

ANNOUNCEMENT

Decisions of the Ordinary Shareholders' General Meeting of the company under the name "Aegean Airlines Société Anonyme" of April 30th, 2024

The company "AEGEAN AIRLINES S.A." (hereinafter the "Company"), announces that on Tuesday, April 30th, 2024 at 11:00 a.m. the Ordinary Shareholders' Meeting was held remotely without any physical presence and in particular either in real time by teleconference or by exercising the right to vote before the General Meeting. At the General Meeting 214 shareholders participated either in person or by proxy, representing 68.570.804 shares and equal votes, out of the 89.925.600 total shares and votes, or 76,25% of the total paid-up share capital and voting rights of the Company, not counting the 241.500 shares in treasury stock, according to article 50 of Law 4548/2018.

Thus, the quorum required by law and the Company's Articles of Association for discussion and resolution on the item of the agenda was achieved. The Shareholders Meeting discussed and resolved on the item of the agenda as follows:

ITEM 1: Submission and approval of the Annual Financial Statements (including the Annual Consolidated Financial Statements) for the fiscal year 2023 (01.01.2023-31.12.2023), drafted in accordance with International Financial Reporting Standards, along with the Annual Report of the Board of Directors and the Auditors' Report.

The Annual General Shareholders Meeting approved the Annual Financial Statements of the Company (including the Consolidated Annual Financial Statements) for the fiscal year 2023 (01.01.2023-31.12.2023), drafted in accordance with International Financial Reporting Standards, as well as of the Annual Report of the Board of Directors and the Auditors' Report, as approved by the Board of Directors of the Company on 12.03.2024 and posted on the investor relations section of the Company's website (<https://en.about.aegeanair.com/investor-relations/financial-results/>) and ATHEX website (<https://www.helex.gr>) on 12.03.2024.

ITEM 2: Approval of the distribution of the net profits for fiscal year 2023, distribution of dividend to shareholders and payment of remuneration to members of the Board of Directors for fiscal year 2023.

The Annual General Meeting approved the table of net profits distribution for fiscal year 2023. More specifically, shareholders approved the distribution of dividend to shareholders of €0,75 per share. The dividend is subject to 5% withholding tax (pursuant to the provision of art. 40 par.1 of L.4172/2013, as in force) if applicable, which is equal to €0,04 per share and, therefore, shareholders will receive a net amount of €0,71. It is noted that the amount to be distributed which corresponds to the Company's own shares will be added to the amounts to be distributed to the rest of the shareholders as per applicable law and hence the exact dividend per share amount will be announced by the company on the record date, as defined below.

Dividend beneficiaries for the fiscal year 2023 dividend are Company's Shareholders registered in the electronic files of the Dematerialized Securities System (D.S.S.) dated Tuesday, May 21, 2024 (record date).

Ex-dividend date will be Monday, May 20, 2024, and thus from that date on the shares of the Company will be traded on Athens Exchange without the right to receive the dividend.

Dividend payment will commence on Monday, May 27, 2024.

Additionally, the General Shareholders Meeting approved the distribution of the amount €3.030.000 as remuneration from the profits of the fiscal year 2023 to executive members of the Board of Directors, and more specifically the CEO and the Chairman of the Board of Directors, in accordance with the Company's current Remuneration Policy.

The General Meeting of Shareholders authorized the Board of Directors to determine the remaining details and to take any action required to implement the above resolution.

ITEM 3: Approval of the overall management of the Company by the Board of Directors, pursuant to article 108 of L. 4548/2018 and discharge of Chartered Auditors from any liability for the fiscal year 2023, pursuant to article 117 par.1 case (c) of L. 4548/2018.

The Annual General Shareholders Meeting approved the overall management of the Company which took place during fiscal year 2023, in accordance with article 108 of L.4548/2018 and the discharge of the Certified Auditors-Accountants from any liability for compensation for the fiscal year 2023 in accordance with article 117 par 1 (c) of L. 4548/2018.

ITEM 4: Election of Certified Auditors (regular and substitute) to audit the Annual Financial Statements (including the Annual Consolidated Financial Statements) for the fiscal year 2024 (01.01.2024 – 31.12.2024) and approval of their remuneration.

Pursuant to Board of Directors' and Audit Committee's recommendation, the General Shareholders Meeting approved for the audit of the financial statements of the Company (including the Consolidated Financial statements) for the fiscal year 2024 (01.01.2024-31.12.2024), the appointment of the auditing company "KPMG Certified Auditors S.A.", with registered offices in 44, Syngrou Avenue, 117 42, Athens, Greece and more specifically the appointment of Mr. Vasileios Kaminaris, son of Georgios, certified auditor with Reg. number 20411 as a regular auditor, and Mrs. Andriani Kartou, daughter of Gregorios, certified auditor with Reg. number 51411, as a substitute auditor.

