

## Announcement

Pursuant to article 4.1.1(3) of the ATHEX Rulebook, the company named “**PRODEA REAL ESTATE INVESTMENT COMPANY SOCIETE ANONYME**” (hereafter the “**Company**”) announces the following:

The Ordinary General Meeting of the Company's shareholders, which convened on 11th June 2025, with shareholders representing 231,152,188 common registered shares, namely with a quorum of 90.47% of the Company's paid up share capital, pursuant to the pertinent ballot (valid votes 231,152,188) with respect to the issues on the agenda, as set out in the invitation dated 20.05.2025,

### resolved upon the following:

#### 1<sup>st</sup> Item

The approval of the revision of the Remuneration Policy, based on the content of the Board of Directors' recommendation, dated 20.05.2025.

Shareholders Christophoros Papachristophorou, Aristotelis Karytinis, Thiresia Messari, Athanasios Karagiannis and Stamatis Sapkas did not participate in voting, and were not counted towards quorum or majority for decisions on the specific issue, due to their status as members of the Board of Directors of the Company.

FOR 230,666,453 shares (99.99%)

AGAINST 0 shares (0%)

ABSTAIN 12,301 shares (0.01%)

#### 2<sup>nd</sup> Item

The approval of the Annual Financial Statements for the year 2024 (consolidated and nonconsolidated), along with the relevant Management Report of the Board of Directors to the shareholders and the Auditor's Report and the distribution of profits as follows:

a) the payment of dividend for the financial year 2024 of € 180,123,646.47 or €0.705 per share (net). Given the distribution of interim dividend of €0.470 (amounting to €120,082,430.98), pursuant to the BoD decision dated 6 December 2024, the remaining divided to be distributed amounts to € 0.235 per share (net);

b) the distribution to the Members of the Board of Directors, its committees and of the Investment Committee out of the profits of financial year 2024 of an aggregate amount of € 5,730,562.57,

c) the payment to members of the personnel of an aggregate amount of €1,919,400.00 and granting of an authorization to Mr. A.Karytinis, Chief Executive Officer and Mrs. T.Messari, Chief Financial Officer & Chief Operations Officer, to jointly implement the recommendations of the Remuneration and Nominations Committee dated 19.05.2024.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **5<sup>th</sup> Item**

The approval of the management exercised by each one Member of the Board of Directors individually, in its respective capacity, and by all Members of the Board of Directors jointly and the release of the auditors from any liability for the financial year 2024.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **6<sup>th</sup> Item**

The advisory voting upon the Remuneration Report for the members of the Board of Directors for financial year 2024, pursuant to the provisions of article 112 par. 3 of Law 4548/2018, in relation to which the Remuneration Committee has provided its positive opinion.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **7<sup>th</sup> Item**

The approval of remuneration of the Members of the Board of Directors and of the members of the Investment Committee for financial year 2024 and pre-approval of the remuneration of the aforementioned members for the financial year 2025 and for the time period from 01.01.2026 until the Ordinary General Meeting of 2026, pursuant to article 109 par. 1 and 4 of Greek Law 4548/2018.

It is noted that the aforementioned remuneration is in accordance with the Remuneration Policy of the Company, pursuant to the recommendation of the Remuneration and Nominations Committee of the Company dated 19.05.2024 and relate to compensation for services provided by these persons in their capacity as Members of the Board of Directors and the Investment Committee of the Company.

Further to the above, in particular regarding the members of the Board of Directors of the Company, the remuneration the pre-approval of which is recommended for the financial year 2025 up to the Ordinary General Meeting of 2026 is in accordance with the Remuneration Policy of the Company, as amended in the context of the first item of the agenda.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **8<sup>th</sup> Item**

The provision of permission, in accordance with article 98 of Law 4548/2018 to the to the Members of the Board of Directors of the Company and other senior executives (including members of the Investment Committee) to participate, if they so wish, in the Board of Directors or to provide their services to other companies of the group of the majority shareholder of the Company (indicatively of Invel Real Estate (Netherlands) II B.V. and the group where it belongs) or to companies with a corporate statutory purpose similar to that of the Company or companies or legal entities in which the Company participates pursuant to article 46 of Law 5193/2025. Further to the above, the General Meeting decided to provide its permission to the Members of the Board of Directors of the Company and other senior executives (including members of the Investment Committee) to participate in or provide services to legal persons (or entities) that are not operating in, or making any kind of investment in real estate, that falls within the

legitimate activities and in general within the means of commercial exploitation of real estate properties, which REICs may lawfully engage into (art 46 of Law 5193/2025).

