



ATHEX
Athens Stock Exchange

21st Annual General Meeting of the shareholders
of the limited liability Company

HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.

(General Electronic Commercial Registry (GEMI) No 003719101000
former Companies Reg. Number 45688/06/B/00/30)

(Fiscal year 01.01.2021 – 31.12.2021)

Thursday 2 June 2022 @ 18:00

110 Athinon Ave

TABLE OF CONTENTS

1. INVITATION.....	3
2. PROPOSALS OF THE BOARD OF DIRECTORS ON THE ITEMS OF THE AGENDA	11
3. Document for participating remotely at the voting taking place before the General Meeting (mail vote document).....	19
4. Proxy document for appointing a representative to participate remotely by teleconference	22
5. Proxy document for appointing a representative to vote before the General Meeting.....	25
6. Ballot	28
7. TOTAL NUMBER OF SHARES AND VOTING RIGHTS	33
8. DRAFT DECISIONS OF THE GENERAL MEETING	34

1. INVITATION

TO SHAREHOLDERS OF THE COMPANY

“HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.”

General Electronic Commercial Registry (GEMI) No 3719101000
(former Companies Reg. Number 45688/06/B/00/30)

TO THE TWENTY FIRST (21ST) ANNUAL GENERAL MEETING
(FISCAL YEAR 01.01.2021 – 31.12.2021)

In accordance with the law and the Articles of Association of the Company, and the decision of its Board of Directors on 12 May 2022, shareholders of “HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.”, headquartered in Athens, 110 Athinon Ave, are invited to the twenty first (21st) Annual General Meeting, which will take place on **Thursday 2 June 2022 at 18:00**, which will meet in a hybrid manner, i.e. with the physical presence of shareholders at the registered office of the Company and with the participation of shareholders remotely by teleconference. In the same way, the persons of par. 1 and 2 of article 127 of Law 4548/2018 may also be present at the General Meeting.

The items of the agenda of the General Meeting are as follows:

1. Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.
2. Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.
3. Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.
4. Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.
5. Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.
6. Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.
7. Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.
8. Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.
9. Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.
10. Announcement of the election of a member of the Board of Directors to replace a member that resigned.
11. Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.

12. Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.
13. Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.
14. Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.

If the quorum, as required by the Law and the Articles of Association in order to decide any of the items of the original agenda, is not obtained during the meeting of 2 June 2022, the General Meeting will convene again in a Repeat Meeting on **Wednesday 8 June 2022 at 18:00** (hereinafter “Repeat Meeting”) without the publication of a new invitation and will meet in the same way, i.e. hybrid, with the physical presence of shareholders at the registered office of the Company and with the participation of shareholders remotely by teleconference. In the same way, the persons of par. 1 and 2 of article 127 of Law 4548/2018 may also be present at the General Meeting.

A. Right to participate and vote at the General Meeting

At the General Meeting of 2 June 2022, every physical and legal person that has the status of shareholder at the start of the fifth (5th) day before the meeting date of the Annual General Meeting, i.e. on **28 May 2022 (“Record Date”)** is entitled to participate and vote.

The record date of 28 May 2022 is the record date for the Repeat General Meeting on 8 June 2022 (if the quorum, as required by the Law and the Articles of Association in order to decide any of the items of the original agenda on 02.06.2022 is not obtained during that meeting). Also, the same Record Date is valid in case of postponed General Meeting, provided that the postponed meeting is not more than thirty (30) days from the Record Date. If any postponed General Meeting is more than thirty (30) days away from the Record Date, whoever has the status of shareholder status to the above at the beginning of the third (3rd) day before the day is entitled to participate in the postponed General Meeting.

For the Company, shareholders who are entitled to participate in the General Meeting 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 4569/2019, 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 Meeting by ATHEXCSD or through the above intermediaries in accordance with the above provisions. A shareholder may participate in the General Meeting on the basis of confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary unless the Meeting 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 the ability to sell and transfer these shares during the period between the Record Date and the General Meeting.

Shareholders that do not comply with the deadline in par. 4 of article 128 of Law 4548/2018, i.e. that do not submit in writing or by electronic means the appointment of proxies or representatives to the Company at least forty-eight (48) hours before the appointed date of the General Meeting, participate at the General Meeting unless the General Meeting refuses this participation for good reason which justifies this refusal.

B. Participating and exercising the right to vote at the General Meeting remotely in real-time by teleconference

In order for shareholders to participate and vote at the Annual General Meeting on 2 June 2022 or at any Repeat meeting 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 Meeting services, in real-time, by teleconference to listed companies on the website <https://axia.athexgroup.gr/en/home>.

The internet platform is provided by ATHEXCSD, while for the teleconference the webex group of tools/services is provided by Cisco Hellas S.A.

In order to access the electronic platform a personal computer, a smartphone or a tablet is required, 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 information registered in the Dematerialized Securities System or the identification information that has been provided to the Company by the Hellenic Central Securities Depository or through intermediaries, as part of its services to facilitate shareholder identification for remote general meetings which are provided to listed companies in accordance with Part 3 of Decision No 8 of the Hellenic Central Securities Depository, "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Actions Service", as well as the document "Terms and Conditions for the remote General Meeting of Shareholders", shareholders must provide or update the information above, in order to create the account.

For this purpose, and in order to avoid dysfunctions, shareholders are requested to contact without delay the Participant of the Securities Account in the DSS or other intermediary acting as custodian through which their shares are kept, in order to notify them or to update their valid email address and mobile telephone number for identification.

Further instructions for participation in the General Meeting by teleconference will be posted on the website of the Company and will be sent by the Company via email to shareholders that have completed the above procedure and are eligible to participate at the Annual General Meeting or any Repeat meetings.

For any questions and for instructions, shareholders may contact the Investor Relations Department of the Company by email at investor-relations@athexgroup.gr or by telephone at +30 210 3366.616 (daily between 09.00 and 17.00).

Furthermore, starting with the publication of the present and until the end of the General Meeting, a help desk will operate that will provide information and support shareholders and their representatives at + 30 210 3366 120 or by email at AXIAeShareholdersMeeting@athexgroup.gr.

Shareholders that participate at the General Meeting 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 Meeting.

On the date of the General Meeting, in order to participate in the proceedings, shareholders must log in on time through the Internet Platform, at least fifteen minutes (15') before the start time of the General Meeting announced in the Invitation and state the number of voting rights with which they will participate in the General Meeting and vote and, whether they wish to amend it (to a smaller amount).

Shareholders that have successfully connected to the internet platform will be able to participate in the General Meeting by teleconference 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 Meeting, shareholders will be able to:

- a) follow the proceedings of the General Meeting with electronic or audiovisual means,
- b) take the floor and address the General Meeting orally during the General Meeting,

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. Procedure for participating in the vote that takes place before the General Meeting (Mail Vote)

I. Shareholders have the option to participate, in person or by proxy, at the vote on the items of the General Meeting that will take place before the General Meeting, under the conditions of article 126 of Law 4548/2018, as well as the following.

