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**CODIFIED ARTICLES OF ASSOCIATION  
OF THE SOCIETE ANONYME UNDER THE NAME  
“PLAISIO COMPUTERS COMMERCIAL AND INDUSTRIAL  
SOCIETE ANONYME, COMPUTERS AND STATIONERY”  
GEMI Reg. No: 121561160000**

**(which is currently valid after the Ordinary General Meeting of  
the Company’s Shareholders, dated 08.06.2021)**

**CHAPTER 1**

**GENERAL PROVISIONS**

**ESTABLISHMENT, NAME, HEAD OFFICE, DURATION AND OBJECT**

**ARTICLE 1**

**ESTABLISHMENT - NAME**

A Société Anonyme is established herewith under the name “PLAISIO COMPUTERS COMMERCIAL AND INDUSTRIAL SOCIETE ANONYME, COMPUTERS & STATIONERY”, distinctive title “PLAISIO COMPUTERS S.A.”.

For the Company’s relations and transactions abroad, an accurate translation of the Company name and distinctive title will be used.

**ARTICLE 2**

**HEAD OFFICE**

1. The Company’s registered Head Office is determined to be the Municipality of Elefsina, Prefecture of Attica.

**ΕΛΛΗΝΙΚΗ ΔΗΜΟΚΡΑΤΙΑ, ΥΠΟΥΡΓΕΙΟ ΕΞΩΤΕΡΙΚΩΝ  
ΜΕΤΑΦΡΑΣΤΙΚΗ ΥΠΗΡΕΣΙΑ  
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2. The Company's Board of Directors may establish branches, offices and agencies anywhere in Greece or abroad upon relevant decision thereof. Such decision of the Board of Directors should also specify the terms and conditions for the establishment, operation and management of such branches, offices and agencies.

### ARTICLE 3

#### DURATION

1. The Company is established for an indefinite period of time, starting as of the date of Company's establishment pursuant to the Law.

### ARTICLE 4

#### OBJECT

A. The Company's object is:

1. The trading, representation, import, export, production and service in general and by any means whatsoever (physical or electronic) of computers, peripherals, any type of electronic devices (magnetic means, digital means and devices, speakers etc.), electronic material and any type of peripherals and related accessories, IT equipment and any type of consumables related to everything specified hereinabove, as well as the conduct of any operations whatsoever with regard to the above mentioned activities.

2. The trading, representation, import, export, industrial production, development, distribution and service by any means whatsoever (physical or electronic) of any type of software and computer programmes and the exploitation thereof in any way whatsoever, as well as the conduct of any operations whatsoever with regard to the above mentioned activities.

3. The trading, representation, import, export, industrial production/ manufacture and service by any means whatsoever (physical or electronic) of stationery and paper products, drawing, measurement and painting instruments / tools, books, devices / appliances and office equipment and related items.
4. The publication by any means available (physical or electronic) and the trading of books and magazines (including advertising brochures and other periodicals) and any type of sound and image means, in electronic, magnetic, digital or printed form as well as the distribution and updating of the above magazines.
5. Information and news agency, as well as agency of tourism packages and ticket booking for all types of tourism, sports, cultural and entertainment activities in general.
6. The trading, representation, import, export by any means whatsoever (physical or electronic) of clothing, shoes, hats, fabrics and textiles, carpets and upholstery articles as well as of the related accessories and furnishings thereof, including ribbons, buttons, needles, threads and yarns.
7. The trading and distribution of children's and babies' products, strollers, car seats, car accessories, baby development products, children's and babies' toys, maternity products, baby cribs, baby clothing, shoes and other related products.
8. The trading, representation, import, export by any means whatsoever (physical or electronic) of devices/appliances (electrical, electronic etc.), furniture, constructions, tools, cash registers, calculators, hand machines, cleaning products, traveling goods as well as domestic and hotel equipment, including but not limited to kitchen articles and utensils, linen, decoration articles, cleaning products etc.