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **9<sup>th</sup> Item**

The appointment of the of the audit company «ERNST & YOUNG (HELLAS) Certified Auditors. Accountants S.A.», having its registered seat at 8B Chimarras street, 15125 Maroussi with Reg. Number 107 as statutory auditor of the annual financial statements of the Company and the Group for the financial year 01.01.2024 to 31.12.2024, as well as to review the interim financial information of the Company and the Group. The Board of Directors was, further, authorized to determine the exact remuneration amount for the audit company.

In accordance with Article 124, Paragraph 8 of Law 4548/2018, shareholders Christophoros Papachristophorou, Aristotelis Karytinis, Thiresia Messari Athanasios Karagiannis and Stamatis Sapkas did not participate in voting, and were not counted towards quorum or majority for decisions on the specific issue, due to their status as members of the Board of Directors of the Company.

FOR 230,678,754 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **10<sup>th</sup> Item**

The appointment of the following independent valuers for financial year 2024 in accordance with the legislative and regulatory framework (art. 54 of L. 5193/2025), as in force):

For real estate properties/investments outside Italy and Bulgaria

- The company Proprius S.P. LLC- Real Estate Agents and Consultants (representative in Greece of Cushman & Wakefield), which has appointed Mr. Georgios Gkolas, son of Dimitrios, Mr. Filippos-Iosif Santozas, son of Konstantinos, Mr. Georgios-Theodoros Chatzimichalaros, son of Georgios, Nikol Papastefanou, daughter of Sotirios, Mr. Thomas Dimopoulos, son of Michail, or

in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.

- Jointly the companies P. Danos & Associates S.A. (representative in Greece of BNP Paribas Real Estate), and Athens Economics Ltd (representative in Greece of Jones Lang Lasalle), which have appointed Mr. Theodoros Livis, son of Georgios, Efrosyni Paschalidou, daughter of Nikolaos, Vasileios Pirovetsis, son of Nikolaos, Michail Koumousis, son of Evangelos, Christina Kalantzi, daughter of Panagiotis, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.
- The company Hospitality Consulting Services (HCS), which has appointed Mr. Papadimitriou Pavlos, son of Evaggelos, or in case he is unable to perform his duties, another valuer who meets the necessary requirements to carry out the valuations.
- The company Axies Certified Experts and Valuers Societe Anonyme (member of CBRE network in Greece and Cyprus), which has appointed Mrs. Kalliopi Zolota, daughter of Antonios, Mrs. Peppa Aggeliki, daughter of Georgios, Mr. Dimitris Kyriazopoulos, son of Konstantinos and Mr. Nikolaos Chatzitsolis son of Charisios, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations, or/and
- The company ARBITRAGE REAL ESTATE A.E and the distinctive name “Arbitrage” ή “ Colliers Greece” (exclusive representative of Colliers in Greece), which has appointed Mr. Nikos Kountouriotis son of Christos, Konstantinos Markogiannakis son on Ioannis, Chris Mantzouratos son of Dimitrios, Ioannis Kyriakopoulos son of Dimosthenis, Anthee Konstantinou daughter of Andreas, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.

For real estate properties/investments in Italy:

- The company “Jones Lang LaSalle S.p.A.”, which has appointed Messrs. Federico Trevaini, Hugo Carlota, Laura Lebbolo, Federica Maiello, Mattiaa Salacoto, Michele De Marco, Roberto Follet, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations

In case the above company is unable to perform its duties or in respect of properties, which the Company may consider acquiring,

- The company, “Key to Real S.r.l. con socio unico” which has appointed Mrs. Tania Garuti, Mr. Ugo Festini and Mr. Gianni Zecchini or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations, or
- The company, “CBRE Valuation S.p.A” which has appointed Mrs. Davide Cattarin and Laura Mauri or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations, or
- The company, “CBRE Italy Hotels S.r.L” which has appointed Mrs. Raffaella Peloso, Mrs. Giulia Covizzi, Mrs. Federica Sacani, Francesca Minola, Mrs. Alessandra Girotto and Mr. Francesco Calia or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.