Shareholders that wish to participate and vote on the items of the General Meeting that will take place before the General Meeting, can make use of the following options:

- a) Either by exercising the right to vote before the General Meeting through the electronic platform <https://axia.athexgroup.gr/en/home> in which they have previously created an account and have successfully registered as described in B. above, during the time period **until twenty-four (24) hours before the date of the General Meeting (i.e. until 18.00 on 01.06.2022 at the latest).**
- b) Or by completing and sending anew to the Investor Relations Department of the Company the “Mail vote document” which has been published at <https://www.athexgroup.gr/web/guest/helixinvestors-general-meetings> with the signature authenticated, at: 110 Athinon Ave, 10442 Athens Greece, or digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the shareholder, via email at investor-relations@athexgroup.gr, **until twenty-four (24) hours before the date of the General Meeting (i.e. until 18.00 on 01.06.2022 at the latest).**
- c) Or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the General Meeting are counted to form the quorum and majority, provided that the votes in question have been received by the Company **by 18.00 on 01.06.2022** at the latest.

II. It is noted that shareholders that wish to appoint proxies to participate remotely at the vote on the items of the General Meeting which will take place before the General Meeting, can appoint up to one (1) proxy; the appointment must be made **at the latest forty-eight (48) hours before the date of the General Meeting (i.e. by 18.00 on 31.05.2022 at the latest), as specifically described below in D II.**

Following this deadline, it will not be possible to participate by proxy in the vote that will take place **before the General Meeting.**

III. If the quorum, as required by the Law and the Articles of Association in order to decide the whole or part of the original agenda, is not obtained during the meeting of 2 June 2022, at the Repeat General Meeting which will take place on 8 June 2022 at 18.00, the right to vote remotely, by mail vote **must be exercised again**, by a vote that will take place before the Repeat General Meeting, in the following ways:

- a) Either by exercising again the right to vote before the General Meeting through the electronic platform <https://axia.athexgroup.gr/en/home> in which they have previously created an account and have successfully registered as described in B. above, during the time period **from 03.06.2022 @ 12.00 and until twenty-four (24) hours before the date of the Repeat General Meeting (i.e. until 18.00 on 07.06.2022 at the latest).**

- b) Or by completing and sending to the Investor Relations Department of the Company a new “Mail vote document” for the items for which no decision was taken on 2 June 2022, which will be provided by the Company, with the signature authenticated, at: 110 Athinon Ave, 10442 Athens Greece, or digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the shareholder, via email at investor-relations@athexgroup.gr, **at least twenty-four (24) hours before the date of the Repeat General Meeting (i.e. by 18.00 on 07.06.2022 at the latest).**
- c) Or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the General Meeting are counted for the formation of the quorum and majority, provided that the votes in question are received by the Company **by 18.00 on 07.06.2022** at the latest.

IV. For the potential Repeat General Meeting on 8 June 2022, shareholders that had not appointed a proxy for the initial General Meeting, or shareholders that wish to replace the proxy that had been appointed, in order to participate remotely at the vote that will take place before the General Meeting, can appoint up to one (1) proxy, **at least forty-eight (48) hours before the date of the General Meeting (i.e. by 18.00 on 06.06.2022 at the latest), as specifically mentioned below in D II.**

After that date, it will not be possible to participate by proxy at the vote that will take place **before the Repeat General Meeting.**

For any questions and for instructions, shareholders may contact the Investor Relations Department of the Company by email at investor-relations@athexgroup.gr or by telephone at +30 210 3366.616 (daily between 09.00 and 17.00).

In addition, shareholders are asked to confirm that the “Mail Vote document” is successfully sent and received by the Company, and can, for this purpose, call +30 210 3366 616 (Investor Relations Department).

D. Participation process and vote by proxy

I. Shareholders participate in the Annual General Meeting and vote either in person or by proxy. Each shareholder may appoint up to three (3) proxies. However, if a shareholder possesses shares of the Company that are held in more than one Investor Securities Account, the above restriction cannot prevent the shareholder from appointing different proxies for the shares in each investor account for a particular General Meeting. A proxy appointment can be freely recalled. A proxy that acts for more than one shareholders can vote differently for each shareholder.

Shareholders may appoint a proxy for one or more General Meetings and for a specific period of time. 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 Meeting, even if the proxy’s vote was decisive in achieving the majority.

The shareholder proxy is obliged to notify the Company, before the start of the General Meeting, about any specific event, which may be useful to shareholders in order to assess the risk that the proxy may serve other interests besides the interests of the shareholder.

A conflict of interest may arise particularly when the representative is:

- a) A shareholder that exercises control of the Company, or other legal person or entity that is controlled by that shareholder,
- b) A member of the Board of Directors or in general of the management of the Company or a shareholder that exercises control of the Company, or other legal person or entity that is controlled by that shareholder, which exercises control of the Company.

- c) An employee or a certified auditor of the Company or a shareholder that exercises control, or other legal person or entity that is controlled by a shareholder that exercises control of the Company.
- d) A spouse or a relative in the first degree with one of the private individuals that are mentioned in cases a) to c).

The appointment and revocation or replacement of the proxy or representative takes place in writing or by electronic means that are submitted to the Company at least forty-eight (48) hours before the appointed date of the General Meeting. Notification of the appointment and revocation or replacement of the proxy by electronic means is by electronic mail at the email address on the Invitation to the General Meeting, 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 General Meeting on 2 June 2022 or any Repeat Meetings, remotely in real-time by teleconference, or for shareholder participation by proxy in the vote on the items of the General Meeting that will take place before the General Meeting, shareholders or Participants in the Securities Accounts in the DSS or other intermediaries acting as custodians of the shareholders through which the shares are kept, can appoint up to one (1) proxy, whose appointment must be made at least forty-eight (48) hours before the date of the General Meeting (i.e. by 18.00 on 31.05.2022 at the latest for the initial General Meeting and by 18.00 on 06.06.2022 at the latest for the Repeat Meeting).

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 to in B. and C. above.

The Company has made available documents:

- a) To appoint a proxy to participate in the General Meeting on 2 June 2022; and
- b) To appoint a proxy to vote on the items of the General Meeting that will take place before the General Meeting.

These documents are available to shareholders in hard copy at the Investor Relations Department of the Company (110 Athinon Ave, tel. +30 210 3366 616), and in electronic form on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings)

The appropriate document must be filled-in, signed with the authenticity of the signature verified, and submitted to the Investor Relations Department of the Company, at: 110 Athinon Ave, 10442 Athens, or digitally signed by using a recognized digital signature (qualified certificate) by the proxy or shareholder by e-mail at investor-relations@athexgroup.gr at least forty eight (48) hours before the date of the General Meeting. Shareholders are asked to ensure that the proxy appointment document is successfully dispatched and received by the Company and may call for this purpose: +30 210 336 6616 (Investor Relations Department).

