

### MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS DATED 10-10-2022

In Agia Paraskevi, today, on Monday, the 10<sup>th</sup> day of October 2022 at 12:00 p.m., the members of the Board of Directors of "SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES – PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE" (the "company"), convened a meeting following invitation by the Chairman of the board, Spyridon Manolopoulos, at the company's registered offices in 312 Messogeion Ave, to decide on the following:

1st ITEM: ELECTION OF A NEW INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS IN REPLACEMENT OF A RESIGNED INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS

2<sup>nd</sup> ITEM: RE-CONSTITUTION OF THE BOARD OF DIRECTORS INTO A BODY

3rd ITEM: DESIGNATION OF EACH MEMBER AS EXECUTIVE OR NON-EXECUTIVE

4th ITEM: POWERS AND AUTHORIZATIONS

All the members of the Board were present, i.e.: Spyridon Manolopoulos, Theodoros Chatzistamatiou, Panagiotis Bellos, Ioannis Mertzanis, Ioannis Doulaveris, Anastasia Paparizou, Anna Kalliani and Emmanuel Hatiras regarding all the items of the agenda, and, following his election, Mr. Eirinaios Theodorou regarding items 2, 3 and 4 of the agenda.

The secretary of the Board of Directors Mr. Konstantinos C. Argyropoulos, legal counsel of the company, was also present in the meeting of the Board.

After the quorum was confirmed, the meeting began:

1st ITEM: ELECTION OF A NEW INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS IN REPLACEMENT OF A RESIGNED INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS.

Regarding the 1<sup>st</sup> item the Chairman of the board of directors Mr. Spyridon Manolopoulos informed the board as follows:

As you know, the independent non-executive member of the company's board of directors, Mr. Theodoros Gakis, son of Themistokles, submitted his resignation due to professional reasons.

For this purpose and in accordance with the articles of association of the company and art. 9 par. 4 of the law 4706/2020, given that after the above resignation the number of the independent non-executive members of a board of directors is less than 1/3 of its total members, as provided by the law (art. 5 par. 2 of the law 4706/2020), the company's board of directors should by its decision elect a new member in replacement of the resigned independent non-executive member, who will also be an independent non-executive member, taking into account the relative proposal of the remuneration and nominations committee, the company's suitability policy, the company's internal operating regulation and the law 4706/2020. It is noted that the appointment of Mr. Theodorou, as an independent non-executive member by the board of directors is temporary until the first next general assembly of the company's shareholders, when this appointment will be announced and the general assembly will decide on the attribution of the capacity of the independent non-executive member to the new member elected by the board of directors or to another existing member or to a new member to be elected.

The remuneration and nominations committee of the company suggested as a new independent non-executive member of the board of directors Mr. Eirinaios Theodorou, son of George, according to the minutes of the committee dated 7/10/2022 which is as follows:



"Minutes of the Meeting dated of the Remuneration and Nominations Committee"

In Agia Paraskevi today, on Friday, the 7<sup>th</sup> day of October 2022 at 11:30 p.m., the members of the Remuneration and Nominations Committee (the "committee") of "SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES – PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE" (the "company"), convened a tele meeting following invitation by the Chairman of the committee Emmanuel Hatiras, at the company's registered offices in 312 Messogeion Ave, to decide on the following:

ITEM:

EVALUATION OF A CANDIDATE FOR A NEW INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS, MEMBER OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION AND NOMINATIONS COMMITTEE IN REPLACEMENT OF A RESIGNED MEMBER-PROPOSAL TO THE COMPANY'S BOARD OF DIRECTORS

All the committee members were present, ie: Emmanuel Hatiras, Theodoros Chatzistamatiou and Theodoros Gakis

The secretary of the Board of Directors Mr. Konstantinos C. Argyropoulos, Legal Counsel of the company, was also present in the meeting of the Committee.

After the quorum was confirmed, the meeting began and the President of the Committee Mr. Emmanuel Hatiras informed the members as follows:

As you know, the independent non-executive member of the board of directors and President of the audit committee of the company, Mr Theodoros Gakis, submitted to the Chairman of the board of directors a letter dated 3/10/2022 informing him about his resignation effective from 10-10-2022 due to increased professional obligations.