The remuneration of the above auditing firm shall be EUR 209,000 plus VAT for the regular financial audit and tax compliance audit of fiscal year 2024.

ITEM 5: Submission for discussion and voting of the Remuneration Report for Board of Directors' members for fiscal year 2023, in accordance with article 112 of L.4548/2018.

The Annual General Shareholders Meeting approved the remuneration report for Board of Directors' members for the fiscal year 2023, on which the Nomination and Remuneration Committee of the Company has given its consent. The remuneration report which is approved pursuant to the Board of Directors decisions dated 05.04.2024, contains information for the aggregate compensation that the Board of Directors members' received during the fiscal year

2023, in accordance with art. 112 of L.4548/2018 and the Remuneration Policy of the Company as in force following the amendment of the Shareholders Meeting decision on 07.07.2022.

The Remuneration report is posted on the Company's website (<https://en.about.aegeanair.com/investor-relations/general-assemblies>).

ITEM 6: Submission of the Annual Report of the Audit Committee for the fiscal year 2023.

The Annual General Shareholders Meeting took note of the submitted Annual Activity report of the Audit Committee for the fiscal year 2023, which is available on the Company's website (<https://en.about.aegeanair.com/investor-relations/general-assemblies>), pursuant to article 44 par. 10 of L.4449/2017, as in force. It is noted that the report contains information of the policy for sustainable growth that the Company follows.

ITEM 7: Submission of the Report of Independent Non-Executive Members of the Board of Directors according to article 9 par. 5 of L. 4706/2020.

The Annual General Shareholders Meeting took note of the submitted Report of the Board of Directors' independent Non-Executive members, which they jointly submitted to the General Shareholders Meeting and was prepared in accordance with article 9 par. 5 of Law 4706/2020.

The relevant report of the Independent Non-Executive members of the Board of Directors which was submitted to the shareholders is available on the Company's website.

ITEM 8: Permission, in accordance with article 98 par. 1 of L. 4548/2018, to the Members of the Board of Directors of the Company and other senior executives to participate in the Board of Directors or to provide their managerial services to the Subsidiaries of the Company.

The Annual General Shareholders Meeting approved the provision of permission, in accordance with article 98 par. 1 of Law 4548/2018, to the Members of the Board of Directors of the Company and other senior executives to participate in the Board of Directors or to provide their managerial services to the Subsidiaries of the Company.

ITEM 9: Election of new Board of Directors and appointment thereof of the independent non- executive members of the Board of Directors.

The General Shareholders Meeting re-elected the 12 members of the Board of Directors with a 3-year office term, which is extended until the expiration of the term within which the next Ordinary Shareholders Meeting must be convened after the expiration of the Board's term and until the relevant decision is taken, which shall not exceed the four years, which consists of the following members:

1. Eftichios Vassilakis, son of Theodoros,
2. Anastasios David, son of Georgios,
3. Panagiotis Laskaridis, son of Konstantinos,

4. Dimitrios Gerogiannis, son of Christodoulos,
5. George Vassilakis, son of Theodoros,
6. Styliani Dimaraki, daughter of Anastasios,
7. Konstantinos Kalamatas, son of Alexandros,
8. Achilleas Constantakopoulos, son of Vasileios,
9. Nikolaos George Nanopoulos, son of Konstantinos,
10. Natalia Nicolaidis, daughter of Emmanouil,
11. Alexandra Papalexopoulou, daughter of Theodoros and
12. Nikolaos Sofianos, son of Konstantinos.

From the above, Mr. Konstantinos Kalamatas son of Alexandros, Mrs. Natalia Nicolaidis daughter of Emmanouil, Mrs. Alexandra Papalexopoulou daughter of Theodoros and Mr. Nikolaos Sofianos son of Konstantinos were appointed independent non-executive members pursuant to resolutions of article 9 par. 1 & 2 of L.4706/2020.

It is noted that the above-mentioned Board of Directors members were elected by the General Meeting, following Board of Directors verification that after the relevant evaluation of the candidate members according to the available curriculum vitae and all other available data:

- a) The re-elected members of the Board of Directors meet the eligible criteria set out in the Suitability Policy of the members of the Board of Directors of the Company given their ethics, appropriate character references, reputation, knowledge, experience, independence of judgment, credibility and skills required for the execution of their duties assigned to them, while they are familiar with the culture, values and principles of the Company and have sufficient time to perform their duties without interruption. In addition, it is noted that there is an adequate representation per gender in a percentage of at least 25% of the total number of its members.
- b) There are no obstacles or conflicts in any person of the members, regarding the provisions of L.4706/2020, the applicable Corporate Governance Code and the Company's Internal Regulation.
- c) The new Board of Directors of the Company fully complies with the requirements of L.4706/2020, regarding the number of the independent non-executive members of the Board of Directors.
- d) Each of the independent members of the Board of Directors meets the conditions of independence of art.9 of Law 4706/2020.