E. Deadlines for exercising minority shareholder rights (par. 2, 3, 6 and 7 of article 141 of Law 4548/2018)

1. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to include additional items on the agenda of the General Meeting, which has already been convened, if the relevant request is received by the Board of Directors at least fifteen (15) days prior to the General Meeting, i.e. by 18 May 2022 at the latest. The additional items must be published or disclosed, under the responsibility of the Board of Directors, in accordance with article 122 of Law 4548/2018, at least seven (7) days before the General Meeting, i.e. by 26 May 2022 at the latest. The request to include additional items on the agenda is accompanied by a justification or a draft decision for approval by the General Meeting, and the revised agenda is published in a similar manner as the previous agenda,

thirteen (13) days before the date of the General Meeting, i.e. by 20 May 2022 at the latest, and simultaneously made available to shareholders on the website of the Company together with the justification or the draft decision that has been submitted by shareholders, in accordance with the provisions in paragraph 4 of article 123 of Law 4548/2018. If these items are not published, the requesting shareholders are entitled to request the postponement of the General Meeting, in accordance with paragraph 5 and to make the publication themselves, in accordance with the second subparagraph of the present paragraph, at the expense of the Company.

2. 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 agenda of the General Meeting. The request must reach the Board of Directors at least seven (7) days before the date of the General Meeting, i.e. by 26 May 2022 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 Meeting, i.e. by 27 May 2022 at the latest.
3. Following a request by any shareholder, which is submitted to the company at least five (5) full days before the General Meeting, i.e. by 27 May 2022 at the latest, the Board of Directors is obliged to provide the General Meeting with the information specifically requested concerning Company affairs, insofar as they are relevant to the items on the agenda. There is no obligation to provide information, when the information is already available on the website of the Company, especially if it is available in the form of questions and answers. In addition, at the request of shareholders representing one twentieth (1/20) of the paid-in share capital, the Board of Directors is obliged to announce to the General Meeting, provided it is an Annual meeting, the amounts that, over the previous two years, have been paid to each member of the Board of Directors or to Directors of the Company, as well as any benefit to these persons for whatever reason or by whatever contract of the Company with them. In all of the abovementioned cases, the Board of Directors may refuse to provide such information for sufficiently important reason, which is recorded 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. In the cases referred to in this paragraph, the Board of Directors may answer once to shareholder requests having the same content.
4. At the request of shareholders representing one tenth (1/10) of the paid-up share capital, which is submitted to the Company at least five (5) full days before the General meeting, i.e. by 27 May 2022 at the latest, the Board of Directors is obliged to provide to the General Meeting information about the course of corporate affairs and the assets of the Company. The Board of Directors may refuse to provide information for sufficiently important reason which is recorded in the minutes. Such a reason may be the representation of the requesting shareholders on 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.

In all of the abovementioned cases, requesting shareholders are obliged to prove their shareholder status and, with the exception of the case of the first subparagraph of paragraph 3, the number of shares they possess during the exercise of the relevant right.

Proof of the status of shareholder can be provided by any legal means, and in any case based on the information received by the Company electronically from the company “Hellenic Central Securities Depository” with an electronic connection of the Company to DSS or through the Participant of the Securities Account in the DSS or other intermediary acting as custodian of the shareholder through which shares are kept. For more information regarding the minority shareholder rights, shareholders may refer to the provisions of article 141 of Law 4548/2018.

All of the above information on minority rights and the conditions for exercising them are available on the website of the Company (www.athexgroup.gr).

F. Availability of documents and information

The information of par. 3 and 4 of article 123 of Law 4548/2018, and in particular the Invitation to the General Meeting, the total number of shares and voting rights that these shares incorporate on the Invitation date, the documents for exercising the right to vote by proxy, the documents for exercising the right to vote by mail, the documents that will be submitted to the General Meeting, the draft decisions on the items of the proposed agenda, as well as information regarding the exercise of minority rights of par. 2, 3, 6 and 7 of article 141 of Law 4548/2018 are available in electronic form on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings) and in hard copy at the Investment Relations Department of the Company (110 Athinon Ave, tel. +30-210 336 6616).

Athens, 12 May 2022

The Board of Directors

2. PROPOSALS OF THE BOARD OF DIRECTORS ON THE ITEMS OF THE AGENDA

ITEM #1: **Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors**

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors proposes to the General Meeting that it approve the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021. The Annual Financial Report includes the Annual Financial Statements for fiscal year 01.01.2021 – 31.12.2021 that have been approved by the Board of Directors (meeting 397/28.03.2022) and the relevant declarations and reports by the Board of Directors and the Auditors.

The Annual Financial Report for 2021 and the relevant Press Release are available on the website of the Company (www.athexgroup.gr/web/guest/athex-financial-results).

ITEM #2: **Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend**

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors proposes to the General Meeting that it approve the distribution of the net earnings for fiscal year 01.01.2021 – 31.12.2021 amounting to €6,185,309 (Earnings Before Taxes €6,217,393 based on IFRS, less the corresponding income tax and deferred tax of €32,084) as follows: a) €2,413,920 to pay dividend of €0.04 per share; and b) €3,771,389 in retained earnings. In addition, the Board of Directors proposes the distribution of part of the excess mandatory Regular Reserve of the Company in the amount of €6,638,280 for the payment of a dividend of €0.11 per share.

The final amount of dividend to be paid per share on the record date will be increased by the dividend corresponding to the same shares held by the Company and the corresponding tax will be withheld on this amount on behalf of the shareholder.

With regard to the dividend for fiscal year 2021, as already announced by the Company in the Financial Calendar for 2022, the proposed ex-date is 8 June 2022, the proposed beneficiary determination date is 9 June 2022, and payment of the dividend to shareholders will commence on 16 June 2022 and will take place, in accordance with the provisions of the Athens Exchange Rulebook, through their operators. This dividend is subject to legal withholdings.

ITEM #3: **Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017**

This item is submitted to the General Meeting in accordance with article 44, par. 1 case i of Law 4449/2017 as in force, and is not put to a vote

In accordance with article 44, par. 1i of Law 4449/2017 as in force, the Annual Report of the Audit Committee is submitted to the General Meeting. The Report is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

ITEM #4: Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020

This item is submitted to the General Meeting in accordance with article 9, par. 5 of Law 4706/2020 as in force, and is not put to a vote

In accordance with article 9, par. 5 of Law 4706/2020, the Report of Independent Non-Executive Members of the Board of Directors is submitted to the General Meeting. The Report is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

ITEM #5: Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

It is proposed that the General Meeting decide: a) to approve the overall management by the Board of Directors of the Company for fiscal year 2021, in accordance with article 108 of Law 4548/2018, and b) to discharge the Auditors of the Company from any liability for fiscal year 2021, in accordance with par. 1, case c) of article 117 of Law 4548/2018.

ITEM #6: Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors proposes the approval of the remuneration and compensation that was paid out in fiscal year 2021 to Members of the Board of Directors of the Company in accordance with article 109 of law 4548/2018.