9. The trading, representation, import, export by any means whatsoever (physical or electronic) of any type of sports products, equipment, devices, accessories, fixtures, as well as aids and gifts and the conduct of any operations whatsoever with regard to the above mentioned activities.

10. The trading, representation, import, export by any means whatsoever (physical or electronic) of pharmaceutical or veterinary products, health products, medical care products and related articles and instruments (including but not limited to orthopaedic aids, bandages, medical instruments), cosmetics and hair care products, ethereal oils, soaps, perfumes, tooth care products and the conduct of any operations whatsoever with regard to the above mentioned activities.

11. Activities related to the promotion, communication and public relations as well as the rendering of services or the production/manufacture of articles aiming at promoting and advertising persons, services or products.

12. Any activity whatsoever related to the types, systems and methods of communication.

13. The trading, representation, import, export by any means whatsoever (physical or electronic) of any type of foods, food substitutes, food additives or preservatives related to all types of foods, juices, beverages and other drinks and the conduct of any operations whatsoever with regard to the above mentioned activities.

14. The trading, representation, import, export by any means whatsoever (physical or electronic) of scientific instruments and devices, musical instruments and lighting, heating, cooling, drying, ventilation and water supply systems.

15. The trading, representation, import, export by any means whatsoever (physical or electronic) of vehicles and motor equipment

for land, air or water, bicycles, mopeds and motorcycles and machinery for works in general, and all types of products related to everything specified hereinabove, such as spare parts, lubricants, safety helmets, suitcases, gloves etc., as well as motors, engines and driving elements and the conduct of any operations whatsoever with regard to the above mentioned activities.

16. The trading, representation, import, export by any means whatsoever (physical or electronic) of all types of chemical products, chemical preparations and substances covering the entire spectrum of activities and the related raw synthetic and plastic materials and mixtures and the conduct of any operations whatsoever with regard to the above mentioned activities.

17. The trading, representation, import, export by any means whatsoever (physical or electronic) of building materials, including construction, electrical, mechanical and plumbing materials, as well as concrete, prefabricated products, metallic and construction materials in general, as well as paints and hardware store articles in general.

18. The trading, representation, import, export by any means whatsoever (physical or electronic) of all types of fuels, industrial oils, lubricants and related products and the conduct of any operations whatsoever with regard to the above mentioned activities.

19. The trading, representation, import, export by any means whatsoever (physical or electronic) of optical store articles, glass products, precious metals, jewelry, gold and watches, tobacco and smoke shop articles and the conduct of any operations whatsoever with regard to the above mentioned activities.

20. The sale of all kinds of products, devices/appliances and goods through the internet or other electronic means of any kind whatsoever.

21. The storage, delivery and distribution of products sold on the internet.

22. The provision of services by any means whatsoever with regard to storage and management, logistics and distribution of all types of products and goods (including merchandise that belongs to third parties) and the provision of accounting / logistics services and other related services to third parties.

23. The provision of internet services, such as the development and hosting of websites on the internet, digitalization of catalogues, photographs etc.

24. The provision of services in general with the purpose of facilitating all the above mentioned activities, including the provision of mediation services upon relevant order of the Company's clients, aiming for funding of any nature whatsoever (e.g. by concluding loan or credit agreements) with regard to the purchase of the products traded by the Company.

25. The operation, management and development of megastores, department stores, malls, storehouses and other facilities in general on behalf of third parties or by participating therein.

26. The study, design, construction and operation of all types of power stations for the generation of electricity from renewable energy sources including but not limited to wind, photovoltaic, water and other natural sources and the related activities.

27. The exploitation and trading of electric power.

28. The acquisition and exploitation in any way whatsoever of any rights or privileges which are necessary or useful for the achievement of the above mentioned objects.

29. The representation of any related business, the participation in any other similar or related business of any legal form, the purchase, partly or wholly, of any other similar or related business in Greece or abroad, the establishment of similar or related businesses in Greece or abroad and the conduct of any operations whatsoever that the Company considers appropriate for or contributory to the achievement of the above mentioned objects and which are considered, either directly or indirectly, necessary, adequate or appropriate for the achievement of the above mentioned objects.

