



Resolutions of the Ordinary General Meeting of Shareholders of ATHENS INTERNATIONAL AIRPORT S.A. of the 15th of April 2026

ATHENS INTERNATIONAL AIRPORT S.A. (the "Company") announces that the Ordinary General Meeting of Shareholders took place on April 15th, 2026, day of the week Wednesday at 14h00, in a hybrid manner with the physical presence of shareholders at the Sofitel Athens Airport Hotel, and with the participation of shareholders remotely in real time by teleconference. During the said Meeting, 244 shareholders were either present or legally represented, representing 282,375,751 common registered shares and voting rights, out of a total of 309,442,186¹ common registered shares corresponding to 91.25% of the Company's paid-up share capital with voting rights. As a result, the General Meeting had the required by the law quorum to resolve on the items of the agenda.

The Ordinary General Meeting of Shareholders resolved as follows:

Item 1

Submission and approval of the Annual Financial Statements for the fiscal year 2025, with the attached thereto Reports of the Board of Directors and the Independent Certified Auditors, as well as the Corporate Governance Statement and the Sustainability Statement.

The Ordinary General Meeting, following a legal vote with 282,375,664 valid votes corresponding to 100.000% of the total voting rights represented in the General Meeting, approved the annual financial statements for the fiscal year 2025, in accordance with the International Financial Reporting Standards (IFRS), with the attached thereto Reports of the Board of Directors and the Independent Certified Auditors, as well as the Corporate Governance Statement and the Sustainability Statement, in accordance with Law 4548/2018, as in force.

Shareholders voted against representing 0 votes or 0.000%.

Shareholders abstained from voting representing 87 votes or 0.000%.

Item 2

Approval of the appropriation of profits for the fiscal year 2025 and distribution of dividend to shareholders.

The Ordinary General Meeting, following a legal vote with 282,375,664 valid votes corresponding to 100.000% of the total voting rights represented in the General Meeting, approved the distribution to the

¹ 101,901 own shares are not taken into account for the formation of the quorum of a General Meeting pursuant to article 50, paragraph 1, item a of Law 4548/2018.



Company's Shareholders of profits available for distribution² of the fiscal year 2025 (from 1st January 2025 to 31st December 2025) plus part of distributable reserves, i.e. a total distributable amount of €204,860,000, which corresponds to €0.66 per ordinary share. A 5% tax will be withheld from the above amount to be distributed (with the exception or variation of the withholding rate for shareholders subject to special provisions), in accordance with the provisions of Law 4172/2013. The distributable amounts corresponding to the Company's treasury shares shall increase the distributable amounts of the rest of the shareholders, in accordance with Article 50 § 1(b) of Law 4548/2018, and the exact dividend amount per share will be announced by the Company after the Record Date, as determined below.

Additionally, the Ordinary General Meeting determined:

- a) 22.04.2026, as the cut-off date (namely the date from which the Company's shares are traded on the Athens Stock Exchange without the right to receive the dividend),
- b) 23.04.2026, as the record date for the beneficiaries of the dividend (namely the date on which beneficiaries of the dividend shall be all the registered shareholders of the Company in the files of the Dematerialized Securities System), and
- c) 15.05.2026, as the date for the commencement of payment (on which dividend distribution shall commence).

Furthermore, the Ordinary General Meeting authorized the Board of Directors to take all necessary actions to enable shareholders to select the option to reinvest in Company's ordinary shares of a gross amount up to €100,000,000, in accordance with the terms of the Company's Scrip Dividend Program (to be allocated to Air Activities Capital, in accordance with the ADA), as approved by the Ordinary General Meeting of the Shareholders dated 14 April 2025 and to distribute in cash the remaining amount of proposed dividend i.e. minimum €104,860,000 (gross amount).

Shareholders voted against representing 0 votes or 0.000%.

Shareholders abstained from voting representing 87 votes or 0.000%.

Item 3

Approval of the revised Suitability Policy for the Members of the Board of Directors.