Detailed information about remuneration paid in fiscal year 2021 is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

ITEM #7: Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors, following a proposal of the Nomination & Compensation Committee proposes the approval of the remuneration to the members of the Board of Directors for fiscal year 01.01.2022 - 31.12.2022 and up until the Annual General Meeting in 2023, in accordance with article 109 of Law 4548 / 2018, as in force.

Detailed information about the proposal for the determination of the remuneration and compensation to members of the BoD for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023 is available on the website of the Company:

www.athexgroup.gr/web/guest/helexinvestors-general-meetings

ITEM #8: Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors after the completion of five years (2017-2021), during which the regular audit of the financial statements of the Company and its subsidiaries was assigned to certified auditors - accountants of the Societe Anonyme "PRICEWATERHOUSECOOPERS S.A.", judged that for reasons of best practice, from 2022 onwards, the regular audit should be assigned to another auditing company.

Following the recommendation by the Audit Committee of the Company, in accordance with the provisions of Regulation (EU) 537/2014 together with the approval by all of the independent members of the Board of Directors, the Board of Directors proposes to the General Meeting of shareholders that the annual audit of the separate and consolidated financial statements of the Company for fiscal year 01.01.2022 – 31.12.2022 be carried out by the Certified Auditing Accounting company "GRANT THORNTON S.A." at an annual fee for the audit of the Financial Statements of the Company and for the tax audit for fiscal year 2022 amounting to €21,000 plus VAT and €9,000 plus VAT, respectively.

It is noted that total remuneration of the Certified Auditing Accounting company "PricewaterhouseCoopers S.A." for fiscal year 2021 in their entirety (100%) concerned auditing work, as there was no non-audit work. For all companies of the Group, the total fees of the certified auditors for fiscal year 2021 amounted to €84,500 plus VAT, which in their entirety (100%) concerned audit work, as there was no non-audit work.

Taking into consideration all of the above, the Audit Committee decided that the objectivity and independence of the certified auditors for fiscal year 2021 was fully safeguarded. The independence of the certified auditors was also confirmed in writing by the auditing company itself, with a letter addressed to the Audit Committee.

ITEM #9: Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors, following the proposal by the Nomination & Compensation Committee and taking into consideration the legal and regulatory framework in effect, and in particular the provisions of article 112 of Law 4548/2018, submits to the General Meeting the Remuneration Report for the Members of the BoD for fiscal year 2021 for discussion and advisory vote.

The Report includes a summary presentation of all remuneration that has been paid to the members of the BoD in 2021 and relevant documentation, in accordance with article 112 of Law 4548/2018.

The Remuneration Report for members of the BoD for fiscal year 2021 is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

In addition, the auditors of the Company audit whether and to what extent the Remuneration Report contains the information specified in the law. For this purpose, the Audit Report by "PricewaterhouseCoopers S.A." is also submitted to the General Meeting; the Report is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

ITEM #10: Announcement of the election of a member of the Board of Directors to replace a member that resigned

This item is submitted to the General Meeting in accordance with article 82, par. 1 of Law 4548/2018, and is not put to a vote

The Board of Directors announces to the General Meeting, pursuant to article 82 par. 1 of Law 4548/2018, that taking into account the relevant recommendation / assessment report of the Nomination and Compensation Committee, at its meeting on 08.03.2022 elected as an executive member of the BoD Mr. Yianos Kontopoulos, to replace the executive member Mr. Socrates Lazaridis who resigned, with a term of office equal to the remaining time period of the term of office of the departing executive member, i.e. until 30.5.2023, which is automatically extended until the Annual General Meeting that will meet or be convened after the end of his term of office.

The detailed biographical statement of Mr. Yianos Kontopoulos is available on the website of the Company www.athexgroup.gr/board-of-directors.

ITEM #11: Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors informs the General Meeting, pursuant to article 82 par. 1 of Law 4548/2018 and article 18 par. 1 of Law 4706/2020, as in force, on the one hand announcing the election by the BoD of the Company at its meeting on 28.06.2021, in accordance with article 3 of the, valid until 17.07.2021, Law 3016/2002, of Mr. Nikolaos Krenteras, as a temporary independent non-executive member of the BoD, replacing the independent non-executive member of the BoD Mr. Vassilios Karatzas who resigned, and on the other hand justifying the proposal / choice of the BoD of the Company for this election and the permanent assignment to Mr. Nikolaos Krenteras, of the status of independent non-executive member of the BoD for the period from now on until the end of the term of office of the independent non-executive member of the BoD of the Company who resigned.

Specifically, the BoD of the Company informs Shareholders that the Annual General Meeting of 31.5.2021, elected Mr. Vassilios Karatzas as an independent member of the BoD of the Company, within the meaning of the provisions of article 4 par. 1 of the, valid until 17.07.2021, Law 3016/2002, as well as of article 9 par. 1 and 2 of, the valid after 17.07.2021, Law 4706/2020, with a term of office until 30.5.2023, automatically extended until the General Meeting that will convene after the end of his term of office.

Following the resignation of Mr. Vassilios Karatzas on 23.06.2021, the BoD, taking into consideration the unanimous recommendation / assessment report by the Nomination and Compensation Committee (hereinafter "the Committee") elected, at its meeting on 28.06.2021, Mr. Nikolaos Krenteras, as a temporary independent non-executive member of the BoD of the Company, until the first General Meeting of the shareholders of the Company, according to article 3 of law 3016/2002, as it was then in force, to replace Mr. Vassilios Karatzas who resigned, with a term equal to the remaining time period of the term of office of the member that resigned, i.e. until 30.05.2023, extended automatically until the General Meeting of the Company's shareholders that will meet after the end of his term of office.

The BoD elected Mr. Nikolaos Krenteras in the above capacity, after verifying and establishing his suitability for the above position on the BoD of the Company, according to the suitability and reliability criteria included in the Suitability Policy of the Members of the BoD of the Company. In particular, it was ascertained that, on the basis of documents, supporting documents and other data (indicatively, information obtained from Mr. Nikolaos Krenteras himself by the Company internally and from external sources) collected, audited and based on the recommendation / assessment report of the Committee to the BoD of the Company, Mr. Nikolaos Krenteras adequately satisfies the suitability and reliability criteria contained in the Suitability Policy of the Members of the BoD of the Company for his election to the position of independent non-executive member of the BoD of the Company.

As such, it was ascertained by the BoD of the Company, following the substantiated recommendation / assessment report of the Committee, that Mr. Nikolaos Krenteras, is a person of recognized standing, who possesses the required knowledge and qualifications, professional skills and experience for the performance of his duties, as well as an excellent professional career, as his CV suggests, which is available on the Company's website:

www.athexgroup.gr/web/guest/board-of-directors

Furthermore, the BoD of the Company proceeded to the election of Mr. Nikolaos Krenteras in the aforementioned capacity, after first ascertaining, based on the findings of the Committee and the accompanying supporting information that, Mr. Nikolaos Krenteras fulfills the criteria and guarantees of independence of both article 4 par. 1 of Law 3016/2002 that was in effect until 17.07.2021 as well as article 9 of Law 4706/2020 that is in effect since 17.07.2021, as well as the fact that there are no obstacles or incompatibilities in relation to his person with respect to any relevant provisions, including the Hellenic Corporate Governance Code applied by the Company and the Company's Rulebook of Operation.