30. The research and study of the market, the presentation and suggestion of solutions as regards the appropriate insurance coverage for the needs of the clients with the purpose of selecting and concluding the appropriate insurance policies with insurance companies or insurance agents or insurance brokers or insurance coordinators with regard to the provision of insurance services.

31. The mediation upon relevant order of the insured, without any commitment as regards the selection of the insurance company, against a fee which shall be paid by the insurance companies, with the purpose of bringing the insureds into contact with the insurance companies. The implementation of all the necessary preparatory actions and operations in accordance with the provisions of the Law with regard to conclusion of insurance policies. After having ensured the acceptance of the insurance companies and the approval of the insured, the provision to the insured of the necessary assistance and help, thus enabling the insured to fulfill the obligations deriving from the insurance policy, particularly in case of risk occurrence.

32. The provision of any kind of services related to electronic communications and networks, the study, installation, supervision and maintenance of electronic communication networks, the manufacture and trading in any way whatsoever of all types of electronic communication

equipment, such as POS – card payment terminals, cards and any means either analogue or digital means of electronic content, as well as the design, study and development and the trading/licensing in any way whatsoever of software, including any activity related to manufacture, certification and disposal of digital signature systems and the conduct of every business activity in general which is related or inherent or ancillary to or appropriate for the furtherance and achievement of the above mentioned objects.

33. The provision of travel agency services and of agency and brokerage services in this field and generally, any business activity which is related or inherent or ancillary to or appropriate for the furtherance and achievement of the above mentioned objects.

34. The mediation with the purpose of ensuring or/and the lease of premises and means of transportation and any kind of vehicles for the transportation of persons and materials.

35. The sale, the mediation as regards the issue and the issue of tickets for shows and events of any type and nature whatsoever.

36. The execution of payment transactions in cases where the consent of the payer for such payment is given by means of any telecommunication, digital or IT device and such payment is made to the telecommunication, IT system or network operator, acting only as an intermediary between the user of payment services and the supplier of the goods and services.

37. The provision of payment services and the provision of related services in any way whatsoever and by any means whatsoever which may be available and prescribed by the Law and the execution of transactions with other businesses with a similar object, such as the provision of services allowing the withdrawal from or/and the deposit of cash in a payment account, the actions which are required for the maintenance of



a payment account, the execution in any way whatsoever and by any means whatsoever of payment transactions and transfers of funds, the execution of debit orders, the execution of payment transactions through a payment card or any other similar device and transfers of credit (including standing orders), the operation of payment systems or/and the participation in any way whatsoever in such systems, the issue or/and acquisition of any means of payment as well as the issue of e-money, which is incorporated into any means (electronic, physical, virtual etc.), including the distribution and redemption of e-money.

38. The research, development and application of modern methods of sale with the purpose of achieving the Company's objects and carrying out any supportive activities.

39. The organisation of educational - further training seminars, meetings, congresses, exhibitions and/or similar events (scientific, spiritual, cultural and/or artistic activities) with regard to technological issues and products and services traded by the Company as well as the provision of educational and scientific services in general with regard to computing, internet, any kind of electronic and technological devices, electronic equipment, peripherals and other accessories and with regard to the exhibition and use of the products traded by the Company.

40. The provision of education and training to individuals with regard to modern information technology, robotics, programming orders, multimedia, networks, telematics, portal creation, telecommunications, social media and the relevant applications in general.

41. The organisation of seminars, meetings, congresses, lectures, exhibitions and related cultural events or any other events which are directly or directly connected with informatics and high-tech products in general or/and with all the products which are traded by the Company and the provision of training with regard to systems,

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computer programmes and the products in general which are traded by the Company.

42. The application of teaching and further training methods along with the use of network, internet and simulators as well as the registration, possession and trading of the respective copyrights.