Following this resignation and for the replacement of the resigned member according to art. 9 par. 4 of the law 4706/202044 and par.1 (st) of the law 4449/2017 the was called by the board of directors to select and propose to the board of directors suitable candidates in replacement of Mr. Gakis in accordance the company's internal operating regulation, the company's suitability policy of the company, the provisions of the law 4706/2020 and article 44 of the law 4449/2017 as in force, and the rules of operation of the audit committee.

In particular, the candidate should, as a member of the board of directors, meet the suitability criteria at an individual level for his participation in it, as these criteria are defined and specified in the company's suitability policy, and in particular he should have sufficient knowledge and practical experience, but also guarantees of ethics and reputation, independence of judgement, sufficient time, and there should be no conflict of interest, while, given the fact that he will be an independent non-executive member of the board of directors, he should also meet the conditions of independence as defined in article 9 par.1 and 2 of Law 4706/2020. In addition to the individual level, the suitability of the candidate is also evaluated on a collective level, that is, the evaluation of the suitability of the members of the board of directors as a whole. Finally, given that the new member will replace Mr. Gakis and as a member of the audit committee, which is a committee of the company's board of directors, he should also meet the conditions of a. 44 of the law 4449/2017 and in particular (a) to be independent in accordance with article 44 par. 1 (d) of the law 4449/2017 and (b) to have sufficient knowledge in the field in which the company operates, i.e. telecommunications, IT and security and sufficient knowledge and experience in audit or accounting, so that the audit committee is able to implement the responsibilities and obligations defined in paragraph 3 of article 44 of Law 4449/2017

Based on the above description of the role and the skills required for the specific appointment and after a relevant research, the committee proposes as a candidate new independent non- executive member of the board of directors and new (independent) member of the audit committee and the remuneration and nominations committee, Mr. Eirinaios Theodorou, son of George, a certified public accountant in suspension, whose resume is attached as an Appendix hereto.

In particular, the committee evaluated the candidate and concluded with the following:

Mr. Eirinaios Theodorou, according to his CV, has many years of professional experience and specialized knowledge at a high level as a certified auditor in suspension (A.M. SOEL 4016) with significant collaborations in the financial and audit sector. In particular, since September 2009, Mr Theodorou, as a partner of the consulting company FK Consulting Services S.A. as well as of the company of certified public accountants KSi Greece P.C., has participated in numerous projects with the object of preparation, analysis and control of financial statements, international financial reporting standards, preparation of consolidated financial statements, preparation of budgets and financial reports, preparation of strategies and business plans, reorganization of companies and assessment of business risks, preparation of risk assessment and general compliance of companies with the



applicable legal framework and corporate governance. According to the above many years of experience, Mr. Theodorou as a partner of FK Consulting Services S.A. participated in projects in the telecommunications and technology sectors, the company's areas of activity, indicatively: advisory support in the implementation of IFRS 15 (recognition of income) for the NOVA & Forthnet companies, preparation of financial statements with the DIGEA company (digital provider), audit assistance company in the implementation of special purpose control projects for the OTE group. He also has significant knowledge and experience in matters of internal control, quality assurance and risk management, having participated in many projects to create and reorganize internal control departments, draw up annual control programs and internal control operating statutes, in accordance with applicable legal and institutional requirements and international internal control standards (COSO methodology) as an internal auditor of companies since 2009, and internal auditor at the Athens Concert Hall Organization and KSi Greece P.C. as of today. Mr. Theodorou also has significant experience in terms of the obligations and duties of an audit committee member, since 2017 he has been the chairman (as a third independent person, not a member of the board of directors) of the audit committee of the company under the name "ELTON INTERNATIONAL TRADING SA", a company active in the field of chemical raw materials and industrial machinery.