The BoD, taking into account the relevant recommendation / assessment report of the Committee, confirms that Mr. Nikolaos Krenteras continues to adequately comply with the suitability and reliability criteria included in the Suitability Policy of the Members of the BoD of the Company for his election to the position of independent non-executive member of the BoD of the Company, that the criteria and guarantees of independence of article 9 of Law 4706/2020 continue to be met as well as the fact that there are no obstacles or incompatibilities in relation to his person with respect to any relevant provisions including the Hellenic Corporate Governance Code applied by the Company and the Rulebook of Operation of the Company, and proposes that the General Meeting decide to permanently assign the status and appoint Mr. Nikolaos Krenteras as an independent non-executive member of the BoD of the Company, for the remaining time period until the end of his term of office, i.e. until 30.05.2023, extended automatically until the General Meeting that will convene after the end of his term of office.

ITEM #12: Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Annual General Meeting on 31.5.2021 decided that the Board of Directors of the Company should consist of thirteen (13) members, of which seven (7) will be independent, with a term of office until 30.5.2023, automatically extended until the Annual General Meeting that will meet or be convened after the end of its term of office.

With a view to strengthening the independence of the BoD, the Nomination & Compensation Committee of the Company (hereinafter "the Committee") investigated whether the guarantees and criteria of independence of

article 9 of Law No. 4706/2020, are fulfilled in the person of the other non-executive members of the Board of Directors (except for Messrs. Alexios Pilavios and Ioannis Emiris, who have completed a term of office on the Board of Directors of more than nine years), i.e. Messrs. Konstantinos Vassiliou, Ioannis Kyriakopoulos and George Handjinicolaou, and that there are no impediments or incompatibilities with respect to their person in relation to any relevant provisions, including the Hellenic Corporate Governance Code applied by the Company and the Rulebook of Operation of the Company, in order to assign to them the status of independent Member.

The Committee, after taking into consideration:

- i. The Suitability Policy of members of the BoD,
- ii. The provisions of Law 4706/2020,
- iii. The Rulebook of Operation of the Company,
- iv. The Hellenic Corporate Governance Code that has been adopted by the Company,
- v. All documents and declarations submitted by the non-executive members Messrs. Handjinicolaou, Vassiliou and Kyriakopoulos concerning their professional experience, their academic and professional qualifications, their independent judgement, reputation, honesty and integrity, and dedication of sufficient time, their compliance with the restrictions concerning the number of positions a member of the BoD may hold simultaneously and their compliance with the independence criteria of article 9 of Law 4706/2020 and the Internal Rulebook of Operation of the Company,

Assessed that the Company, as an operator of an organized market, and in accordance with the international standards governing market infrastructure ("Financial Market Infrastructures" – FMIs), is subject to a single European regulatory framework which provides:

- the provision of infrastructure and related services to all listed companies on equal and non-discriminatory terms. To this end, the Athens Stock Exchange Regulation is applied, which is approved by decision of the Hellenic Capital Market Commission and binds all the Members of the ATHEX Regulated Markets, the issuers of Securities that are listed on the ATHEX Organized Market, fully complying with the international standards ("Principles for FMIs") and the relevant European framework ("Markets in Financial Instruments Directive & Regulation", "Central Securities Depositories Regulation" and "European Market Infrastructure Regulation")
- the participation on equal terms and without discrimination to all members carrying out securities trading and their settlement in accordance with the above Regulation and relevant decisions of the Hellenic Capital Market Commission, including credit institutions and investment services companies in accordance with the relevant framework.

In addition, it was noted that:

- The financial market infrastructure provided by the Company to the participants is, according to the Greek legislation, the only one offered for the trading of the securities listed on the Athens Stock Exchange as well as for their clearing and settlement, as by law there is no other market alternative for participants and
- issues related to transactions and related practices and rules, approvals of admission of companies and issues of individual participants and their transactions are not included in the responsibilities of the BoD of the Company, since they are the exclusive responsibility of the Steering Committee of the Athens Stock Exchange (which operates and decides autonomously in accordance with the special institutional and regulatory framework that governs it).

Taking into account the above, it follows that there is no client relationship between the Company and the executives of companies that are either listed companies or participants in the market infrastructure of the Athens Stock Exchange. Therefore, with respect to the above persons, there is no relationship that affects or may affect the business activity of either the Company or their own or the listed companies with which they are associated.

Also, the redefinition of the status is done in the context of the systematic review of the independence of the members of the BoD by the Committee and in order for the Company to be fully in line with the special practice of the Hellenic Corporate Governance Code that has been adopted by the Company which provides that the Chairman or Vice-Chairman of the BoD is elected from among its independent members.

Further, the Committee considered that their participation in their existing capacities in listed companies does not automatically preclude the possibility for these members to participate as independent members on the Board of Directors of the Company, since according to the Conflict of Interest Policy any particular circumstance may be managed, inter alia, by recusing the persons from participation in discussions and decision-making processes (e.g. voting) relating to the matter of the incident. In order to maintain the transparency of the above procedure, a record of all documents and evidence shall be kept.

Following this, the Committee ascertained and confirmed that in the non-executive members of the BoD Messrs. Konstantinos Vassiliou, Ioannis Kyriakopoulos and George Handjnicolaou fulfill all suitability and reliability criteria of the Suitability Policy for members of the BoD of the Company, and the guarantees and independence criteria of article 9 of Law 4706/2020, as well as that there are no obstacles or incompatibilities in relation to their person impediments or incompatibilities with any of the relevant provisions including the Hellenic Corporate Governance Code applied by the Company and the Rulebook of Operation of the Company, and decided to recommend to the Board of Directors to submit a proposal to the General meeting to:

- a) increase the number of independent members of the Board of Directors, from seven (7) to ten (10),
- b) grant the status of independent member within the meaning of Law 4706/2020, to the non-executive members of the Board of Directors, Messrs. Konstantinos Vassiliou, Ioannis Kyriakopoulos and George Handjnicolaou, for the remaining time period until the end of their term of office, i.e. until 30.05.2023, extended automatically until the General Meeting of the Company's shareholders that will be convened after the end of their term of office.

The Board of Directors, following the above recommendation / assessment report by the Committee to increase the number of independent members of the Board of Directors, in order to strengthen the corporate governance framework of the Company, in accordance with the Hellenic Corporate Governance Code, proposes that the General Meeting take the decision to increase the number of independent members of the Board of Directors from seven (7) to ten (10).

Furthermore, the Board of Directors, taking into consideration the provisions of the applicable framework, including Laws 4548/2018, 4514/2018 and 4706/2020 and the recommendation / assessment report by the Committee, proposes that the General Meeting assign the status of independent member, under the meaning of Law 4706/2020, to the above non-executive members of the Board of Directors for the remaining time period of their term of office, i.e. until 30.05.2023, extended automatically until the Annual General Meeting that will meet or be convened after the end of their term of office.

