

Athens, June 11, 2025

**DECISIONS OF THE SHAREHOLDERS' ANNUAL GENERAL ASSEMBLY  
HELD ON JUNE 11, 2025**

Today, the 11<sup>th</sup> of June 2025, the Shareholders of the company GEK TERNA S.A. held the Annual General Assembly, in which 230 Shareholders holding 66,302,218 shares and voting rights, thus a percentage of 64.76% of the share capital, participated and the following decisions were made:

**Item 1:** Approved with 66,302,218 votes in favor (100.00% of those present) the Financial Statements (separate and consolidated) for the year 2024 as they were uploaded on the website of the Company and the Athens Stock Exchange and recorded in detail in the Annual Financial Report, the relevant Report of the Board of Directors and the Report of the Certified Auditor - Accountant.

**Item 2:** The proposal of the Board of Directors for the distribution of the amount totaling € 41,369,316.40, i.e. amount of € 0.40 per share, which comes from the profits of the financial year 2024, was approved with 66,302,218 votes in favor (100.00% of those present). The amount of the distribution per share will be increased by the dividend corresponding to the treasury shares held by the Company. The Ex-dividend Date was set as Wednesday, June 25, 2025. Beneficiaries of the dividend are the shareholders registered in the records of D.S.S. on Thursday, June 26, 2025 (record date) and the Dividend Payment Start Date is Wednesday, July 2, 2025. The dividend for fiscal year 2024 will be paid through a credit institution. Details will be given in a new announcement from the Company.

**Item 3:** The Annual Report of the Audit Committee for the year 01.01.2024-31.12.2024 was approved with 66,302,218 votes in favor (100.00% of those present).

Regarding **Item 4**, the report of the independent members of the Board of Directors was submitted to the General Assembly of Shareholders, pursuant to article 9 par. 5 of law 4706/2020.

**Item 5:** The General Assembly, with 66,153,695 votes in favor (99.78% of those present), 107,150 against (0.16% of those present) and an abstain of 41,373 (0.06% of those present), approved the overall management during the fiscal year 2024 by the Members of the Board, namely Messrs.: Dimitrios Antonakos, Dimitrios Afentoulis, Michael Gourzis, Aikaterini Delikoura, Spyridon Capralos, Penelope Lazaridou, Konstantinos Lamprou, Emmanuel Moustakas, Angelos Benopoulos, Georgios Peristeris, Athanasios Skordas, Petros Souretis, Sofia Staikou, Apostolos Tamvakakis, Andreas Taprantzis and Gagik Apkarian.

**Item 6:** The General Assembly, with 66.255.396 votes in favor (99.93% of those present), 5,449 against (0.01% of those present) and an abstain of 41.373 (0.06% of those present), discharged the Auditors from any liability or indemnification arising from the performance of his duties for the year 2024.

**Item 7:** The General Assembly approved, with 57,745,288 votes in favor (87.09% of those present), 8,396,930 against (12.66% of those present) and an abstain of 160.000 (0.24% of those present), the proposal of the Board of Directors for the approval of the Remuneration Report of the members of the Board of Directors of the Company for the fiscal year 2024 according to article 112 of law 4548/2018.

**Item 8:** The auditing company GRANT THORNTON was elected, with 66,298,229 votes in favor (99.99% of those present), 549 against (0.00% of those present) and an abstain of 3.440 (0.01% of those present), for the audit of the Company and Consolidated Financial Statements 2025 the annual sustainability report included and remuneration on the basis of the respective for year 2024 after any adjustment according to the needs of the audit.

**Item 9:** The Suitability Policy of the members of the BoD as updated in accordance with the provisions of the L.5178/2025 was approved with 66,302,218 votes in favor (100.00% of those present).

**Item 10:** The election of the 15 members of the Board of Directors for a four-year term was approved and the independent members were appointed:

NAME	FOR	AGAINST	ABSTAIN
Peristeris Georgios, Chairman	61,399,526 (92.61%)	4,902,692 (7.39%)	0 (0.00%)
Afentoulis Dimitrios	63,438,214 (95.68%)	2,864,004 (4.32%)	0 (0.00%)
Gourzis Michail	63,471,790 (95.73%)	2,830,428 (4.27%)	0 (0.00%)
Delikoura Aikaterini, Independent Non-Executive Member	64,652,176 (97.51%)	1,650,042 (2.49%)	0 (0.00%)
Lazaridou Penelope	63,453,221 (95.70%)	2,848,997 (4.30%)	0 (0.00%)
Lamprou Konstantinos	63,453,221 (95.70%)	2,848,997 (4.30%)	0 (0.00%)
Moustakas Emmanuel	63,453,221 (95.70%)	2,848,997 (4.30%)	0 (0.00%)
Benopoulos Angelos	63,453,221 (95.70%)	2,848,997 (4.30%)	0 (0.00%)
Panagopoulou Olga, Independent Non-Executive Member	66,258,821 (99.93%)	43,397 (0.07%)	0 (0.00%)
Sarkisian Ochanesoglou Marina, Independent Non-Executive Member	66,258,821 (99.93%)	43,397 (0.07%)	0 (0.00%)
Skordas Athanasios, Independent Non-Executive Member	64,652,176 (97.51%)	1,650,042 (2.49%)	0 (0.00%)
Souretis Petros	63,453,221 (95.70%)	2,848,997 (4.30%)	0 (0.00%)
Staikou Sofia, Independent Non-Executive Member	64,558,849 (97.37%)	1,743,369 (2.63%)	0 (0.00%)

Tamvakakis Apostolos	61,696,810 (93.05%)	4,605,408 (6.95%)	0 (0.00%)
Taprantzis Andreas, Independent Non-Executive Member	66,151,671 (99.77%)	150,547 (0.23%)	0 (0.00%)

**Item 11:** It was approved with 65,708,456 votes in favor (99.10% of those present) and 593,762 against (0.90% of those present) the election of a four-member Audit Committee, which will be an independent (mixed) committee, consisting of three (3) non-executive members of the Board of Directors, the majority of whom are independent, and a fourth member independent third person who is not a member of the Board of Directors. Mr. Nikolaos Kalamaras was elected for the position of independent third person (non-BoD member) member of the Audit Committee, and it was granted special authorization to the Company's Board of Directors, in order, following its constitution into a body, to appoint the rest three members of the Audit Committee from among its non-executive members within the framework of applicable legislation. A four-year term of office was set for the Audit Committee.

Regarding **Item 12** "Various announcements and discussion about matters of general interest", it was announced that the Board of Directors, at its meeting of 30/12/2024, proceeded to elect Mr. Andreas Taprantzis as a new independent non-executive member of the Board of Directors, replacing the independent non-executive member of the Board of Directors Mr. Apkarian Gagik.