

**CONVOCATION**  
**to the Annual General Meeting**  
**of the Shareholders of the Company named**  
**“AKTOR SOCIETE ANONYME HOLDING COMPANY TECHNICAL AND ENERGY PROJECTS”**  
**with General Commercial Registry (GEMI) no: 000408501000**

According to the provisions of Law and the Company’s Articles of Association, by virtue of a decision made by the Board of Directors at its Meeting held on 19.06.2024, the Shareholders of the Company named “AKTOR SOCIETE ANONYME HOLDING COMPANY TECHNICAL AND ENERGY PROJECTS” are invited to attend the Annual General Meeting to be held on Wednesday, **9<sup>th</sup> July 2025**, at **10:00 a.m.**, which will meet in a hybrid manner, i.e. with the physical presence of shareholders at the Municipality of Paiania, Attica (19<sup>th</sup> km Markopoulou Avenue, Building B7, Auditorium, 2<sup>nd</sup> floor) and with the participation of shareholders remotely real time by teleconferencing, in order to discuss and decide on the following Agenda items:

**AGENDA ITEMS**

1. Submission and approval of the annual financial statements of the Company (including the consolidated financial statements) for the fiscal year 01.01.2024 – 31.12.2024, along with the Reports of the Board of Directors and of the Certified Auditor-Accountant
2. Submission of the Annual Activity Report of the Audit Committee for the fiscal year 01.01.2024 – 31.12.2024, according to article 44, par. 1 (i) of Law 4449/2017
3. Approval of the overall management of the Company by the Board of Directors during the fiscal year 01.01.2024 – 31.12.2024, according to article 108 of Law 4548/2018, and release of the Certified Auditors-Accountants from any liability for compensation for the audit of the fiscal year 01.01.2024 – 31.12.2024, according to article 117 par. 1 (c) of Law 4548/2018
4. Election of Certified Auditors –Accountants for the audit of the financial statements, corporate and consolidated, and the Sustainability Report of the fiscal year 01.01.2025 – 31.12.2025 and determination of their compensation
5. Discussion and voting on the remuneration report of article 112 of Law 4548/2018 for the fiscal year 01.01.2024 – 31.12.2024
6. Granting permission, according to article 98 par. 1 of Law 4548/2018, to the members of the Board of Directors, and the Directors of the Company to participate in the Board of Directors or the management of the Company's subsidiaries and affiliates
7. Acquisition of own shares by the Company, according to article 49 of Law 4548/2018, for any lawful use and granting authorization to the Board of Directors of the Company for the implementation of the decision and the observance of the respective legal formalities
8. Submission of the Report of the independent non-executive members of the Board of Directors, in accordance with article 9 of par. 5 of Law 4706/2020
9. Miscellaneous Announcements

The Company informs that the persons of par. 1 and 2 of article 127 of Law 4548/2018 may, also, be present at the General Meeting remotely in real time by teleconferencing.



## I. Reconvened General Meeting

In the event that no quorum, as provided for by Law and the Company's Articles of Association, is attained for the decision-making on all or some of the aforementioned agenda items, Company's Shareholders are invited to attend a Reconvened General Meeting, to take place on Wednesday, **16<sup>th</sup> July, 2025, at 10:00 a.m.**, which will meet in a hybrid manner, i.e. with the physical presence of shareholders at the same place, and with the participation of shareholders remotely in real time by teleconferencing, without further notice. The agenda of the reconvened General Meeting, if any, will be the same as above, with the exception of items on which a decision could be taken. The persons of par. 1 and 2 of article 127 of Law 4548/2018 may, also, be present at the General Meeting remotely in real time by teleconferencing.

## II. Participation and voting rights at the General Meeting

1. All Company's shareholders are entitled to participate in the General Meeting and vote, either in person or by proxy, as provided for in Law 4548/2018 and the following. Each share entitles to one vote.
2. Only the shareholder recorded with the Dematerialized Security System (DSS), managed by the "Hellenic Central Securities Depository" (ATHEXCSD), which provides registry services withing the meaning of par. 6 of article 124 of Law 4548/2018, may participate in and vote at the General Meeting. Shareholder's capacity may be proven by any legal means and based on the notification received by the Company from the Central Securities Depository, when it provides registry services, or, in any other case, through the participating and registered intermediaries to the Central Securities Depository.
3. Shareholder's capacity must be in force at the beginning of **4<sup>th</sup> July 2025 (Record Date)**, i.e. on the fifth (5<sup>th</sup>) day before the General Meeting on 9<sup>th</sup> July 2025; only the persons being shareholders on that date are eligible to participate in and vote at the General Meeting.
4. The Record Date applies also in the event of a postponement or reconvention of the General Meeting, provided that the date of the adjourned or reconvened session is not more than thirty (30) days away from the Record Date. If this is not applicable, then anyone that has the shareholder's capacity at the beginning of the third (3<sup>rd</sup>) day prior to the date of by postponement or reconvention of the General Meeting is entitled to participate and vote (par. 6 of article 124 of Law 4548/2018).
5. The Company may justify a shareholder's capacity on the Record Date by directly accessing the Dematerialized Security System files. The exercise of the participation and voting rights shall neither entail any shareholders' share blocking, nor any other similar procedure, which restricts the entitlement to sell or/and transfer the shares in the in-between period from the Record Date to the General Meeting date.
6. Shareholders who fail to comply with the deadline of par. 4 of article 128 of Law 4548/2018 may participate in the General Meeting unless the General Meeting declines their participation on a severe ground which justifies such decline.

