



**NOTICE**  
**of Annual General Meeting**  
**to the shareholders of the société anonyme under the corporate name**  
**“SIDMA STEEL S.A.”**  
**with General Corporate Registry number 36180100**

Pursuant to law 4548/2018 and the Company’s Articles of Associations, the Board of Directors of the société anonyme under the corporate name “**SIDMA STEEL S.A.**” (the “**Company**”) gives notice to its shareholders of its Annual General Meeting, which will be held on **3 June 2025, at 10.00 a.m. in Ekali, municipality of Kifisia, at Life Gallery Athens Hotel, 103 Thisseos Avenue, P.C. 14578**, to consider and, if thought fit, approve the following items of the agenda:

**AGENDA ITEMS**

1. Presentation and approval of the audited Company’s standalone and consolidated financial statements for the financial year 2024 (01.01.2024-31.12.2024), together with the relevant management report of the Board of Directors and the report of the statutory auditors.
2. Approval of the overall management that took place during the financial year 2024 (01.01.2024-31.12.2024) under article 108 of law 4548/2018 and discharge of the statutory auditors for the financial year 2024 (01.01.2024-31.12.2024) under article 117(c) of law 4548/2018.
3. Approval of the payment of the remuneration and expenses of the Members of the Board of Directors and the Committees for the financial year 2024 and pre-approval of the payment of remuneration and expenses for the financial year 2025 pursuant to article 109 of law 4548/2018.
4. Presentation and advisory vote on the Remuneration Report for the financial year 2024 (01.01.2024-31.12.2024) pursuant to article 112 of law 4548/2018.
5. Appointment of audit firm and statutory auditors and their alternates, for the audit of the financial statements for the financial year 2025 (01.01.2025-31.12.2025) as well the limited assurance opinion on the sustainability reporting for the financial year 2025 (01.01.2025-31.12.2025) as well as determination of their remuneration.
6. Authorizing Board Members pursuant to article 98(1) of law 4548/2018 to participate in the Board of Directors of group companies or in the Directorate of related entities.
7. Presentation of the annual report of the Audit Committee for the financial year 2024 (01.01.2024-31.12.2024) pursuant to article 44(1)(i) of law 4449/2017, as in force, and shareholders’ information by the Chair of the Audit Committee.
8. Presentation of the report of the Independent Non-Executive Members of the Board of Directors pursuant to article 9(5) of law 4706/2020, as amended and in force.
9. Amendment of article 3 of the Company’s Articles of Association.
10. Issuance of two (2) new bond loans for the purposes of refinancing of existing bank lending and granting of authorisations.
11. Various announcements.

## **ENTITLEMENT TO ATTEND AND VOTE**

Entitled to participate and vote in the Annual General Meeting are only natural or legal persons having shareholder capacity at the start of the fifth (5th) day prior to the day of the original session of the Annual General Meeting, i.e. at the start of **29 May 2025** (the “**Record Date**”). The Record Date shall apply also to any adjourned or repeated session. The Record Date also applies in the event of a postponed or reconvened meeting provided that the postponed or reconvened meeting is not more than thirty (30) days from the Record Date. It is noted that in the event of a reconvened meeting, as per above, no new notice will be published pursuant to Article 130 of Law 4548/2018. If any postponed or reconvened meeting of the General Meeting is more than thirty (30) days from the Record Date, any person having the status of shareholder as per above at the beginning of the third (3rd) day prior to the day of the postponed or reconvened General Meeting is entitled to participate to the General Meeting.

Towards the Company, as shareholder entitled to participate and vote in the Annual General Meeting is considered any person registered, on the Record Date, in the records of the Dematerialized Securities System (the “DSS”) of the Hellenic Central Securities Depository S.A. (the “ATHEXCSD”) or any person identified as such based on the Record Date through registered intermediaries or other intermediaries, in line with the relevant legislative provisions (law 4548/2018, law 4569/2018, law 4706/2020 and Implementing Regulation (EU) 2018/1212) and the ATHEXCSD Rulebook, as amended and in force.

Shareholder capacity can be proven by any means provided by law and in any case based on the information obtained by the Company by ATHEXCSD, if it provides registry services, or through the participants and registered intermediaries in the ATHEXCSD, in any other case. Shareholders may participate in the Annual General Meeting through any confirmations or notices set out in articles 5 and 6 of Implementing Regulation (EU) 2018/1212 to provided by any intermediaries, unless the General Meeting denies the entitlement to attend and vote in the Annual General Meeting for good cause justifying such denial in accordance with the applicable provisions (article 19(1) of law 4569/2018, article 124(5) of law 4548/2018).

To exercise participation and voting rights in the Annual General Meeting, no blocking of the holder’s shares nor observance of any other similar procedure restricting the ability to sell and transfer shares during the period between the Record Date and the Annual General Meeting, is required.

Each common, voting, dematerialized share grants one (1) voting right.