The Ordinary General Meeting, following a legal vote with 282,375,664 valid votes corresponding to 100.000% of the total voting rights represented in the General Meeting, approved the revision of the Suitability Policy for the Members of the Board of Directors, by adding provisions in relation to the amendments introduced in the corporate governance provisions of Law 4706/2020 (namely, Articles 3, 3A,

² The amount proposed for distribution reflects the exclusion of €3.2 million from the net profit, which has been allocated to statutory reserve in accordance with legal requirements following the 2025 capital increase.



3B, and 3C) by Law 5178/2025 transposing Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed entities and the enactment of Law 5122/2024 which prohibits the election to Board of Directors of individuals committing certain criminal offences who are registered with the recently introduced Register of Excluded Directors.

The Ordinary General Meeting approved the proposed amendments on the Suitability Policy for the Members of the Board of Directors.

Shareholders voted against representing 0 votes or 0.000%.

Shareholders abstained from voting representing 87 votes or 0.000%.

Item 4

Announcement to the Ordinary General Meeting of the election by the Board of Directors of new Members, as replacements in accordance with article 82 § 1 of Law 4548/2018.

Announcement in accordance with article 82 § 1 of Law 4548/2018, as in force.

Pursuant to Article 82 § 1 of Law 4548/2018, it was announced to the General Meeting of Shareholders, that the Board of Directors elected the following Members as replacements: a) the election of Mr. Panagiotis Tampourlos as the new member of the Board of Directors and his appointment as Independent Non-Executive Member in replacement of the deceased Independent Non-Executive Member Robert Goebbels by virtue of the resolution of the Board of Directors dated 12 January 2026 and, b) the election of Mr. George Kallimasias as the new member of the Board of Directors and his appointment as Executive Member and Managing Director (CEO) in replacement of the resigned Executive Member and Managing Director (CEO) Dr. Ioannis Paraschis by virtue of the resolution of the Board of Directors dated, 2 February 2026, affective as of 1 February 2026.

Item 5

Election of a new Board of Directors and appointment of its Independent members (each candidate will be subject to a separate vote).

The Ordinary General Meeting, following a legal vote, elected the new 13-member Board of Directors, with a two-year term of office, which is extended until the expiration of the term within which the next Ordinary General Meeting of Shareholders must be convened after the expiration of the Board of Director's term and until the relevant decision is taken which shall not exceed three years, taking into account the provisions of Law 4548/2018, Law 4706/2020, the Company's Articles of Association, and the Company's Suitability Policy for the Members of the Board of Directors (as updated by virtue of the resolution of the Board of Directors' passed on 24.03.2026 and pursuant to the relevant resolution of the Ordinary General Meeting, item 3 of the agenda):



A separate vote was held for each candidate.

Name	Voting and Percentage of valid votes						Voting Results
	For	%	Against	%	Abstain	%	
1. Michail Kefalogiannis	280,084,215	99.188%	2,285,949	0.810%	5,587	0.002%	Approved
2. Gerhard Schroeder	278,127,913	98.496%	4,247,751	1.504%	87	0.000%	Approved
3. George Kallimassias	280,624,363	99.380%	1,751,301	0.620%	87	0.000%	Approved
4. Ian Andrews	279,006,012	98.807%	3,369,652	1.193%	87	0.000%	Approved
5. Sven Erler	279,578,457	99.009%	2,797,207	0.991%	87	0.000%	Approved
6. Janis Carol Kong	279,037,322	98.818%	3,338,342	1.182%	87	0.000%	Approved
7. Charalambos Pampoukis	280,097,995	99.193%	2,277,669	0.807%	87	0.000%	Approved
8. Evangelos Peter Pougias	280,168,399	99.218%	2,201,765	0.780%	5,587	0.002%	Approved
9. Konstantinos Kollias	279,980,442	99.152%	2,389,722	0.846%	5,587	0.002%	Approved
10. Eleni Koritsa	282,366,865	99.997%	3,299	0.001%	5,587	0.002%	Approved
11. Aikaterini Savvaidou	282,191,971	99.935%	183,693	0.065%	87	0.000%	Approved
12. Lorraine Scaramangas	282,336,499	99.986%	33,665	0.012%	5,587	0.002%	Approved
13. Panagiotis Tampourlos	282,150,063	99.920%	220,101	0.078%	5,587	0.002%	Approved

Additionally, the Ordinary General Meeting elected from among the Members of the BoD, its independent non-executive members who meet the independence criteria of article 9 of law 4706/2020, as follows:

1. Konstantinos Kollias;
2. Eleni Koritsa;
3. Aikaterini Savvaidou
4. Lorraine Scaramangas;
5. Panagiotis Tampourlos

Item 6

Resolution on the Company's new Audit Committee specifics. Determination of the type of the Audit Committee, the term, the number and capacity of its members.