While evaluating the candidate new member based on his CV and all documents, statements and information obtained from him, from the company internally and from external sources, his professional experience and business activity (in particular the existence and importance of any cooperation between the company and companies in which it participates in capital and/or management), it was also established that Mr. Theodorou has the guarantees of ethics and reputation, the independence of judgment, as well as sufficient time and there is no conflict of interest, and complies with the restrictions on the number of positions that a member of the Company's board of directors may hold at the same time, while, as candidate independent member of the board of directors, he meets the conditions of independence as defined in article 9 par. 1 and 2 of the law 4706/2020 and by extension, given that the company is a listed company, of article 44 par. 1 (d) of the law 4449/2017. In addition, it was ascertained that Mr. Theodorou also meets the eligibility conditions of article 44 par. 1 of the law 4449/2017 and in particular, has sufficient knowledge in the field in which the company operates, while, as a certified auditor in suspension, has sufficient knowledge and experience in auditing and accounting, so that the audit committee is able to implement the responsibilities and obligations defined in paragraph 3 of article 44 of the law 4449/2017.

It is noted that the committee requested and received from Mr. Theodorou a criminal record certificate from which the inscription "NONE" appears as well as tax and insurance information, which prove that he has no tax debt or debt to insurance agencies. Also, Mr. Theodorou confirmed that no final court decision has been issued against him that recognizes his culpability for loss-making transactions of a listed company or a non-listed company of the law 4548/2018, with related parties and that he will submit to the company and the required formal declaration that a final court decision has not been issued within one (1) year prior to his appointment that acknowledges his culpability for loss-making transactions of a listed company or non-listed company of the law 4548/2018, with related parties.

According to the above, it is concluded that Mr. Eirinaios Theodorou is judged as a suitable candidate for his participation in the board of directors of the company as an independent non-executive member, in the remuneration and nominations committee of the company, but also in the audit committee, in replacement of Mr. Theodorou Gakis.

The members of the remuneration and nominations committee then had a dialogic discussion and after: (i) they ascertained that the above candidate independent non-executive member of the board of directors and candidate member of the remuneration and nominations committee and the audit committee meets the eligibility requirements, both individually as well as at a collective level in accordance with the company's suitability policy, the law 4706/2020, art. 44 of the law 4449/2017 and the operating regulations of the remuneration and nominations committee and of the audit committee and (ii) checked and verified the fulfillment of the independence criteria in accordance with article 9 par. 1 and 2 of the law 4706/2020 and article 44 par. 1 (d) of the law 4449/2017 in his person, unanimously propose to the board of directors of the company the appointment of the candidate Mr. Eirinaios Theodoros son of George, as the new independent non-executive member of the board of directors, of the remuneration and nominations committee and the company's audit committee in replacement of the resigned member, Mr. Theodoros Gakis.

After there being no other matter for discussion, the meeting is dissolved and the present minutes are signed as follows

The President of the Committee

The Members

TH.GAKIS

**EMMANUEL HATIRAS** 

TH.CHATZISTAMATIOU



# THE SECRETARY OF THE COMMITTEE AND THE BOARD OF DIRECTORS

# KONSTANTINOS C. ARGYROPOULOS ATTORNEY AT LAW



#### **APPENDIX**

#### Resume Mr. Eirinaios Theodorou:

### **CURRICULUM VITAE**

 LAST NAME
 : THEODOROU

 NAME
 : EIRINAIOS

 ADDRESS
 : - 

 REGION
 : - 

 T.K.
 : - 

 TEL.
 : - 

 E - MAIL
 : - 

 NATIONALITY
 : - 

 DATE OF BIRTH
 : - 

 MILITARY SERVICE
 : - 

 MARITAL STATUS
 : - 

## ACADEMIC EDUCATION - PROFESSIONAL CERTIFICATES

5/2013 : CERTIFICATION CRMA (Certification in Risk Management

Assurance) BY THE INTERNATIONAL INSTITUTE OF INTERNAL

**AUDITORS** 

9/2006-6/2008 : MASTER'S DEGREE IN PROFESSIONAL TRAINING

«INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS»

GRADUATE OF THE DEPARTMENT OF ADMINISTRATION OF

: BUSINESS OF PATRAS UNIVERSITY "FINANCE-ACCOUNTING"