## **EXERCISE OF VOTING RIGHTS BY PROXY**

Shareholders may attend and vote in the Annual General Meeting, in person or by proxy. Each shareholder, natural or legal person, may appoint up to three (3) proxies. However, if a shareholder holds shares of the Company that are registered in more than one securities accounts, the above limitation does not prevent the relevant shareholder from appointing different persons as proxies, for the purposes of the Annual General Meeting, regarding shares registered in different securities accounts. A proxy acting on behalf of more than one shareholders may vote differently for each shareholder.

Shareholders’ proxies are required to notify the Company, prior to the commencement of the session of the Annual General Meeting, of any specific event that may be useful to shareholders to assess the risk that the proxy may serve interests other than the interests of the represented shareholder. For the purposes of this paragraph, a conflict of interest may arise, in particular, where the proxy:

(a) is a shareholder exercising control over the Company or is another legal person or entity controlled by such shareholder;

(b) is a member of the Board of Directors or the management of the Company in general or of a shareholder exercising control over the Company, or of another legal person or of an entity that is controlled by a shareholder exercising control over the Company;

(c) is an employee or auditor of the Company or of a shareholder exercising control over the Company, or of any other legal person or of an entity that is controlled by a shareholder exercising control over the Company; and

(d) is a spouse or a first degree relative with one of the natural persons referred to under items (a) to (c) above.

The appointment and revocation or the replacement of a shareholder's proxy takes place in writing and is notified to the Company, in observing the same formalities, at least forty-eight hours (48) hours before the date of the session of the Annual General Meeting.

The Company has made available on its website ([www.sidma.com](http://www.sidma.com)) in the section “Investor Information / General Meeting” a form that can be used for the appointment of a proxy (proxy appointment form). Such proxy appointment form, filled in and signed, must be submitted in writing to the Shareholder Service, at 188 Megaridos Avenue, Aspropyrgos (Attica), P.C. 19300, 1st floor, or by fax: +30 210 3498281 or email: [ir@sidma.gr](mailto:ir@sidma.gr) at the latest forty-eight (48) hours prior to the date of the Annual General Meeting, i.e. no later than **1 June 2025 at 10.00 a.m.**

Shareholders are kindly requested to confirm that the form of appointment of a proxy has been successfully submitted and received by the Company by calling at +30 210 3498200 (Ms. Ioanna Orkoulas).

#### **PARTICIPATION IN THE ANNUAL GENERAL MEETING BY TELECONFERENCE**

The Company enables the participation of Shareholders in the Annual General Meeting to be held on **3 June 2025**, as well as in each of its repeated or postponed sessions, by teleconference, in accordance with article 24(3) of the Company's Articles of Association and article 125 of law 4548/2018.

To this end, shareholders wishing to participate in the Annual General Meeting by teleconference, either in person or by proxy, are requested to communicate their intention, at the latest, if possible, by the Record Date and, in any case, up to forty-eight (48) hours prior to the date of the Annual General Meeting, i.e. no later than **1 June 2025 at 10.00 a.m.** by filling in the shareholder participation form by teleconference and / or by proxy, in case of participation by proxy, which is posted on the Company's website, as part of the informational material for the Annual General Meeting of 3 June 2025, at the following address <https://sidma.gr/en/general-meetings/>.

The shareholder participation form via teleconference and / or by proxy is submitted, along with a certification of the authenticity of the shareholder's signature by a public authority (including indicative of the consular or police authority) in physical form to the Company's Shareholder Service (188 Megaridos Avenue, Aspropyrgos (Attica), P.C. 19300) or in electronic form, at the electronic address [iorkoula@sidma.gr](mailto:iorkoula@sidma.gr).

It is recalled that shareholders have the possibility to issue, as the case may be, a solemn declaration or an authorization with digital document certification through the Single Digital Portal gov.gr, using their codes and credentials of the General Secretariat of Information Systems of Public Administration of the Ministry of Digital Government (taxisnet) or e-banking platform,

for the purposes of their electronic authentication. Such electronic solemn declarations or authorisations are sent to the Company either in physical or in electronic form as per above.

We note that, in any case, shareholders have to provide their Client Share in the DSS for shares that are safekept in individual accounts in the DSS (Client Securities Accounts), or Unique Identifier of Shareholder which is provided to the Company by the last intermediary pursuant to Table 2 of the Annex of Implementing Regulation (EU) 2018/1212 for shares that are safekept in omnibus accounts in the DSS (Clients Securities Accounts) as well as their email address or the email address of their appointed proxy, in order to receive a code (participation code) that will enable its real time, remote participation in the Annual General Meeting via video conference. Otherwise, shareholders will not be allowed to participate remotely in the Annual General Meeting. Each shareholder can appoint only one proxy for its remote participation in the Annual General Meeting, given that for the participation in the General Meeting via teleconference, a participation code will be sent to the unique e-mail address of the shareholder or its proxy.