The Ordinary General Meeting following a legal vote with 281,580,219 valid votes corresponding to 99.718% of the total voting rights represented in the General Meeting, resolved on Company's new Audit Committee specifics (type, the term, the number and capacity of its members), in accordance with the provisions of Law 4548/2018, Law 4706/2020, and article 44 of Law 4449/2017 as follows:

- a) the Audit Committee be a Committee of the Board of Directors, consisting exclusively of Members of the Board of Directors;
- b) the Audit Committee consists of two (2) Independent Non-Executive Members and one (1) Non – Executive Member; and



c) the term of office of the members of the Committee to be appointed by the Board of Directors in accordance with § 1c of article 44 of Law 4449/2017, as such is in force, follow their term of office as members of the Board of Directors, i.e., be for two years commencing on the election of the Board of Directors and being extended, automatically, until the Ordinary General Meeting to be convened after the expiration of the Board's term of office.

Shareholders voted against representing 789,945 votes or 0.280%.
Shareholders abstained from voting representing 5,587 votes or 0.002%.

Item 7

Submission for discussion and advisory vote on the Remuneration Report of the members of the Board of Directors for the fiscal year 2025, in accordance with article 112 § 3 of Law 4548/2018.

According to para. 3 of article 112 of Law 4548/2018, the shareholders' vote on the submitted Remuneration Report is advisory.

The Ordinary General Meeting, following a legal vote with 268,147,658 valid votes corresponding to 94.961% of the total voting rights represented in the General Meeting, voted on the submitted Remuneration Report of the members of the Board of Directors for the fiscal year 2025.

Shareholders voted against representing 13,734,182 votes or 4.864%.
Shareholders abstained from voting representing 493,911 votes or 0.175%.

Item 8

Submission of the Annual Report of the Audit Committee for the fiscal year 2025 in accordance with article 44 § 1(i) of Law 4449/2017.

Informational Item in accordance with article 44, § 1(i) of L. 4449/2017, as in force – Non voting Item

The Ordinary General Meeting was informed about the activities of the Audit Committee during the fiscal year 2025.

Item 9

Submission of Report of the independent non-executive members of the Board of Directors to the Ordinary General Meeting.

Informational Item in accordance with article 9, § 5 of Law 4706/2020, as in force – Non voting Item



The report of the Independent Non-Executive members of the Board of Directors for the period 01.01.2025 - 31.12.2025 was submitted to the Ordinary General Meeting according to the provisions of article 9 par. 5 of law 4706/2020. The Ordinary General Meeting was informed about the activities and duties of the independent non-executive members of the Board of Directors.

Item 10

Approval of the overall management of the Board of Directors of the Company for the fiscal year 2025 as per article 108 of Law 4548/2018 and discharge of the Certified Auditors Accountants from all responsibility and any liability for compensation for the fiscal year 2025.

The Ordinary General Meeting, following a legal vote with 281,315,135 valid votes corresponding to 99.624% of the total voting rights represented in the General Meeting, approved the overall management of the Company by the Board of Directors during the fiscal year 2025, in accordance with article 108 of Law 4548/2018 and the discharged the Company's Certified Auditors Accountants from all responsibility and any liability for compensation for their activities during the fiscal year 2025 in accordance with article 117 of Law 4548/2018.

Shareholders voted against representing 1,060,529 votes or 0.376%.

Shareholders abstained from voting representing 87 votes or 0.000%.

Item 11

Approval of the remuneration and compensation paid to the members of the Board of Directors and its Committees for the fiscal year 2025 and approval of the advance payment of remuneration and compensation for the fiscal year 2026.

