



IDEAL HOLDINGS S.A.

Announcement of Decisions of the Extraordinary General Meeting of Shareholders

(article 133 par.2 of Law 4548/2018)

The company IDEAL HOLDINGS S.A. in the context of its obligations arising from article 133 paragraph 2 of Law 4548/2018, informs the investing public that, on July 25, 2022 at 10:00 a.m., the Extraordinary General Meeting of its Shareholders was held in a hybrid manner, i.e. with the physical presence of shareholders at the registered office of HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A, in Athens and on Leof. Athens 110 and with the participation of the shareholders remotely via teleconference in accordance with the invitation of the Board of Directors dated 30.06.2022. In the General Meeting were legally present shareholders, representing **24.537.664** common nominal shares and votes, out of a total of **31.246.615** common nominal shares with voting rights, therefore there was a quorum of **78,53%** of the paid-up share capital. It is noted that the Company holds 228.644 own shares which, pursuant to article 50 of Law 4548/2018, are not counted for the formation of a quorum and their rights to attend and vote at the General Meeting are suspended. The quorum reached allowed the Extraordinary General Meeting to discuss and take decisions on all items on the agenda, as follows:

On the first (1st) item of the Agenda, the General Meeting of Shareholders after a legal vote:

A) decided to increase the Company's share capital up to the amount of €2.515.317,20 by issuing 6.288.293 new common nominal shares, with voting rights, shares with a nominal value of €0,40 each, with an issue price of €4,15 each, with the difference to be credited to the account "Additional Paid-in Capital",

B) decided to cover the abovementioned capital increase entirely with in kind contributions, namely with the shares of the company BYTE COMPUTER S.A. in favor of the shareholders of the said company, who will have legally and validly accepted the Voluntary Public Tender Offer, with a coverage period of four (4) months from the date on which this decision of the General Meeting will be registered in the General Commercial Registry (G.E.MI.), in the context of which, in accordance with Article 26 par. 1 of Law 4548/2018, and in the absence of any provision to the contrary in the Company's Articles of Association, no pre-emption rights will be granted to the existing shareholders of the Company, as the new share capital will be entirely covered by in kind contributions.

C) approved **(i)** the 30.6.2022 Explanatory Report of the Company's Board of Directors to the General Meeting of Shareholders, which was prepared in accordance with the provisions of paragraphs 4.1.3.13.1, 4.1.3.13.3 and 4.1.3.13.4 of the Athens Stock Exchange Regulation and the relevant provisions of Law 4548/2018 for the increase of the Company's share capital through an in-kind contribution **(ii)** the "Valuation Report based on Article 17 of Law 4548/2018" dated 30 June 2022, in the context of the Contribution of the Company BYTE COMPUTER S.A., to the Company IDEAL HOLDINGS S.A., which is signed by the auditing company "Hellenic Auditing" and **(iii)** the "Opinion Report" based on paragraphs 4.1.3.13.3 and 4.1.3.13.4 of the Athens Stock Exchange Regulation on the proposed increase of the share capital of IDEAL HOLDINGS S.A. with coverage through a contribution of the Company BYTE COMPUTER S. A., dated 30 June 2022, signed by the "Hellenic Auditing Company".

D) decided the possibility of partial coverage of the capital increase according to article 28 of Law 4548/2018,

E) decided to set the deadline for payment at four (4) months from the date of registration of this Resolution of the General Assembly in the General Commercial Registry (G.E.MI).

F) decided to admit the new shares to be issued within the framework of the capital increase to trading on the Stock Exchange and to authorize the Board of Directors to take all necessary actions and to regulate the details of the increase and the admission of the New Shares to trading on the Stock Exchange, with the right of sub-delegation to any of its members or third parties.

Minimum required quorum: 50% of the total voting shares of the company. Quorum Achieved: 78,53% of the total voting shares of the company. Number of shares for which valid votes were cast: 24.537.664. Percentage on the represented



share capital: 100%. Valid: 24.537.664. Votes and percentages of valid votes: For: 24.537.664 (100%), Against: 0 (0.00%), Blanks / Abstention: 0 (0.00%).

On the second (2nd) item of the Agenda, the General Meeting of Shareholders, after a legal vote, decided the amendment of Article 5 of the Company's Articles of Association, as a consequence of the Increase, by adding sub-paragraph (im) of paragraph 1 of Article 5, which will read as follows:

(im) By the decision of the Extraordinary General Meeting of the Company's shareholders of July 25, 2022, it was decided to increase the Company's share capital by the amount of €2.515.317,20 by issuing 6.288.293 new common nominal shares with voting rights, with a nominal value of €0,40 and an issue price of €4,15 each, through a contribution in kind and specifically through the contribution of the shares of the Greek Company "BYTE COMPUTER S.A.", by 100%. The difference between the nominal value and the issue price of all the new shares, amounting to €23,581,098. 75, is credited to the Company's equity account "Share Premium".

Thus, the total share capital of the Company after the aforementioned Increase accedes to a total amount of €15.105.420.80, divided into 37.763.552 common nominal shares with voting rights, with a nominal value of €0,40 each.

Minimum required quorum: 50% of the total voting shares of the company. Quorum Achieved: 78,53% of the total voting shares of the company. Number of shares for which valid votes were cast: 24.537.664. Percentage on the represented share capital: 100%. Valid: 24.537.664. Votes and percentages of valid votes: For: 24.537.664 (100%), Against: 0 (0.00%), Blanks / Abstention: 0 (0.00%).

On the third (3rd) item of the Agenda, the General Meeting of Shareholders, after a legal vote, decided to authorize the Board of Directors, pursuant to Article 24 par. 1(b) of Law 4548/2018, in order to decide on the increase of the Company's share capital, up to the amount of €251.532, which corresponds to 10% of the shares of the remaining shareholders of "BYTE COMPUTER S.A." who have not accepted the Voluntary Public Tender Offer or have not accepted it legally and validly, within the stipulated period of three months from the end of the acceptance period and does not exceed three times the capital, existing on the date such authority is granted to the Board of Directors, and such authority for the extraordinary capital increase shall have a maximum term of one (1) year from the date of its grant.

Minimum required quorum: 50% of the total voting shares of the company. Quorum Achieved: 78,53% of the total voting shares of the company. Number of shares for which valid votes were cast: 24.537.664. Percentage on the represented share capital: 100%. Valid: 24.537.664. Votes and percentages of valid votes: For: 24.537.664 (100%), Against: 0 (0.00%), Blanks / Abstention: 0 (0.00%).

On the fourth (4th) item of the Agenda, the General Meeting of Shareholders, after a legal vote, decided to change the use of 224,713 own shares acquired by the Company under the current Share Repurchase Program, in order they can be granted to the accepting BYTE shareholders, as Offered Consideration, instead of the new shares to be issued in the context of the share capital increase, notwithstanding the already decided purposes of the Program, which is the reduction of the Company's share capital by cancelling the shares purchased during the period and/or the distribution of the shares purchased to the Company's personnel and/or the personnel of companies affiliated with the Company within the meaning of article 32 of Law 4308/2014, in accordance with the provisions of article 49 of Law 4548/2018 and authorized the Board of Directors to decide whether to finally make use of this alternative option provided by this Extraordinary General Meeting.

Minimum required quorum: 20% of the total voting shares of the company. Quorum Achieved: 78,53% of the total voting shares of the company. Number of shares for which valid votes were cast: 24.537.664. Percentage on the represented share capital: 100%. Valid: 24.537.664. Votes and percentages of valid votes: For: 24.537.664 (100%), Against: 0 (0.00%), Blanks / Abstention: 0 (0.00%).