The biographical statements of Messrs. George Handjnicolaou, Konstantinos Vassiliou and Ioannis Kyriakopoulos are available on the website of the Company:

www.athexgroup.gr/web/guest/board-of-directors

Following the assignment of the status of independent member (appointment) of the Board of Directors to Messrs. George Handjnicolaou, Konstantinos Vassiliou and Ioannis Kyriakopoulos, the Board of Directors of the

Company will consist of thirteen (13) members, of which ten (10) will be independent, with a term of office until 30.5.2023, automatically extended until the Annual General Meeting that will meet or be convened after the end of their term of office.

ITEM #13: Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

Following the recommendation by the Nomination and Compensation Committee, it is proposed by the BoD that the General Meeting approve the amendment of the Remuneration Policy, in accordance with articles 110 and 111 of Law 4548/2018.

The draft of the amended Remuneration Policy is available on the website of the Company (www.athexgroup.gr/web/guest/helexinvestors-general-meetings).

ITEM #14: Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company

Required quorum: 1/5 of the share capital

Majority: 50% + 1 of the votes represented

The Board of Directors proposes that the General Meeting grant permission, in accordance with article 98 of Law 4548/2018, to members of the Board of Directors of the Company and to executives of the Company, in order to participate in any capacity in the Boards of Directors or in the management of the companies of the Group and of associated (under the meaning of article 32 of Law 4308/2014) companies, in order to coordinate work at the Group level. Granting such permission is usual practice in groups of companies.

3. Document for participating remotely at the voting taking place before the General Meeting (mail vote document)

DOCUMENT

**For voting remotely on the items of the Agenda taking place before the
Annual General Meeting of shareholders of
“HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.” (EXAE) on 2 June 2022**

I the undersigned shareholder / legal representative of the legal person that is an EXAE shareholder:

Name

Address / Headquarters

ID / GEMI No / former Co Register Number

Number of shares for participation at the GM

(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date)

DSS Account (Investor Account)

Securities Account:

Full name of legal representative (s), signing the present document

(to be filled in only by legal entities)

Email

Mobile telephone number

With the present document I am notifying you of my vote / of the vote of the shareholder that I represent¹ on the items of the Annual General Meeting of shareholders of the Company on Thursday 2 June 2022 at 18.00, as follows:

- **IF YOU APPROVE THE ITEMS BELOW, SUBMIT THIS DOCUMENT AS IS, WITHOUT ANY MARKINGS**
- *For any item (items) that you do not approve, or wish to abstain from the voting, please mark the corresponding column on the right “Only for NO” or “Abstain” respectively*

¹ Please mark the appropriate box with a ‘V’.

Item	Only for NO	ABSTAIN
1 st Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>
2 nd Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.	<input type="checkbox"/>	<input type="checkbox"/>
3 rd Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.	-	-
4 th Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.	-	-
5 th Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
6 th Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.	<input type="checkbox"/>	<input type="checkbox"/>
7 th Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.	<input type="checkbox"/>	<input type="checkbox"/>
8 th Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.	<input type="checkbox"/>	<input type="checkbox"/>
9 th Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
10 th Announcement of the election of a member of the Board of Directors to replace a member that resigned.		
11 th Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
12 th Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
13 th Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
14 th Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.	<input type="checkbox"/>	<input type="checkbox"/>

Notes:

1. The original of this document must be sent to the Investor Relations Department of the Company at: 110 Athinon Ave, 10442 Athens Greece, or by email at investor-relations@athexgroup.gr, at least twenty-four (24) hours before the date of the General Meeting (i.e. by 18.00 on 01.06.2022 at the latest).
2. If the present mail vote is transmitted by a proxy or shareholder representative, the appointment of the representative must be made at least forty-eight (48) hours before the date of the General Meeting, i.e. by 18.00 on 31.05.2022 at the latest. Following that date, it will not be possible to participate by proxy at the vote that will take place before the General Meeting.
3. The present mail vote may be revoked the same way it was submitted provided that the shareholder or the shareholder representative participates in person by teleconference at the Annual General Meeting and revokes it at least one (1) hour before the start of the General Meeting (i.e. by 02.06.2022 at 17.00 at the latest).

(Place) (Date) 2022

Signature

(Full name)/ (Name) or Stamp

4. Proxy document for appointing a representative to participate remotely by teleconference

DOCUMENT

For participating remotely by teleconference at the Annual General Meeting of shareholders of “HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.” (EXAE) on 2 June 2022 or at any Repeat, following a recess or postponement etc. meeting

I the undersigned shareholder / legal representative of the legal person that is an EXAE shareholder:

Name

Address / Headquarters

ID / GEMI No / former Co Register Number

Number of shares for participation at the GM

(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date)

DSS Account (Investor Account)

Securities Account:

Full name of legal representative (s), signing the present document

(to be filled in only by legal entities)

Authorize with the present

Mr. Yianos Kontopoulos, Chief Executive Officer, resident of Athens (110 Athinon Ave),

Note: *The abovementioned person is a member of the Board of Directors of the Company, and can be authorized to vote in accordance with your instructions. If you do not provide specific instructions, it will be assumed that he is authorized to vote “in favor (for)” all items of the Agenda.*

or alternatively the following^{2, 3}

Email

Mobile telephone number

Note: *If you do not provide specific instructions to the proxy that you appoint, her/she may vote in his/her judgement*

To whom I give the order, the authorization and the right, to represent me / the legal person⁴ for the abovementioned number of shares or for the shares that I possess on the record date at the Annual General Meeting of the Athens Stock Exchange which will be convened by teleconference on 2 June 2022 at 18:00, in order to take part in the discussion and to vote on the items of the agenda of the abovementioned Annual General Meeting of shareholders, or at any other Repeat, or following a recess or postponement of the Meeting or on the postponement of the discussion on all or part of the items of the agenda as follows⁵:

	FOR	AGAINST	ABSTAIN
FOR ALL ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

² Please fill-in the name of one (1) proxy and mark the appropriate box with a ‘V’.

³ Any physical or legal entity can be appointed as a proxy.

⁴ Please delete accordingly

⁵ Please indicate your vote by marking with a ‘V’ one of the two following tables.

Or:

ITEMS OF THE AGENDA:

Item	FOR	AGAINST	ABSTAIN
1 st Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 nd Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 rd Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.	-	-	-
4 th Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.			
5 th Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 th Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 th Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 th Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 th Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 th Announcement of the election of a member of the Board of Directors to replace a member that resigned.			
11 th Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 th Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 th Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 th Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

A revocation of the present document will be valid provided that I notify the Company in writing at least forty-eight (48) hours before the corresponding date of the General Meeting.