## III. Procedure for exercising voting rights by proxy

1. Shareholders are entitled to participate in the General Meeting and vote either in person or by proxy. A proxy appointed by a number of shareholders may vote differently for each shareholder.

2. Each shareholder may appoint a proxy for one or more General Meetings and for a definite period of time. The proxy shall vote according to the shareholder's instructions, if any, and shall be obliged to have such voting instructions on record for at least one (1) year after the General Meeting date. The proxy's failure to comply with the provided instructions shall not affect the validity of the General Meeting resolutions, even if the proxy's vote was resolute for attaining a majority.
3. Before the General Meeting, a shareholder's proxy has to advise the Company on any specific fact that may be useful for assessing the risk that the proxy may serve interests different from the shareholder's interests. In view of the above, a conflict of interest may arise, especially, when the proxy:
  - a) is a shareholder controlling the Company or is any other legal person or entity controlled by such shareholder;
  - b) is a member of the Board of Directors or of the Company's management in general or of a shareholder controlling the Company or any other legal person or entity controlled by a shareholder controlling the Company;
  - c) is an employee or auditor of the Company or of a shareholder controlling the Company or of other legal person or entity controlled by a shareholder controlling the Company;
  - d) is a spouse or first-degree relative of any of the natural persons of points a) to c) above.
4. The appointment and revocation of the shareholder's proxy shall be made in writing and notified to the Company in the same form, at least forty-eight (48) hours prior to the date set for the General Meeting, i.e. by **07.07.2025 at 10:00 a.m.** at the latest. Each shareholder may appoint up to three (3) proxies. However, if a shareholder holds shares in the Company which appear in more than one securities account, this restriction shall not prevent the shareholder from appointing different proxies for the shares recorded in each securities account in relation to the General Meeting.
5. The Company provides the form for appointing a proxy with physical presence and a form for appointing a proxy for remote participation in the General Meeting (see. "IV. Participation and exercising the right to vote at the General Meeting remotely in real time by teleconference"). Both are available to shareholders: a) in hard copy at the Company's headquarters (19<sup>th</sup> km Markopoulou Avenue, 19002 Paiania, Attica) and b) electronically at the Company's webpage ([www.aktor.gr](http://www.aktor.gr)). The completed and signed forms must be submitted by the shareholder to the IR Department of the Company at the above mentioned address or sent by e-mail to [IR@aktor.gr](mailto:IR@aktor.gr) or by fax to +30 210 667 4793 at least forty-eight (48) hours before the date of the General Meeting, i.e. by **07.07.2025 at 10:00 a.m.** at the latest. The beneficiary is requested to ensure that the successful sending of the proxy appointment form and its receipt by the Company is confirmed and to this end may call the following telephone numbers: +30 210 667 4646 or +30 210 667 4871 (IR Department).
6. Company's Articles of Association do not provide for shareholders' possibility to participate in the voting remotely, by correspondence or by digital means, prior to the General Meeting.

#### **IV. Participation and exercising the right to vote at the General Meeting remotely in real time by teleconference**

1. In order for shareholders to participate and vote at the General Meeting, or any Reconvened General Meeting, remotely in real time, the filling in of the form "Declaration of participation remotely in real time by videoconference - Appointment of a proxy to participate in the Annual General Meeting of the Company's shareholders on 9<sup>th</sup> July 2025" is required. By completing this form, the concerned shareholder declares their intention to participate in the General Meeting

remotely by indicating on the above form a valid e-mail address and, if they so wish, may appoint a proxy to participate in the Annual General Meeting. The form is available to shareholders: a) in hard copy at the Company's headquarters (19<sup>th</sup> km Markopoulou Avenue, 19002 Paiania, Attica) and b) in electronic form at the Company's webpage ([www.aktor.gr](http://www.aktor.gr)) and submitted filled in and signed by the shareholder to the IR Department of the Company at the aforementioned address or sent by e-mail at [IR@aktor.gr](mailto:IR@aktor.gr) or by fax at +30 210 667 4793 at least forty-eight (48) hours before the date of the General Meeting, i.e. by **07.07.2025 at 10:00 a.m.** at the latest. The beneficiary is requested to ensure that the Company confirms that the said form has been successfully sent and received by the Company and for this purpose may call the following telephone numbers: +30 210 667 4646 or +30 210 667 4871 (IR Department).