ITEM 10: Election of new Audit Committee in accordance with article 44 of L.4449/2017, determination of the type, the term, the composition and the capacity of its members.

The General Shareholders Meeting decided the election of a new Audit Committee which will be a committee of the Board of Directors, comprised of 3 members, two out of which will be independent non-executive members, in accordance with the provisions of article 9 of L.4706/2020 and one non-executive member, with an office term being the same as the office term of the Board of Directors, i.e. a 3 year office term, extended until the expiration

term within which the next ordinary shareholders meeting must be convened after the expiration of the Committee's term and until the relevant decision is taken which shall not exceed the four years.

Furthermore, it is noted that the members of the Audit Committee will be appointed by the Board of Directors at its next meeting, as this Committee will be a committee of the Board of Directors, as defined in par. 1(c) of article 44 of Law 4449/2017.

ITEM 11: Amended Remuneration Policy of the Board of Directors' members.

The Ordinary General Meeting following the proposal of the Remuneration and Nomination Committee and the Board of Directors approved the amended Remuneration Policy of the Company, in accordance with art.110-111 of L.4548/2018, which is posted on Company's website (<https://en.about.aegeanair.com/investor-relations/general-assemblies>).

ITEM 12: Other issues and announcements

No other issues discussed.

The Voting results of the Annual General Shareholders Meeting are presented in the following page.

VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS

No.	Items of Agenda	Participations	Votes In Favor	Votes Against	Abstain
		Valid votes / % of share capital	Valid votes / % participation valid votes	Valid votes / % participation valid votes	Valid votes / % participation valid votes
1.	Submission and approval of the Annual Financial Statements (including the Annual Consolidated Financial Statements) for the fiscal year 2023 (01.01.2023-31.12.2023), drafted in accordance with International Financial Reporting Standards, along with the Annual Report of the Board of Directors and the Auditors' Report.	68.570.804 (76,25%)	68.396.717 (99,75 %)	70.000 (0,10 %)	104.087 (0,15 %)
2.	Approval of the distribution of the net profits for fiscal year 2023, distribution of dividend to shareholders and payment of remuneration to members of the Board of Directors for fiscal year 2023.	68.570.804 (76,25%)	68.417.320 (99,78 %)	70.000 (0,10 %)	83.484 (0,12 %)
3.	Approval of the overall management of the Company by the Board of Directors, pursuant to article 108 of L. 4548/2018 and discharge of Chartered Auditors from any liability for the fiscal year 2023, pursuant to article 117 par.1 case (c) of L. 4548/2018.	68.570.804 (76,25%)	68.395.263 (99,74 %)	71.454 (0,10 %)	104.087 (0,15 %)
4.	Election of Certified Auditors (regular and substitute) to audit the Annual Financial Statements (including the Annual Consolidated Financial Statements) for the fiscal year 2024 (01.01.2024 – 31.12.2024) and approval of their remuneration.	68.570.804 (76,25%)	68.487.320 (99,88 %)	0 (0,00 %)	83.484 (0,12 %)
5.	Submission for discussion and voting of the Remuneration Report for Board of Directors' members for fiscal year 2023, in accordance with article 112 of L.4548/2018.	68.570.804 (76,25%)	64.692.013 (94,34 %)	3.710.807 (5,41 %)	167.984 (0,24 %)
6.	Submission of the Annual Report of the Audit Committee for the fiscal year 2023.	The item was not subject to voting.			
7.	Submission of the Report of Independent Non-Executive Members of the Board of Directors according to article 9 par. 5 of L. 4706/2020.	The item was not subject to voting.			
8.	Permission, in accordance with article 98 par. 1 of L. 4548/2018, to the Members of the Board of Directors of the Company and other senior executives to participate in the Board of Directors or to provide their managerial services to the Subsidiaries of the Company.	68.570.804 (76,25%)	68.487.197 (99,88 %)	123 (0,00 %)	83.484 (0,12 %)
9.	Election of new Board of Directors and appointment thereof of the independent non- executive members of the Board of Directors.	68.570.804 (76,25%)	64.574.455 (94,17 %)	3.912.865 (5,71 %)	83.484 (0,12 %)
10.	Election of new Audit Committee in accordance with article 44 of L.4449/2017, determination of the type, the term, the composition and the capacity of its members.	68.570.804 (76,25%)	68.483.276 (99,87 %)	2.713 (0,00 %)	84.815 (0,12 %)
11.	Amended Remuneration Policy of the Board of Directors' members.	68.570.804 (76,25%)	64.638.374 (94,27 %)	3.764.446 (5,49 %)	167.984 (0,24 %)
12.	Other issues and announcements.	There was no item subject to vote			

Notes

Number of shares outstanding:	90.167.100
Less: treasury stock	<u>241.500</u>
Number of shares (for calculating quorum):	89.925.600

Spata, April 30th, 2024