GRADE 8.17 (VERY GOOD)

6/2000 . 1<sup>st</sup> HIGH SCHOOL OF N. IRAKLEIO

#### PROFESSIONAL EXPERIENCE

9/2009 – as of today

4/2005

Self-employed-Certified Public Accountant in suspension and Internal Auditor, Registered on Ministry of Finance's Register of Internal Auditors and the Institute of Internal Auditors

6/2017 - up to date President of the Audit Committee of ELTON AEBE

Cooperation with Public Enterprises and Entities:

9/2009-4/2012 IDIKA SA 4/2012 - 4/2015 OASA SA.,

4/2015 - 4/2020 - ERT

11/2021 - up to date MEGARON ATHENS CONCERT HALL

Major responsibilities:

- Establishment of an Internal Audit Department, Preparation of Annual Audit Programs and Internal Audit Operating Statutes, Overview and recommendations during the process of drawing up Operating Regulations and Procedures Manuals, Conducting Audits for Compliance with the current Legal and Tax Framework, Conducting Special Audits (inventories, counts, supply control, etc.), Overview of the process of preparing the financial information required (budgets, Financial Statements (GAAP and IFRS), Monthly Monitoring of Budget Execution and other reports (Register of Commitments, etc.), Overview of the process of preparing Operational and Strategic Action Plans

Internal Auditor in Health Units in the framework of Law 4025/2011 period 2011 - 2016: (G.H.: Thiva, Leivadia, Kifisia, Kastoria, University Hospital Ioannina, Argos, Nafplio, Pentelis Kids Hospital)



"KSI Greece" CERTIFIED PUBLIC ACCOUNTANTS, KIFISIAS AV. 62 & PREMETIS, MAROUSI 15125 — Partner Internal Auditor. Project Manager:

Regular Audit of Financial statements,
Audit of financial reports NPDD
Control, agreements and Control, certification of financial data
N.P.I.D., N.P.D.D. OTA
Recording of Internal Procedures in NPDD
Risk Assessmenet training in NPDD and NPID
Special Control in research institutions for research programs-cofinanced by the European Union

"FK Consulting Services S.A." Business Consultants – Accounting Metamorfosi Attica, Vas.Deligianni 72 Partner – Administrator, Project Manager:

Creation - reorganization of Internal Audit Departments, in accordance with the applicable legal and institutional requirements, as well as the International Standards of Internal Audit (COSO methodology),

Support in the design and implementation of Internal Audit, Business reorganization and cost management (cut- costing), Development of Strategic and Business plans, Business Valuation, Development of management information systems (MIS), Business risk assessment, Compliance with applicable legal frameworks, Organization of Personnel Management Data. Participation in IT & technology sector projects, indicatively: advisory support in the implementation of IFRS 15 (revenue recognition) for Nova and Forthnet companies, preparation of the financial statements with the company DIGEA (Digital Provider), assistance of the audit company in the implementation of special purpose audit projects for the OTE group

EMI EFFECTIVE MANAGEMENT INTERNATIONAL 18, Dimitrakopoulou str., 11141 ATHENS. Lecturer of 80 hours seminars 80 with subject: "NEW TAX SYSTEM – ALL THE LATEST CHANGES" (L. 4172/2014).

Conducting a seminar on the procedures for recording operating regulations and evaluating internal control systems with optimization proposals at the organization "ATPSYTE" Mutual Care Fund of the Association of Bank Employees of Greece (RE-ENGINEERING)

9/2005 - 9/2009

"DRM STYLIANOU S.A." CERTIFIED ACCOUNTANTS & BUSINESS ADVISORS.