2. After the confirmation of the shareholder's capacity as a shareholder, the IR Department shall send to the shareholder or their representative by e-mail to the e-mail address indicated on the form of par. 1, instructions for monitoring and/or the voting procedure during the General Meeting.
3. In order to access the General Meeting remotely in real time by videoconference, a computer or mobile phone of smartphone or tablet, with an installed web browser application and internet access capability is required.
4. The shareholder or their proxy will be able to attend the General Meeting and participate in the voting remotely by electronic means from the commencement of the General Meeting on 09.07.2025 at 10:00 a.m. until the end of the meeting, by entering the electronic link that will be sent to the e-mail address provided in the "Declaration of remote participation in real time via videoconference - Appointment of a proxy for participating in the Annual General Meeting of the Company's shareholders to be held on 9<sup>th</sup> July 2025" and the e-mail address of the shareholder or their proxy, as recorded in the aforementioned declaration, should be used as the passcode.
5. The shareholders or their proxies, if any, may contact for clarifying questions the IR Department of the Company via email to [IR@aktor.gr](mailto:IR@aktor.gr) or via telephone to the numbers +30 210 667 4646 or +30 210 667 4871.
6. The shareholders or their proxies, if any, participating in the General Meeting via teleconference in real-time will be able to:
  - a) follow the proceedings of the General Meeting with electronic or audiovisual means;
  - b) take the floor and address the General Meeting orally;
  - c) vote in real time during the General Meeting on the items of the agenda; and
  - d) receive information on the registration of their vote.

**V. Final dates for exercising the Rights of Minority Shareholders under paragraphs 2, 3, 6 and 7 of article 141 of Law 4548/2018**

1. Shareholders representing one-twentieth (1/20) of the paid share capital of the Company are entitled to:
  - a) request the introduction of additional items to the General Meeting agenda, by means of an application to be filed to the Board of Directors fifteen (15) days before the General Meeting, i.e. up to 24.06.2025, which shall be accompanied by justification or a decision draft for approval by the General Meeting. The revised agenda shall be published in the same manner as the previous agenda, thirteen (13) days before the General Meeting date, i.e. on 26.06.2025.

- b) submit decision drafts for issues included in the initial or the revised agenda, if any, by means of an application to be filed to the Board of Directors at least seven (7) days before the General Meeting, i.e. up to 02.07.2025; such decision drafts shall be notified to the shareholders at least six (6) days before the General Meeting date, i.e. by 03.07.2025.
- 2. By application to be filed to the Company at least five (5) full days before the General Meeting, i.e. by 03.07.2025, any shareholder may ask the Board of Directors to provide specific information to the General Meeting in relation to the Company affairs, to the extent that such information is related to the items of the agenda. The Board of Directors may release a single reply to shareholders' applications having the same content. There is no obligation to provide information when such information is already available on the Company website, especially in a Q&A form. Furthermore, the Board of Directors may refuse to provide information on sufficient due cause, which must be recorded in the minutes.
- 3. By means of an application filed to the Company at least five (5) full days before the General Meeting, i.e. up to 03.07.2025, shareholders representing one-tenth (1/10) of the paid share capital of the Company may request the Board of Directors to provide the General Meeting with information on the progress of corporate affairs and the Company's financial status. The Board of Directors may refuse to provide information on sufficient due cause, which must be recorded in the minutes.

#### **VI. Available documents and information**

The information of paragraphs 3 and 4 of article 123 of Law 4548/2018 (this convocation, the documents to be submitted to the General Meeting, draft resolutions on the Agenda items as proposed by the Board of Directors, the documents for voting by a proxy or representative as well as the total number of current shareholders and voting rights) will be available in a digital form at the Company's website ([www.aktor.gr](http://www.aktor.gr)). Moreover, Company's shareholders may be provided with these documents in hard copy by the IR Department (19<sup>th</sup> km Markopoulou Avenue, 19002 Paiania, Attica).

Paiania, 18 June 2025

THE BOARD OF DIRECTORS