(Date - place)

(Signature – Full name)

Please send this document to the Investor Relations Department of the Company at: 110 Athinon Ave, 10442 Athens Greece, or by email at investor-relations@athexgroup.gr, at least forty-eight (48) hours before the date of the General Meeting, and the original to the Company:
110 Athinon Ave, 10442 Athens – Greece, c/o Mr. Konstantinou, tel. +30 210/3366616

5. Proxy document for appointing a representative to vote before the General Meeting

DOCUMENT

**For voting remotely on the items of the agenda which will take place before the
Annual General Meeting of shareholders of
“HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.” (EXAE) on 2 June 2022
or at any Repeat, following a recess or postponement etc. meeting**

I the undersigned shareholder / legal representative of the legal person that is an EXAE shareholder:

Name

Address / Headquarters

ID / GEMI No / former Co Register Number

Number of shares for participation at the GM

(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date)

DSS Account (Investor Account)

Securities Account:

Full name of legal representative (s), signing the present document

(to be filled in only by legal entities)

Authorize with the present

Mr. Yianos Kontopoulos, Chief Executive Officer, resident of Athens (110 Athinon Ave),

Note: *The abovementioned person is a member of the Board of Directors of the Company, and can be authorized to vote in accordance with your instructions. If you do not provide specific instructions, it will be assumed that he is authorized to vote “in favor (for)” all items of the Agenda.*

or alternatively the following^{6,7}

Email

Mobile telephone number

Note: *If you do not provide specific instructions to the proxy that you appoint, her/she may vote in his/her judgement*

To whom I give the order, the authorization and the right, to represent me / the legal person⁸ for the abovementioned number of shares or for the shares that I possess on the record date at the Annual General Meeting of the Athens Stock Exchange which will be convened by teleconference on 2 June 2022 at 18:00, **and to vote by 01.06.2022 at 18.00 the latest** on the items of the agenda of the abovementioned Annual General Meeting of shareholders, or at any other Repeat, or following a recess or postponement of the Meeting or on the postponement of the discussion on all or part of the items of the agenda as follows⁹:

	FOR	AGAINST	ABSTAIN
FOR ALL ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

⁶ Please fill-in the name of one (1) proxy and mark the appropriate box with a ‘V’.

⁷ Any physical or legal entity can be appointed as a proxy.

⁸ Please delete accordingly

⁹ Please indicate your vote by marking with a ‘V’ one of the two following tables.

Or:

ITEMS OF THE AGENDA:

Item	FOR	AGAINST	ABSTAIN
1 st	Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.		
2 nd	Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.		
3 rd	Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.		
4 th	Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.		
5 th	Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.		
6 th	Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.		
7 th	Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.		
8 th	Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.		
9 th	Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.		
10 th	Announcement of the election of a member of the Board of Directors to replace a member that resigned.		
11 th	Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.		
12 th	Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.		
13 th	Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.		
14 th	Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.		

A revocation of the present document will be valid provided that I notify the Company in writing at least forty-eight (48) hours before the corresponding date of the General Meeting.

(Date - place)

(Signature – Full name)

Please send this document to the Investor Relations Department of the Company at: 110 Athinon Ave, 10442 Athens Greece, or by email at investor-relations@athexgroup.gr, at least forty-eight (48) hours before the date of the General Meeting, and the original to the Company:
110 Athinon Ave, 10442 Athens – Greece, c/o Mr. Konstantinou, tel. +30 210/3366616

6. Proxy document

DOCUMENT

**For the participation at the Annual General Meeting of
“HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.” (EXAE) on 2 June 2022
or at any Repeat, following a recess or postponement etc. meeting**

I the undersigned shareholder / legal representative of the legal person that is an EXAE shareholder:

Name

Address / Headquarters

ID / GEMI No / former Co Register Number

Number of shares for participation at the GM

(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date)

DSS Account (Investor Account)

Securities Account:

Full name of legal representative (s), signing the present document

(to be filled in only by legal entities)

Authorize with the present

Mr. Yianos Kontopoulos, Chief Executive Officer, resident of Athens (110 Athinon Ave),

Note: The abovementioned person is a member of the Board of Directors of the Company, and can be authorized to vote in accordance with your instructions. If you do not provide specific instructions, it will be assumed that he is authorized to vote “in favor (for)” all items of the Agenda.

or alternatively the following^{10, 11}

Note: If you do not provide specific instructions to the proxy that you appoint, her/she may vote in his/her judgement

To whom I give the order, the authorization and the right, acting jointly or each one separately¹² to represent me / the legal person¹³ for the abovementioned number of shares or for the shares that I possess on the record date at the Annual General Meeting of the Company which will be convened on 2 June 2022 at 18:00 in order to participate in the discussion and to vote on the items of the agenda of the abovementioned Annual General Meeting of shareholders, or at any other Repeat, or following a recess or postponement of the Meeting or on the postponement of the discussion on all or part of the items of the agenda as follows¹⁴:

	FOR	AGAINST	ABSTAIN
FOR ALL ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

¹⁰ Please fill-in the name of one (1) proxy and mark the appropriate box with a ‘V’.

¹¹ Any physical or legal entity can be appointed as a proxy.

¹²

¹³ Please delete accordingly

¹⁴ Please indicate your vote by marking with a ‘V’ one of the two following tables.

Or:

ITEMS OF THE AGENDA:

Item	FOR	AGAINST	ABSTAIN
1 st Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 nd Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 rd Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.	-	-	-
4 th Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.			
5 th Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 th Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 th Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 th Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 th Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 th Announcement of the election of a member of the Board of Directors to replace a member that resigned.			
11 th Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 th Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 th Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 th Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

A revocation of the present document will be valid provided that I notify the Company in writing at least forty-eight (48) hours before the corresponding date of the General Meeting.

(Date - place)

(Signature – Full name)

Please send this document to the Investor Relations Department of the Company at: 110 Athinon Ave, 10442 Athens Greece, or by email at investor-relations@athexgroup.gr, at least forty-eight (48) hours before the date of the General Meeting, and the original to the Company:
110 Athinon Ave, 10442 Athens – Greece, c/o Mr. Konstantinou, tel. +30 210/3366616

7. Ballot



ATHEX
Athens Stock Exchange

HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.

General Electronic Commercial Registry (GEMI) No 003719101000
(former Companies Reg. No 45688/06/B/00/30)

BALLOT

FOR THE ANNUAL GENERAL MEETING

OF JUNE 2ND 2022

Shareholder:

Number of shares:

NOTES:

- IF YOU APPROVE THE ITEMS BELOW, TURN IN THIS BALLOT AS IS, WITHOUT ANY MARKINGS
- For any item (items) that you do not approve, or wish to abstain from the voting, please mark the corresponding column on the right "Only for NO" or "Abstain" respectively

Item		Only for NO	Abstain
1 st	Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>
2 nd	Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend.	<input type="checkbox"/>	<input type="checkbox"/>
3 rd	Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017.	-	-
4 th	Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.	-	-
5 th	Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
6 th	Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021.	<input type="checkbox"/>	<input type="checkbox"/>
7 th	Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023.	<input type="checkbox"/>	<input type="checkbox"/>
8 th	Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee.	<input type="checkbox"/>	<input type="checkbox"/>
9 th	Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
10 th	Announcement of the election of a member of the Board of Directors to replace a member that resigned.	-	-
11 th	Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
12 th	Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
13 th	Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018.	<input type="checkbox"/>	<input type="checkbox"/>
14 th	Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company.	<input type="checkbox"/>	<input type="checkbox"/>

8. TOTAL NUMBER OF SHARES AND VOTING RIGHTS

The total number of common registered shares of the Company “HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.” on 12 May 2022 is sixty million three hundred forty-eight thousand (60,348,000). Each common share has one vote.