9/2003 - 6/2004 & 1/2001 - 6/2003 6/2003 - 8/2003 "CELL INFORMATION" ACCOUNTING OFFICE, 16, GOUNARI STR. PATRAS Assistant Accountant

«ALPHA FINANCE A.X.E.П.E.Y», 6, DRAGATSANIOU STR., ATHENS

## COMPUTERS

EXCELLENT KNOWLEDGE: WINDOWS, MICROSOFT OFFICE, SPSS, INTERNET, ACL, WINERA, X\_LINE, SINGULAR, VERY GOOD KNOWLEDGE: SAP, MANPOWER, SWOT ANALYSIS, STOCK PROGRAMS 'DIVIDEND, SAT, HRIMA & ALPHA-LINE', VISUAL BASIC, NLTSA v 2.0, ORACLE

## **FOREIGN LANGUAGES**

ENGLISH : Fluently FRENCH : Basic



### <u>ADDITIONAL INFORMATION</u> 2009 – up to date

2009 -

2005 -

Continuous Attendance of Training Seminars on specialized topics of Audit (internal and external), and Taxation Member of the Greek and International Institute of Internal Auditors

Member of the Board of Certified Public Accountants and Member of the Chamber of Commerce with a First Class Accountant License

### REFERENCE LETTERS

Available on request».

It was then mentioned that it was ascertained, among others, by the members of the committee, that all the criteria of the Suitability Policy are met, specifically: a. the adequacy of knowledge and skills, b. ethics and reputation, c. avoiding conflict of interests d. independence of judgment and e. allocating sufficient time.

A dialogue ensues and the board of directors, after taking into account: (a) the provisions of the law 4706/2020 as in force and the policy on the suitability of the members of the board of directors adopted by the company, (b) the above reasoned proposal of the company's remuneration and nominations committee, the content of which is in agreement with all the members of the board of directors and the assumptions of which are fully adopted by the board of directors (c) that Mr. Theodorou has submitted to the company: (i) the formal declaration dated 07-10-2022 that no final court decision has been issued within one (1) year, prior to his appointment, recognizing his culpability for loss-making transactions of a listed company or a non-listed company of the law 4548/2018, with related parties, (ii) a copy of the criminal record and (iii) tax and insurance awareness, and (d) that from the above mentioned the board of directors ascertained and verified the suitability of the candidate, both individually and collectively, and verified, based on his cv and all documents, statements and information obtained from him, from the company internally and from external sources:

- the fulfillment of all eligibility criteria of the candidate: a. the adequacy of knowledge and skills, b. ethics and reputation, c. avoiding conflict of interests d. independence of judgment and e. allocating sufficient time, both on an individual and collective level, in accordance with the suitability policy adopted by the Company and
- -that the candidate meets the independence criteria of article 9 par.1 and 2 of the law 4706/2020,

as well as that there are no obstacles or incompatibilities in the person of the candidate with regard to any relevant provisions, including the Corporate Governance Code (CGC) applied by the Company and the Internal Operating Regulations of the Company, and

unanimously elects Mr. Eirinaios Theodorou, son of George, resident of , , no. , A.D.T. , date of birth , VAT number , D.O.Y. , citizen, as a new independent non-executive member of the board of directors in replacement of the resigned independent non-executive member Mr. Theodoros Gakis, and designates him, as an independent non-executive member, temporarily until the next general assembly of the company's shareholders which will decide on the attribution of the capacity of the independent non-executive member to the new member elected by the board of directors or to another existing member or to a new member to be elected, in accordance with the relevant provisions.

# 2<sup>nd</sup> ITEM: RE-CONSTITUTION OF THE BOARD OF DIRECTORS INTO A BODY.

Regarding the second item the Chairman of the board of directors Mr. Spyridon Manolopoulos informed the Board as follows:

Following the election of a new independent non-executive member, the Board of Directors must be reconstituted into a body.

Following the election of by Mr. Ioannis Doulaveris as a teller, there is a secret ballot voting for the election of President, CEO and Vice Presidents, in accordance with the law and the company's articles of association.