For real estate properties/investments in Bulgaria:

- The company DRP Consult LTD, which has appointed Mr. Andrey Filev or in case he is unable to perform his duties, another valuer who meets the necessary requirements to carry out the valuations.

In case any of the above is unable to perform their duties or in respect of properties/investments, which the Company may consider acquiring,

- Jointly the companies P. Danos & Associates S.A. (representative in Greece of BNP Paribas Real Estate), and Athens Economics Ltd (representative in Greece of Jones Lang Lasalle), which have appointed Mr. Theodoros Livis, son of Georgios, Efrosyni Paschalidou, daughter of Nikolaos, Vasileios Pirovetsis, son of Nikolaos and Michail Koumousis, son of Evangelos, Christina Kalantzi, daughter of Panagiotis, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.
- The company Advance Address Valuations Ltd, which has appointed Mrs. Tzenka Bojilova or in case she is unable to perform her duties, another valuer who meets the necessary requirements to carry out the valuations, or
- The company Proprius S.P. LLC- Real Estate Agents and Consultants (representative in Greece of Cushman & Wakefield), which has appointed Mrs. Niki Sympoura, daughter of Dimitrios, Mr. Georgios Gkolas, son of Dimitrios, Mr. Filippou-Isif Santozas, son of Konstantinos, Mr. Theodoros Chatzimichalaros, son of Georgios, Mr. Thomas Dimopoulos, son of Michail, or in case any of them is unable to perform their duties, another valuer who meets the necessary requirements to carry out the valuations.

Irrespective of the country in which real estate property/investment is located:

- The company Ernst & Young Business Advisory Solutions S.A. (EY), which has appointed Mr. Panagiotis Tsiolis or in case that he is unable to perform his duties, any other valuer who meets the necessary requirements to carry out the valuations.
- The company PricewaterhouseCoopers Business Solutions S.A. (PWC) which has appointed Mr. Ioannis Vovos or in case that he is unable to perform his duties, any other valuer who meets the necessary requirements to carry out the valuations.
- The company Grant Thornton S.A. (Grant Thornton), which has appointed Ms. Elina Litsa or in case that she is unable to perform her duties, any other valuer who meets the necessary requirements to carry out the valuations.
- The company KPMG Consultants S.A. (KPMG) which has appointed Ms. Marina Kapetanaki or in case that she is unable to perform her duties, any other valuer who meets the necessary requirements to carry out the valuations.
- The company Deloitte Business Solutions S.A. (Deloitte), which has appointed Mr. Alexis Chatzipavlou or in case that he is unable to perform his duties, any other valuer who meets the necessary requirements to carry out the valuations.

Further to the above, the General Meeting decided to authorize the Board of Directors, in order for the latter to determine

- 1) the exact amount of the independent valuers' remuneration, as well as
- 2) appoint a replacement for the as above independent valuers in case any of them is unable to perform its duties, as well as their exact remuneration.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

#### **11<sup>th</sup> Item**

The amendment to article 3 of the Company's Articles of Association in connection with the statutory purpose as follows, following the submission to the Hellenic Capital Markets Committee of the petition to revoke the Company's operating license as an AIFM with protocol n. 5049/13.05.2025:

«Article 3

Purpose

The exclusive purpose of the Company is effecting investments in accordance with art. 46 of L. 5193/2025, as in force from time to time».

It is noted that the aforementioned amendment to the Company's articles of association will be completed following the completion of the process for the revocation of the Company's operating license as an AIFM by the Hellenic Capital Markets Committee in accordance with art. 63 par. 7 of Law 5193/2025 and art. 11 of Law 4209/2013.

FOR 231,152,188 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

**12<sup>th</sup> Item**

No other decisions were adopted on other items of the agenda.

Further to the above, the shareholders were provided information on the following items of the agenda, which were not subject to voting:

**3<sup>rd</sup> Item**

Submission of the annual report of the Audit Committee, in accordance with article 44 par. 1 point (i) of Law 4449/2017, and presentation of the report to the shareholders by a Member of the Audit Committee.

**4<sup>th</sup> Item**

Submission of the report of the independent non-executive members of the Board of Directors, in accordance with article 9 par. 5 of L. 4706/2020 and presentation of the report to the shareholders by the independent non-executive members.

There were no further announcements on other items.

Athens, 11 June 2025  
The Board of Directors