9. DRAFT DECISIONS OF THE GENERAL MEETING

ITEM #1: Submission and approval of the Annual Financial Report for fiscal year 01.01.2021 – 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors

On the first (1st) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total of shares, approved by majority (.....%) the Annual Financial Report for the fiscal year 01.01.2021– 31.12.2021 together with the relevant Reports and Declarations by the Board of Directors and the Auditors, as presented for approval.

ITEM #2: Approve the allocation of profits for fiscal year 01.01.2021 – 31.12.2021 and the distribution of dividend

On the second (2nd) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, approved by majority (.....%) the allocation of profit of the Company for fiscal year 01.01.2021 – 31.12.2021, and the distribution of dividend in accordance with the proposal put forth for approval.

ITEM #3: Submission of the Annual Report of the Audit Committee in accordance with article 44 par.1, case i) of Law 4449/2017

On the third (3rd) item of the Agenda, Shareholders were briefed about the Annual Report of the Audit Committee for fiscal year 2021 in accordance with article 44 par.1, case i) of Law 4449/2017.

ITEM #4: Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020

On the fourth (4th) item of the Agenda, Shareholders were briefed about the Report of Independent Non-Executive Members of the Board of Directors for fiscal year 2021 in accordance with article 9 par.5 of Law 4706/2020.

ITEM #5: Approve the overall management by the Board of Directors in accordance with article 108 of Law 4548/2018 and discharge the Auditors for fiscal year 2021 (01.01.2021 – 31.12.2021) in accordance with par. 1, case c) of article 117 of Law 4548/2018

On the fifth (5th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, approved by majority (.....%) the overall management of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021 in accordance with article 108 of Law 4548/2018 and discharged the Auditors in accordance with par. 1, case c) of article 117 of Law 4548/2018 for the audit of the financial statements for fiscal year 01.01.2021 – 31.12.2021 that they performed.

ITEM #6: Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021

On the sixth (6th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, approved by majority (.....%) the remuneration and compensation of

the Members of the Board of Directors for fiscal year 01.01.2021 – 31.12.2021 in accordance with the proposal that was put forth for approval.

ITEM #7: Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022 and up until the Annual General Meeting in 2023

On the seventh (7th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, approved by majority (.....%) the remuneration of the Members of the Board of Directors for fiscal year 01.01.2022 to 31.12.2022 and up until the Annual General Meeting in 2023, in accordance with the proposal that was put forth for approval.

ITEM #8: Elect the Certified Auditor Company to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and determine their fee

On the eighth (8th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, elected by majority (.....%) the audit firm “GRANT THORNTON S.A.” to audit the Financial Statements for fiscal year 01.01.2022 – 31.12.2022 and approved its remuneration as proposed.

ITEM #9: Submit the Remuneration Report for the members of the Board of Directors for 2021 for discussion and advisory vote in accordance with article 112 of Law 4548/2018

On the ninth (9th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, gave an affirmative vote by majority (.....%) to the Remuneration Report for fiscal year 2021 in accordance with article 112 of Law 4548/2018.

ITEM #10: Announcement of the election of a member of the Board of Directors to replace a member that resigned

On the tenth (10th) item of the Agenda, shareholders were informed about the election of Mr. Yianos Kontopoulos as an executive member of the BoD, to replace the executive member Mr. Socrates Lazaridis who resigned, with a term of office equal to the remaining time period of the term of office of the outgoing member, i.e. up until 30.05.2023, extended automatically until the General Meeting of the shareholders of the Company that is convened following the end of his term of office.

ITEM #11: Announcement of the election of a member of the Board of Directors of the Company as a temporary independent non-executive member, to replace an independent non-executive member that resigned- Making a decision on the final assignment of the status of independent member (appointment) to a member of the Board of Directors

On the eleventh (11th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, after taking into consideration the proposal by the Board of Directors of the Company, following the recommendation / assessment report by the Nomination and Compensation Committee, were briefed pursuant to article 82 par. 1 of Law 4548/2018 and article 18 par. 1 of Law 4706/2020 as in force, about the election by the BoD of the Company, at its meeting on 28.06.2021, of Mr. Nikolaos Krenteras, as a temporary independent non-executive member of the BoD, to replace the independent non-executive member of the BoD Mr. Vassilios Karatzas who resigned, and decided by majority (.....%) to assign the status and appoint Mr. Nikolaos Krenteras as an independent non-executive member of the BoD of the

Company, for the remaining time period until the end of his term of office, i.e. until 30.05.2023, extended automatically until the General Meeting of the shareholders of the Company that is convened following the end of his term of office.

ITEM #12: Increase the number of independent members of the Board of Directors and assign the status of independent member (appointment) to current non-executive members of the Board of Directors

On the twelfth (12th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, decided by majority (.....%) to increase the number of independent members of the Board of Directors from seven (7) to ten (10) and to assign the status (appoint) Messrs. George Handjinicolaou, Konstantinos Vassiliou and Ioannis Kyriakopoulos as independent non-executive members of the BoD of the Company for the remaining time period until the end of their term of office, i.e. until 30.05.2023, extended automatically until the General Meeting of the shareholders of the Company that is convened following the end of their term of office.

Following the above, the Board of Directors will consist of the following Members [in Greek alphabetical order]:

1. Konstantinos Vassiliou, independent member
2. Dimitrios Dosis, independent member
3. Giorgos Doukidis, independent member
4. Ioannis Emiris
5. Polyxeni Kazoli, independent member
6. Theano Karpodini, independent member
7. Yianos Kontopoulos, Chief Executive Officer
8. Nicholaos Krenteras, independent member
9. Ioannis Kyriakopoulos, independent member
10. Spyridoula Papagiannidou, independent member
11. Alexios Pilavios
12. Pantelis Tzortzakis, independent member
13. George Handjinicolaou, independent member

ITEM #13: Approve the revision of the Remuneration Policy in accordance with articles 110 and 111 of Law 4548/2018

On the thirteenth (13th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, approved by majority (.....%) the amendment of the Remuneration Policy exactly as proposed to the Body.

ITEM #14: Grant permission, under article 98 par.1 of Law 4548/2018, to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the Management of the subsidiaries and the companies associated with the Company

On the fourteenth (14th) item of the Agenda, shareholders present and voting, representing shares of the Company out of a total ofshares, granted by majority (.....%) permission to members of the Board of Directors of the Company and to executives of the Company, to participate in Boards of Directors or as executives of the companies of the Group and of associated with it companies, under the meaning of article 32 of Law 4308/2014.