

## Resolutions of the Annual Ordinary General Meeting of the Shareholders

The Société Anonyme under the name "**THRACE PLASTICS HOLDING AND COMMERCIAL SOCIETE ANONYME**" and the distinctive title "**THRACE PLASTICS CO. S.A.**" (hereinafter referred to for brevity reasons as the "Company"), announces that on **Wednesday, 25<sup>th</sup> of May 2022, at 11:00 am**, the Annual Ordinary General Meeting of its shareholders was held remotely in real time via teleconference and without the physical presence of shareholders at the venue, which was attended, either in person or via proxy, **by seventy eight (78) shareholders in total representing 31,977,948 common, registered shares and equivalent voting rights, namely 74.19% of the share capital and voting rights of the Company.**

It is noted that for 635.818 common, registered shares, the attendance and voting rights are being suspended according to the provisions of article 50, paragraph 1 section a' of L. 4548/2018, being treasury (own) shares of the Company and, therefore, these shares are not accounted for in the formation of quorum.

The Annual Ordinary General Meeting of the Company's shareholders (hereinafter referred to for brevity reasons as "AGM") adopted the following resolutions on the daily agenda items, as presented based on the voting results for each item, in accordance with the provisions of article 133 paragraph 2 of L. 4548/2018, which have also been posted on the Company's lawfully registered website ([www.thracegroup.gr](http://www.thracegroup.gr)).

**On the 1<sup>st</sup> item**, the shareholders approved by majority the Annual Financial Statements (separate and consolidated) for the fiscal year ended December 31, 2021 (01.1.2021 - 31.12.2021), and they also approved in total the Annual Management Report of the Board of Directors as of 12.04.2022 and the Report of the Company's Certified Auditor Accountant as of 14.04.2022, included in the annual Financial Report for the fiscal year 2021, which has been prepared in accordance with the legal framework as in force, and is posted in the official address of the Company's website (<http://www.thracegroup.gr>), legally registered in the General Electronic Commercial Registry (G.E.M.I.), and through sending the above to the website of the Regulated Market in which the Company's shares are traded in, as well as in the Hellenic Capital Market Commission.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,919,922

Against: 0

Abstention (present): 58,026

**On the 2<sup>nd</sup> item**, it was submitted to the AGM and read the Annual Report of the Audit Committee for the fiscal year 2021 (01.01.2021-31.12.2021), in accordance with the provisions of article 44, par. 1, sect. h' of Law 4449/2017, as in force after its amendment by article 74, par. 4 of Law 4706/2020, for the purpose of providing a complete, adequate and detailed information to the shareholders regarding the activities of the Audit Committee during the fiscal year ended December 31, 2021.

Furthermore, the AGM was informed about the Report of the Independent Non-Executive Members of BoD, which was read and submitted to the AGM in accordance with the provisions of article 9 par. 5 of L. 4706/2020.

**On the 3<sup>rd</sup> item** the shareholders approved unanimously the appropriation of results for the fiscal year 2021 (01.01.2021-31.12.2021) and specifically they approved the distribution (payment) of total dividend amounting to 11.750.000,00 Euro (gross amount) to the shareholders of the Company from the profits of the fiscal year ended December 31, 2021.

Given that the Company, pursuant to the relevant decision of its Board of Directors dated 24.09.2021, has already made the allocation (distribution) to the shareholders of an interim dividend for the fiscal year 2021 of a total amount of 4,750,000.00 Euros (gross amount), i.e. 0.109858877 Euros per share (gross amount increased by the amount corresponding to the treasury shares that the Company held at the cut-off date of interim dividend), the Annual Ordinary General Meeting of shareholders approved unanimously the distribution of the remaining amount of the dividend, and in particular of the amount of 7,000,000.00 Euros (gross amount), i.e. 0.1600312674 Euros per share (gross amount), which amount will be increased by the amount corresponding to the treasury shares that the Company will hold at the dividend cut-off date and which (treasury shares) are excluded from the distribution, according to the provisions of article 50 of Law 4548/2018 as in force.

The above final (gross) amount of the dividend is subject to 5% tax withholding, in accordance with articles 40 par. 1 and 64 par. 1 of Law 4172/2013 (Government Gazette A' 167/23.07.2013), as in force.

Entitled to receive the above dividend are the shareholders registered in the records of the Dematerialized Securities System (DSS) on Tuesday, 31<sup>st</sup> May 2022 (record date).

Monday, 30<sup>th</sup> May 2022 was set as the ex-dividend date according to article 5.2 of the ATHEX Rulebook.

Payment of dividend will commence on Friday, 3<sup>rd</sup> June 2022, and will be implemented through the Banking Société Anonyme under the trade name “PIRAEUS BANK S.A.”, according to the procedure stipulated by the ATHEX Rulebook as in force.