The Ordinary General Meeting, following a legal vote with 281,881,840 valid votes corresponding to 99.825% of the total voting rights represented in the General Meeting, approved in full the remuneration and compensation paid to the members of the Board of Directors during the fiscal year 2025 for their participation in the meetings of the Board of Directors and its Committees, in accordance with the specific provisions of article 109 of Law 4548/2018 as in force and the approved Remuneration Policy of the Company. At the Ordinary General Meeting, that was held on 14.04.2025, a total gross amount of up to €799,488, was pre-approved; the fees and compensation finally paid to the Members of the Board of Directors during the fiscal year 2025 amounted to a total sum of €881,280 due to the increased number of the Board meetings and Committees meetings. More specifically, the amounts paid as compensation for the participation of the Board members in the meetings of the Board of Directors and its Committees are: for Mr. Michail Kefalogiannis the amount of €151,776, for Mr. Gerhard Schroeder the amount of €90,144, for Mr. Ian Andrews the amount of €52,992, for Mr. Sven Eler the amount of €78,336, for Ms. Teresa Farmaki the amount of €50,688, for Robert Goebbels the amount of €99,072, for Mr. Konstantinos Kollias the amount of €63,360, for Ms. Janis Kong the amount of €40,320, for Mr. Charalambos Pamboukis the



amount of €40,320, for Mr. Ioannis Paraschis the amount of €40,320, for Mr. Evangelos Peter Pougias the amount of €63,360, for Ms. Katerina Savvaidou the amount of €40,320, for Ms. Lorraine Scaramangas the amount of €70,272, i.e. a total amount of €881,280. All amounts paid are gross before applicable taxes and other legal deductions.

Finally, the Ordinary General Meeting approved the advance payment of compensation and remuneration payable to the members of the Board of Directors for their participation in the meetings of the Board of Directors and its Committees for the current fiscal year 2026 until the following Ordinary General Meeting of Shareholders up to the total gross amount of €906,624, in accordance with article 109 of Law 4548/2018 as in force and within the framework of the Remuneration Policy approved by the General Meeting and authorized the Board of Directors to determine the gross compensation and remuneration paid to each Board member for his/her participation in the meetings of the Board of Directors and the Board Committees.

Shareholders voted against representing 0 votes or 0.000%.

Shareholders abstained from voting representing 493,911 votes or 0.175%.

Item 12

Election of the Certified Auditors Accountants firm for the audit of the annual and interim financial statements, the limited assurance of the sustainability reporting, the audit for the issuance of the tax certificate and the execution of the agreed upon procedures audits, for the fiscal year 2026 and determination of their fees.

The Ordinary General Meeting, following a legal vote with 282,373,426 valid votes corresponding to 99.999% of the total voting rights represented in the General Meeting, elected the auditing firm under the name "Ernst & Young (Hellas) Certified Auditors Accountants S.A." (Institute of CPA (SOEL) Reg. No.: 107 – TIN 094316657), a company having established in Marousi at 8B, Chimarras str., Postal Code 151 25, in order to conduct a) the statutory audit of the financial statements for the fiscal year 2026; b) additional audit services related to the implementation of the financial strategy of the Company; c) the review of the interim financial statements for the period 01.01.2026-30.06.2026; d) the tax compliance audit for the fiscal year 2026, e) the limited assurance of the sustainability reporting of the fiscal year 2026 and f) the agreed upon procedures audits, provided mainly by the legislation. The total fees of the above auditing firm are set at €496,500, plus the applicable VAT.

Shareholders voted against representing 2,238 votes or 0.001%.

Shareholders abstained from voting representing 87 votes or 0.000%.



Item 13

Distribution of a portion of the retained earnings as of 31.12.2025 as performance reward to members of the Management and Executive Directors of the Company - Granting of authorization.

The Ordinary General Meeting, following a legal vote with 262,551,453 valid votes corresponding to 92.979% of the total voting rights represented in the General Meeting, decided to distribute a portion of the retained earnings as of 31.12.2025 amounting up to €3.4 million as performance reward to the Executive Director of the Company and members of the Management.

Moreover, the Ordinary General Meeting authorized the Board of Directors to proceed to all actions required for the implementation of this resolution. The Board of Directors may delegate part of the powers conferred on it under the above provisions to one or more of its members.

Shareholders voted against representing 19,330,144 votes or 6.846%.
Shareholders abstained from voting representing 494,154 votes or 0.175%.

Spata, 15 April 2026