### **POSTAL VOTING**

Shareholders can participate, in person or by proxy, in the vote on the agenda items to be held prior to the Annual General Meeting. In particular, shareholders who wish to participate remotely in the vote on the agenda items of the Annual General Meeting that will be held prior to the Annual General Meeting, can make use of this possibility by completing and submitting to the Company the “Postal Voting Form”, which the Company will make available on the website <http://www.sidma.gr>. This form must be sent to the Company, completed in all its parts and signed by the person entitled to participate in the Annual General Meeting, in accordance with the specific instructions for the completion, signing and submission enclosed therein, or in paper form to the Company’s Shareholder Service at 188 Megaridos Avenue, Aspropyrgos (Attica), P.C. 19300, 1st floor, or electronically by e-mail at [iorkoula@sidma.gr](mailto:iorkoula@sidma.gr), with the subject “Postal Voting Form – Annual General Meeting 03/06/2025”, and must be received by the Company at least twenty-four (24) hours prior to the commencement of the Annual General Meeting, i.e. no later than **2 June 2025 at 10.00 a.m.**, in order for their votes to be counted towards the quorum and majority requirements.

### **SHAREHOLDERS’ MINORITY RIGHTS**

#### **ACCORDING TO PARAGRAPHS 2, 3, 6 AND 7 OF ARTICLE 141 OF LAW 4548/2018**

(a) At the request of shareholders representing the one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to include additional items in the agenda of the Annual General Meeting, if the relevant request is communicated to the Board of Directors at least fifteen (15) days prior to the Annual General Meeting, i.e. by **19 May 2025**. The request to include additional items in the agenda is accompanied by a justification or a draft resolution for approval by the Annual General Meeting and the revised agenda is published in the same manner as the original agenda, thirteen (13) days prior to the date of the Annual General Meeting, i.e. by **21 May 2025**, and at the same time, is made available to the shareholders on the Company's website along with the justification or the draft resolution that has been submitted by the shareholders in accordance with the provisions of article 123(4) of law 4548/2018. If such agenda items are not published, the requesting shareholders are entitled to request the adjournment of the Annual General Meeting pursuant to article 141(5) of law 4548/2018 and proceed with the above publication, at the Company’s expenses.

(b) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft resolutions concerning items included in the original or any revised agenda of the Annual General Meeting. The relevant request must be communicated to the Board of Directors at least seven (7) days

prior to the date of the Annual General Meeting, i.e. by **27 May 2025**, the draft resolution to be made available to the shareholders, according to the provisions of article 123(3) of law 4548/2018, at least six (6) days prior to the date of the Annual General Meeting, i.e. by **28 May 2025**.

It is noted that the Board of Directors is not obliged to include in the agenda or publish or disclose any items, along with justification and any draft resolutions submitted by the shareholders in relation to the above items (a) and (b), respectively, if their content is clearly contrary to the law and against good morals.

(c) At the request of any shareholder to be submitted to the Company at least five (5) full days prior to the Annual General Meeting, i.e. by **28 May 2025** the Board of Directors is obliged to provide the Annual General Meeting with any information requested concerning the Company's affairs, in so far as such information relates to any agenda item. The Company is not obliged to provide the relevant information, if such information has already been made available on the Company's website, especially in the form of questions and answers.

(d) At the request of shareholders representing the one twentieth (1/20) of the paid-up share capital to be submitted to the Company at least five (5) full days prior to the Annual General Meeting, i.e. by **28 May 2025**, the Board of Directors is obliged to disclose to the Annual General Meeting any remuneration sums and fees paid during the last two years to each member of the Company's Board of Directors or senior manager, as well as any benefit paid to such persons from any cause or contract with the Company.

In relation to the above items (c) and (d), the Board of Directors may (i) refuse to provide the information for good cause which to be recorded in the minutes and (ii) provide a consolidated response to all shareholders' applications.

(e) At the request of shareholders representing one tenth (1/10) of the paid-up share capital, submitted to the Company at least five (5) full days prior to the Annual General Meeting, i.e. by **28 May 2025**, the Board of Directors is obliged to provide the Annual General Meeting with information relating to the course of the Company's corporate affairs and financial situation. The Board of Directors may refuse to provide the information for good cause which to be recorded in the minutes.

Similar deadlines for the exercise of minority rights of shareholders apply also in the event of a postponed or reconvened meeting.

In all items above, the applicants must provide evidence of their shareholder status and, in all items other than item (c), the number of shares held at the time of the exercise of their minority rights. The shareholder status can be proven by any means provided by law and in any case based on the information received by the ATHEXCSD, if it provides registry services, or through the participants and registered intermediaries, in any other case.

#### **AVAILABLE DOCUMENTS AND INFORMATION**

The information set out in article 123(3) and (4) of law 4548/2018 (notice of Annual General Meeting, total number of shares and voting rights, documents to be submitted to the Annual General Meeting, draft resolution of the Annual General Meeting or comments of the Board of Directors on the agenda items and the proxy appointment form, the form for the participation by teleconference, the postal voting form and information concerning the exercise of minority rights according to paragraphs 2, 3, 6 and 7 of article 141 of law 4548/2018) are available in electronic form on the Company's website ([www.sidma.gr](http://www.sidma.gr)). Hard copies of the above documents will be available at the office of the Company's Shareholder Service at 188 Megaridos Avenue, Aspropirgos (Attica), P.C. 19300.

**Athens, 9 May 2025**

The Board of Directors