.11.2021 at the latest.**

c) At the request of any shareholder submitted to the Company by **03.11.2021, i.e. at least five (5) full days before the General Assembly**, the Board of Directors is obligated to provide to the General Assembly the requested specific information regarding the affairs of the Company, only if the information is relevant to the items of the Agenda of the General Assembly. 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. The Board of Directors may refuse to provide the information for a substantial reason, which is recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting shareholders in the Board of Directors, according to articles 79 or 80 of law 4548/2018. The Board of Directors may respond uniformly to shareholder requests with the same content.

d) At the request of shareholders representing one tenth (1/10) of the paid-up share capital, which is communicated to the Company by **03.11.2021, i.e. at least five (5) full days before the General Assembly**, the Board of Directors is obligated to provide to the General Assembly the requested information regarding the Corporate Affairs and assets and liabilities of the Company. The Board of Directors has the right to refuse to provide such information for a substantial reasonable cause, which is indicated in the minutes. Such a reason may be the representation of the requesting shareholders to the Board of Directors, in accordance with articles 79 or 80 of Law 4548/2018, provided that the corresponding members of the Board of Directors have received this information in a manner that is adequate.

e) At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the voting procedure in an issue or issues of the Agenda is acting by open vote.

In all the above-mentioned cases the applicant shareholders must prove their shareholder status and, except for the case of the first paragraph of par. 6 of article 141 of law 4548/2018, the number of shares they hold during the exercise of the relevant right.

The proof of the shareholder status can be done by any legal means and in any case based on information received by the Company from the Société Anonyme under the name "HELLENIC CENTRAL SECURITIES DEPOSITORY (ATHEXCSD)", or through the participating and registered intermediaries in the central securities depository in any other case.

#### **D. PROCEDURE FOR PROXY VOTING**

1) Shareholders may participate in the Extraordinary General Assembly and vote either in person or by proxy. Each shareholder, individual, may appoint up to three (3) proxies for the General Assembly. Legal entities may take part in the General Assembly by appointing as proxies up to three (3) individuals. In cases where a shareholder owns Company shares that are held in more than one Investor Securities Account, the above limitation does not prevent the shareholder from appointing separate proxies for the shares appearing in each Account. A proxy holding proxies from several shareholders may cast votes differently for each shareholder.

The proxy votes in accordance with the shareholder's instructions, if there are any. Non-compliance by the proxy with the instructions received does not affect the validity of the decisions of the General Assembly, even if the proxy's vote was decisive in achieving the majority.

Before the commencement of the General Assembly, the proxy must disclose to the Company any particular facts that may be of relevance for shareholders in assessing the risk that the proxy may pursue interests other than those of the shareholder. A conflict of interest may arise in particular when the proxy:

- a) is a controlling shareholder of the Company or is another controlled entity by such shareholder;
- b) is a member of the Board of Directors or of the Management of the Company or of a controlling shareholder or a controlled entity by such shareholder;
- c) is an employee or an auditor of the Company, or of a controlling shareholder or a controlled entity by such shareholder;
- d) is the spouse or a close relative (1st degree) of any natural person referred to in (a) to (c) hereinabove.

A proxy is appointed or revoked in written and is disclosed to the Company also in the same manner, at least forty eight (48) hours prior to the date of the Extraordinary General Assembly (i.e. by 11:00 on 07.11.2021 at the latest), or the case of shareholders that are identified through intermediaries, through confirmations or notifications of articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

**II) Specifically for shareholder participation by proxy at the Extraordinary General Assembly on 9<sup>th</sup> November 2021, remotely in real-time by teleconference**, shareholders or their custodian can appoint **up to one (1) proxy**, whose appointment must be made at least forty-eight (48) hours before the date of the General Assembly (i.e. by 11:00 on 07.11.2021 at the latest).

Upon receipt of the information above by the Company, and based on the email address and mobile telephone of the representative, as declared in the proxy document, the Company creates an account for the proxy on the electronic platform; the proxy is informed by email in order to activate the account in order to exercise the rights of the shareholder in accordance with what is referred above.

The Company has made available document to appoint a proxy to participate in the General Assembly on 9 November 2021 remotely in real-time by teleconference. This document is available to shareholders in hard copy at the Investor Relations Department of the Company (Thesi Skliri, Magoula, Athens), and in electronic form on the website of the Company (<http://www.plaisio.gr>).

The abovementioned document must be filled-in, signed with the signature authenticity verified, and submitted to the Investor Relations Department of the Company, at: Thesi Skliri, Magoula, Athens, or digitally signed by using a recognized digital signature (qualified certificate) by the proxy or shareholder by e-mail at [ir@plaisio.gr](mailto:ir@plaisio.gr) at least forty eight (48) hours before the date of the General Assembly (i.e. by 11:00 on 07.11.2021 at the latest).

Shareholders are responsible for confirming the successful dispatch of the appointment in writing and receipt by the Company and may contact by telephone for this reason: +30 210-5587323.

**F. Availability of documents and information**

The information of paragraphs 3 and 4 of article 123 of law 4548/2018 and in particular the Invitation to the Extraordinary General Assembly, the total number of shares and the voting rights that the shares incorporate on the date of the Invitation, the document for exercising the right to vote by proxy in real time via video conference, draft decisions on each item on the proposed agenda, documents to be submitted to the General Assembly, the voting form, the terms and conditions of the remote General Assembly of shareholders and the information for the processing of personal data of the shareholders and other participants in the remote General Assembly, are available in electronic form on the Company's website (<http://www.plaisio.gr>) and in hard copy to at the Headquarters of the Company in Magoula Athens, Thesi Skliri.

Magoula, 15 of October 2021

The Board of Directors