



ATHEX
Athens Stock Exchange

23rd Annual General Meeting

Items 6 & 7 of the Agenda

6th item of the Agenda

Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2023 – 31.12.2023

The Board of Directors proposes the approval of the remuneration and compensation that was paid out in fiscal year 2023 to Members of the Board of Directors of the Company in accordance with article 109 of law 4548/2018, as more specifically reflected in the Remuneration Report.

The remuneration of the Chief Executive Officer Mr. Yianos Kontopoulos, executive member of the Board of Directors, for fiscal year 2023 amounts to €551,451, as more specifically detailed in the Remuneration Report.

The aforesaid remuneration of Mr. Kontopoulos covers his services to all the companies of the Group; he does not receive compensation for his participation in the Board of Directors.

The total compensation for the non-executive members of the Board of Directors, for their participation in the Board of Directors and the Committees of the Company in 2023, in accordance with the decision of the General Meeting on 08.06.2023, amounts to €563,850. In particular:

Name	Board of Directors	Strategic Planning Committee	Risk Committee	IT Advisory Committee	Nomination & Compensation Committee	Audit Committee	Total gross remuneration
George Handjinicolaou, independent non-executive BoD Chairman	70,000	5,000			5,000		80,000
John Costopoulos, independent non-executive BoD Vice-Chairman (2)	22,576	1,129	1,129			2,822	27,655
Konstantinos Vassiliou, independent non-executive member	40,000	2,000			5,000		47,000
Dimitrios Dosis, independent non-executive member	40,000	2,000		2,000			44,000
Giorgos Doukidis, independent non-executive member	40,000	2,000	5,000	5,000		5,000	57,000
Polyxeni Kazoli, independent non-executive member	40,000	1,129			7,000	5,000	53,129
Theano Karpodini, independent non-executive member	40,000	1,129	2,000	871		7,000	51,000
Nicholaos Krenteras, independent non-executive member	40,000	1,129			5,000	5,000	51,129
Spyridoula Papagiannidou, independent non-executive member	40,000	2,000	2,000		5,000		49,000
Thomas Zeeb, independent non-executive member (2)	22,576	1,129	1,129	1,129			25,962
Alexios Pilavios, non-executive BoD Chairman (1)	17,424	871	871				19,167
Ioannis Emiris non-executive member (1)	17,424	871	871				19,167
Ioannis Kyriakopoulos independent non-executive member (1)	17,424			871		2,178	20,474
Pantelis Tzortzakis, independent non-executive member (1)	17,424	871		871			19,167
GROSS TOTAL	464,848	21,258	13,000	10,742	27,000	27,000	563,850

(1) Term of office ended 7 June 2023

(2) Term of office began on 8 June 2023

7th Item of the Agenda

Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2024 – 31.12.2024 and up until the Annual General Meeting in 2025

The Board of Directors, following a proposal by the Nomination & Compensation Committee proposes that the remuneration of the executive member (Chief Executive Officer) and of the non-executive members of the BoD remain the same. In the above context, the remuneration of the members of the BoD for fiscal year 2024 and until the Annual General Meeting in 2025 is proposed as follows:

- A.** The remuneration of the executive member of the BoD / Chief Executive Officer is determined by the contract concluded with the Company and paid by it. Specifically, the executive member / Chief Executive Officer Mr. Yianos Kontopoulos, is remunerated on the basis of the employment contract of indefinite duration concluded prior to his appointment to the BoD and approved by the Board of Directors. According to the terms of the aforementioned contract his remuneration is as follows:
- i) A gross salary of €300,000 per year, (€21,333.35 gross per month). The gross salary will be paid after deduction of statutory deductions, including, among others, taxes and social security contributions.
 - ii) The Chief Executive Officer does not receive any additional remuneration for his participation in the BoD of the Company or its subsidiaries.
 - iii) The executive member is entitled to benefits in accordance with the BoD Member Remuneration Policy.
- B.** The remuneration of the non-executive members of the Board of Directors, for their participation in the meetings of the Board of Directors and the Committees of the Company for fiscal year 2024 and until the Annual General Meeting of 2025 is proposed as follows:

Remuneration of non-executive members of the Board of Directors	
Proposed annual base pay for participating in the BoD	
Non-executive Chairperson of the BoD	€70,000.00
Non-executive Member of the BoD	€40,000.00

Supplementary to base pay annual remuneration for participation in Committees		
Committee	Chairperson	Member
Audit Committee	€7,000.00	€5,000.00
Nomination & Compensation Committee	€7,000.00	€5,000.00
Risk Committee	€5,000.00	€2,000.00
Strategic Planning Committee	€5,000.00	€2,000.00
Advisory Committee on IT	€5,000.00	€2,000.00

The above remuneration will be pro rata on a twelve-month basis, paid monthly and will be proportional to the participation time of each non-executive member in the Board of Directors and in the Committees of the Company.

All amounts up for preapproval mentioned above are gross, and subject to the withholdings foreseen by the current tax and social security legislation.



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