Following the selection of the votes, the following persons are elected for the entire term of the Board of Directors: a) Spyridon Manolopoulos son of Dimitrios, resident of -, prefecture of -, ----- street, ID number ------, date of birth ------, tax identification number ------ Tax Office, ---- citizen, President of the Board of Directors, b) Ioannis Mertzanis, son of Anastasios, resident of --, prefecture of ----, ID number-----of birth -----, tax identification number ------, Tax Office, ---- citizen, Chief Executive Officer, c) Theodoros Chatzistamatiou son of Nikolaos, resident of ------, prefecture of -----, street, ID number -------, date of birth -------, tax identification number -------, Tax Office, ---- citizen, Vice President of the Board of



Directors and d) Panagiotis Bellos, son of Christos, resident of -----, prefecture of -----, street, ID number ---, date of birth -----, tax identification number -----, rax Office, -- citizen, Vice President of the Board of Directors.

Following the said election the formation of the company's Board of Directors is as follows:

- Spyridon Manolopoulos son of Dimitrios, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, President of the Board of Directors
- Theodoros Chatzistamatiou son of Nikolaos, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Vice President of the Board of Directors.
- Panagiotis Bellos, son of Christos, resident of , prefecture of , vripidou street, ID number , date of birth , tax identification number , Tax Office, citizen, Vice President of the Board of Directors.
- Ioannis Mertzanis, son of Anastasios, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Chief Executive Officer.
  loannis Doulaveris, son of Alexandros, resident of , prefecture of , street, ID number , Date of birth ,
- tax identification number , Tax Office, citizen, Member of the Board of Directors.
- Anastasia Paparizou, daughter of Konstantinos, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Member of the Board of Directors.
- Anna Kalliani, daughter of Spyridon, resident of , prefecture of , street, ID number , Date of birth , tax identification number, Tax Office, citizen, Member of the Board of Directors
- Emmanuel Hatiras, son of loannis, resident of , prefecture of , street, ID number AK 028101, Date of Birth , tax identification number , Tax Office, citizen, Member of the Board of Directors and
- Eirinaios Theodorou, son of George, resident of , prefecture of , street, ID number , date of birth , tax identification number, Tax Office, citizen, Member of the Board of Directors.

According to the company's articles of association, the term of the members of the Board of Directors remains as is (six years). Such term is extended, exceptionally, until the end of the period, in between the next Annual General Assembly must be convened and until the issuance of the relevant decision, which means at the latest until September 10, 2026, subject of any possible adjourned or postponed meeting. Legal deputy of the President of the board of directors, Mr. Spyridon Manolopoulos, in his duties, regarding the chairmanship of the board of directors, including the convening of the board of directors, is appointed the Vice President of the Board of Directors Mr. Panagiotis Bellos, son of Christos, and in case of absence or impediment of the latter, the Vice President of the board of directors Mr. Theodoros Chatzistamatiou, son of Nikolaos. It is noted that the first next general assembly of the company's shareholders, when this appointment will be announced, will decide on the attribution of the capacity of the independent non-executive member to the new member elected by the board of directors or to another existing member or to a new member to be elected.

# 3rd ITEM: DESIGNATION OF EACH MEMBER AS EXECUTIVE OR NON-EXECUTIVE

Regarding the third item the Chairman of the board of directors Mr. Spyridon Manolopoulos informed the board as

Following the re-constitution of the board of Directors into a body, in accordance with tart. 5 par. 2 of the law 4706/2020, the board of directors shall designate each member as executive or non-executive.

The following persons were designated as independent non-executive members of the board of directors:

- 1. Emmanuel Hatiras, son of loannis, resident of , prefecture of , street, ID number , Date of Birth identification number, Tax Office, citizen
- 2. Anna Kalliani, daughter of Spyridon, resident of , prefecture of , street, ID number , Date of birth , tax identification number, Tax Office, citizen
- 3. Eirinaios Theodorou, son of George, resident of , prefecture of , street, ID number , date of birth , tax identification number, Tax Office, citizen

Also, the executive members of the new board of directors are the following:

- 1. Spyridon Manolopoulos son of Dimitrios, resident of , prefecture of , street, ID number , date of birth ,
- tax identification number , Tax Office, citizen, President of the Board of Directors Panagiotis Bellos, son of Christos, resident of , prefecture of , street, ID number , date of birth , tax identification number, Tax Office, citizen, Vice President of the Board of Directors.
- Ioannis Mertzanis, son of Anastasios, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Chief Executive Officer.