At the same time, with the above resolution adopted unanimously, the AGM of the shareholders authorized the Board of Directors of the Company for the appropriate and timely implementation and processing of the resolution adopted today on the distribution (payment) of dividend.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,977,948

Against: 0

Abstention (present): 0

**On the 4<sup>th</sup> item** the shareholders approved by majority the overall management of the Board of Directors for the fiscal year ended December 31, 2021, the discharge of the Certified Auditors of the Company from any liability for indemnity regarding the facts and the overall management for the fiscal year 2021 (01.01.2021-31.12.2021) as well as for the Annual Financial Statements of the fiscal year 2021.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,858,969

Against: 60,953

Abstention (present): 58,026

**On the 5<sup>th</sup> item** the shareholders approved by majority, following the relevant proposal by the Company’s Audit Committee, the election of the Audit Company under the trade name “PRICEWATERHOUSECOOPERS AUDIT COMPANY S.A” registered with the Public Records of article 14 of Law 4449/2017, for the regular audit of the annual and half year Financial Statements (separate and consolidated) for the current fiscal year 2022.

It is noted that the above Audit Company will undertake the process and issue the annual tax certificate and the tax compliance report of the Company for the financial year 2022, in accordance with provisions of the article 65A of L. 4174/2013.

Finally, with the same resolution adopted by majority, the AGM of the shareholders authorized the Board of Directors to conclude a final agreement with the above Audit Company with regard to the level of its fees for the audit of the current financial year as appointed, and the issuance of the tax certificate, as well as to send the written notification-mandate to the elected Audit Company within five (5) days from the date of its election.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,917,728

Against: 60,220

Abstention (present): 0

**On the 6<sup>th</sup> item** the shareholders approved by majority the fees, salaries, remunerations, and other benefits, paid to the members of the Board of Directors for the services provided to the Company during the closing financial year 2021 (01.01.2021 - 31.12.2021), which are in line with the approved and in force Remuneration Policy of the Company.

Furthermore, an annual remuneration was approved by this majority approval, to the Chairman of the BoD, following a proposal made by the Remuneration & Nomination Committee and according to Company's Remuneration Policy, totally an amount of Euro 170,000, which is defined as participation in the net earnings of the Group Companies for the fiscal year (01.01.2021-31.12.2021).

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,302,263

Against: 675,685

Abstention (present): 0

**On the 7<sup>th</sup> item**, the shareholders voted by majority positively on the Remuneration Report of fiscal year 2021, which was prepared in accordance with the provisions of article 112 of L. 4548/2018, containing a comprehensive overview of the total remuneration of the members of the Board of Directors (executive and non-executive), and explaining how the Remuneration Policy of the Company was implemented for the immediately preceding fiscal year.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,228,284

Against: 749,664

Abstention (present): 0

**On the 8<sup>th</sup> item**, the shareholders approved by majority the new Remuneration Policy, prepared in accordance with the provisions of articles 110 and 111 of L. 4548/2018, by the Remuneration & Nominations Committee, which defines the specific framework, terms and basic principles followed during the process of determining the remuneration and other benefits paid to persons falling within its scope.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,228,284

Against: 749,664

Abstention (present): 0

**On the 9<sup>th</sup> item**, the shareholders approved by majority the fees, salaries, remuneration and other benefits, which will be paid to the members of the Board of Directors during the current fiscal year 2022 (01.01.2022-31.12.2022), which are in accordance with the new Remuneration Policy, that was approved during the discussion of the previous item of the daily agenda, and pursuant to the same resolution adopted by majority provided the relevant permission for advance payment of the said remuneration to the above persons for the time period until the next Ordinary General Meeting, in accordance with the provisions of article 109 of L. 4548 / 2018, as in force.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 30,998,284

Against: 692,118

Abstention (present): 287,546

**On the 10<sup>th</sup> item**, the shareholders approved unanimously the new Suitability Policy of the members of the Board of Directors of the Company, which was prepared in accordance with the provisions of article 3 of L. 4706/2020 and the guidelines of the Hellenic Capital Market Commission, as analyzed in particular in the Circular with number 60/18.09.2020.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,977,948

Against: 0

Abstention (present): 0

**On the 11<sup>th</sup> item**, the shareholders approved unanimously the granting pursuant to article 98 paragraph 1 of L. 4548/2018 as in force, of relevant permission to the Members of the Board of Directors, the General Managers and the Managers of the Company, in order to participate in the Board of Directors or management of subsidiaries or affiliated companies (current and/or future) of the Company and subsequently of the Group.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,977,948

Against: 0

Abstention (present): 0

**On the 12<sup>th</sup> item**, it was announced to the Annual Ordinary General Meeting the election of Mr. Athanasios Dimiou of Georgios, as the new non-executive member of Board of Directors in the position -and for the remaining of the term (i.e. until 11.02.2026)- of the resigned non-executive member Mr. Petros Fronistas of Christos, in accordance with the provisions of article 82 par. 1 of law 4548/2018, as in force.

The above election took place at the meeting of the Board of Directors on 28.07.2021 after the submission of a relevant proposal by the Remuneration & Nomination Committee and is in full compliance and harmonization with the principles and criteria of suitability and diversity adopted and applied by the Company.

Number of shares for which valid votes were casted: 31,977,948

Percentage of total share capital, after the deduction of own shares: 74.19%

Total number of valid votes: 31,977,948

In favor: 31,967,811

Against: 10,137

Abstention (present): 0.