- Ioannis Doulaveris, son of Alexandros, resident of , prefecture of , street, ID number , Date of birth , tax identification number , Tax Office, citizen, Member of the Board of Directors.
- Anastasia Paparizou, daughter of Konstantinos, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Member of the Board of Directors.

Finally, Mr. Theodoros Chatzistamatiou son of Nikolaos, was designated as a non-executive member of the board of directors, resident of -----, prefecture of ----- street, ID number -----, date of birth -----, tax identification number ------ Tax Office, ---- citizen, Vice President of the board of directors

Aggregated, results as follows, the final composition and appointments of the company's board of directors:

- -Spyridon Manolopoulos son of Dimitrios, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, President of the Board of Directors, Executive member of BoD.
- Theodoros Chatzistamatiou son of Nikolaos, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Vice President and non-executive member of the Board of Directors.
- Panagiotis Bellos, son of Christos, resident of , prefecture of , Evripidou street, ID number , date of birth , tax identification number , Tax Office, citizen, Vice President and Executive member of the Board of Directors.
- 4. Ioannis Mertzanis, son of Anastasios, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Chief Executive Officer, Executive member of BoD.
- 5. Ioannis Doulaveris, son of Alexandros, resident of , prefecture of , street, ID number , Date of birth , tax identification number , Tax Office, citizen, Executive Member of the Board of Directors.
- Anastasia Paparizou, daughter of Konstantinos, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Executive Member of the Board of Directors.
- Anna Kalliani, daughter of Spyridon, of Athens, prefecture of , nthippou street, ID number , Date of birth , tax identification number , Tax Office, citizen, Independent and Non-Executive Member of the Board of Directors
- Emmanuel Hatiras, son of Ioannis, resident of , prefecture of , street, ID number , Date of Birth , tax identification number , Tax Office, citizen, Independent and Non-Executive Member of the Board of Directors and
- Eirinaios Theodorou, son of George, resident of , prefecture of , street, ID number , date of birth , tax identification number , Tax Office, citizen, Independent and Non-Executive Member of the Board of Directors

#### 4th ITMEM: POWERS AND AUTHORIZATIONS.

Following an interactive dialogue and a legal voting, the Board of Directors unanimously decided to grant to the President and Executive Member of the BoD, Mr. Spyridon Manolopoulos, son of Dimitrios, resident of , prefecture of , Street, ID number , Date of birth , citizen, tax identification number , Tax Office, Citizen, to the Vice President and Executive Member of the BoD, Mr. Panagiotis Bellos, son Christos, resident of Dionys os, prefecture of , street, number , date of birth , tax identification number , Tax Office, citizen, to the Chief Executive Officer and Executive Member of the BoD, Mr. Ioannis Mertzanis, son of Anastasios, resident of , prefecture of , street, ID number , date of birth 1 , tax identification number , Tax Office, citizen, and to the Executive Member of the BoD, Mr. Ioannis Doulaveris son of Alexandros, resident of , prefecture of , street, ID number , Date of birth , tax identification number , Tax Office, citizen, the performance of all responsibilities and powers of the Board of Directors. That is, that the above-mentioned persons shall commit the company, whether acting jointly or severally, each one by its signature, as long as the object of the transaction does not exceed the amount of six hundred thousand Euros (600.000 €).

Indicatively, the following responsibilities of the said representatives are mentioned:

- 1. Represent and bind the company before all Public, Judicial, Municipal and other Authorities and Services, including the Independent Administrative Authorities, before all types of Organizations, all Courts in Greece in general, regardless of degree, and before the Supreme Court, the State Council and the Court of Audit, the State Legal Counsel and in the transactions of the company with all natural or legal entity on any company affair. Indicatively, without any limitation thereto, it is stated that they may represent the Company before all Ministries, Public Financial Services ( $\Delta$ .O.Y.), Peripheral Administrations, E. $\Phi$ .K.A. (single social security entity) and other social security institutions of Primary and Auxiliary Insurance, Banks, Chambers, City Planning Offices, Municipal and Community services of the country, Customs, Hellenic Police, Insurance Firms, Hellenic Telecommunications Service, PPC or other energy provider, and Athens Water Supply and Sewerage Company (EYDAP).
- 2. Represent and bind the company in all types of tenders of the Public, of legal persons of public or private law, public services, public legal entities, companies, sign and/or submit the company's offer for such tenders as well as any document required for the participation of the company to the tenders, including the objections and



appeals, authorize third parties to sign, submit the offers and to proceed in actions in general relating to such tenders, etc.

- 3. Sign on behalf of Company or the companies represented by the Company, any commercial cooperation agreement, contracts of supply, assignment of projects and provision of services, sales contracts and sign in general contracts and agreements with Greek and/or foreign companies, natural persons, legal entities of private and public law, public legal entities and public services and the State, both in Greece and abroad.
- 4. Collect money or authorize another person for the collection off money on behalf of the company from any natural or legal person or Public Service.
- 5. Sign applications on behalf of the company to any Bank for any kind of financing, deposit money to any Bank and to withdraw from the company's bank deposits from any Bank.
- 6. Enter into agreements with banks of all kinds of financial contracts as well as contracts for the provision of collateral in favor of these banks.
- Open deposit accounts at the Banks and perform depositions and withdrawals.
- 8. Issue and endorse checks on behalf of the company.
- 9. Issue, accept, endorse and to provide guarantee exchange notes and bills for third parties, natural or legal entities.
- 10. Grant and pledge under any terms approved by them bills of laden, merchandize, bills of exchange and notes.
- 11. Lease on behalf of the Company money boxes in any Bank having the right to use them on the Company's account.
- 12. Appoint their substitute-representative, who shall also have the right to use of leased Bank money-boxes.
- 13. Deposit for safekeeping in any Bank all types of securities (bonds, etc.) owned by the Company, having at the same time the right to withdraw them at any time.
- 14. Provide and receive loans (except for bonds) on behalf of the company, provide payment orders, acknowledge obligations and provide payments.
- 15. Request the issuance of letters of guarantee on behalf of the company, as well as they provide a corporate guarantee in favor of third parties.
- 16. Submit applications for the issuance of any type of certificate related to the company such as taxation clearance certificates, certificates of payment of social security contributions to Ε.Φ.Κ.Α and other Main and Auxiliary Insurance Funds and collect such certificates.
- 17. Submit claims, petitions, objections, enforce ordinary or extraordinary appeals, waive from such suits, claims and legal means.
- 18. Appoint lawyers for the representation of the company before the Judicial and other Authorities as well as other proxies for the performance of certain deeds.
- 19. Purchase and sale on behalf of the company merchandise and any other material.
- 20. Purchase and sale for the Company mobile assets and lease fixed assets.
- 21. Hire and dismiss the employee and worker personnel of the Company and define its salaries.
- 22. Manage the company and the company's assets.
- 23. They may exercise all the powers of the Board of Directors except those for which either the Law or the Company's Articles of Association require collective action
- If, however the financial object of the relevant transaction, legal transaction, act or action exceeds the amount of six hundred thousand Euros (€ 600,000), for the valid commitment of the company it is required either the signature of at least two of the above representatives one of whom will obligatory be the Chairman of the Board or, in case of an impediment of the Chairman of the Board, the Chief Executive Officer of the company, or a decision of the Board of Directors of the Company.

Here being no further agenda, the present meeting was adjourned, and these minutes were signed as follows:

The Chairman

The Members



THEODOROS CHATZISTAMATIOU
PANAGIOTIS BELLOS
IOANNIS MERTZANIS
IOANNIS DOULAVERIS
ANASTASIA PAPARIZOU
EMMANUEL HATIRAS
ANNA KALLIANI
EIRINAIOS THEODOROU

THE SECRETARY OF THE BOARD OF DIRECTORS

KONSTANTINOS C. ARGYROPOULOS ATTORNEY AT LAW

True Copy from the Book of Minutes of the BoD

Ag. Paraskevi, at the same day

The Chairman of the Board

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SPYRIDON D. MANOLOPOULOS