43. The presentation to clients and associates of new products which are developed by the Company within the framework of increasing the number and variety of products and services traded by the Company.

44. The presentation of the findings of studies, analyses and market researches which are elaborated with the purpose of covering the needs of consumers in the most complete and efficient way.

45. The preparation of technology studies directly or indirectly relating with informatics, multimedia, software programmes, any kind of electronic devices, telecommunications, high-tech products, peripherals and other accessories and the preparation of market analyses and researches.

46. The participation in researches and programmes for education which are funded by organisations and natural persons or legal entities of private law or public law, and the conduct of special researches for educational applications.

47. The provision of counselling services relating to work organisation and appropriate use as regards all the products which are traded by the Company and the objects and activities in general which are pursued by the Company.

B. With the purpose of achieving the above mentioned objects, the Company is entitled :

a) to participate in any business already operating or about to be established, with the same, similar or different object, of any legal form

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or in any joint venture in Greece or abroad, to collaborate or do business with any domestic or foreign natural person or legal entity in any way whatsoever.

b) to establish subsidiaries, branches, industrial plants, agencies, offices and any other type of facilities or simply to appoint representatives / agents either in Greece or abroad.

c) to acquire any kind of real rights on immovable property or to lease any type of immovable or movable property in Greece and all types of means of transport.

d) to establish and operate facilities for the production / manufacture of the above mentioned goods on behalf of the Company itself or on behalf of third parties.

e) to cede with a consideration the right to use the facilities thereof to third parties, to assign the management to other legal entities and furthermore, to undertake itself the management of other businesses.

f) to participate either by itself or with other companies of any legal form or natural persons in auctions / tenders in Greece and abroad, and to submit offers with the purpose of undertaking any kind of projects and works falling within the scope of its objects.

g) to participate in every programme which is subsidized either by Greek or foreign bodies, authorities / services and organisations.

h) to manage and raise funds from businesses of the private or public sector but also through national and international financing programmes, including the issue of bonds, promissory notes or other securities or debt instruments and to enter into agreements with regard to everything specified hereinabove.

i) to pursue - by making proper investments - all the above mentioned objects and activities.

j) to provide guarantees and to enter into guarantee agreements with any natural person or legal entity, foreign or domestic one, always pursuant to the Law, provided that this is necessary or it is judged necessary for the achievement of the Company's objects.

k) to develop and trade trademarks, licences, know-how and other intellectual and industrial property rights and proprietary rights, and

l) to be engaged in any activity whatsoever and to do anything, in the broader possible sense, which may contribute to the furtherance and achievement of the Company's object, always in accordance with the provisions of the Law.

## CHAPTER 2

### SHARE CAPITAL – SHARES – SHAREHOLDERS

#### ARTICLE 5

#### SHARE CAPITAL

1. The Company's Share Capital was initially determined to come up to fifteen million (15,000,000) Greek Drachmas, divided into three thousand (3,000) shares with a nominal value of five thousand (5,000) Greek Drachmas each.

2. The share capital was fully paid up in cash by the Company's founders according to the provisions of article 40 of the initial Articles of Association of the Company.

3. Upon decision of the Company's Board of Directors, dated 15.04.1988, the Company's share capital was increased by twenty million (20,000,000) Greek Drachmas and it came up to thirty-five million (35,000,000) Greek Drachmas in total, by issuing four thousand (4,000) new shares with a nominal value of five thousand (5,000) Greek Drachmas each.

4. Upon decision of the General Meeting of the Company's Shareholders, dated 16.10.1989, the Company's share capital was increased by thirty million (30,000,000) Greek Drachmas, by issuing six thousand (6,000) new shares with a nominal value of five thousand (5,000) Greek Drachmas each.

5. Upon decision of the General Meeting of the Company's Shareholders, dated 27.06.1991, the Company's share capital was further increased by fifty million (50,000,000) Greek Drachmas, by issuing ten thousand (10,000) new shares with a nominal value of five thousand (5,000) Greek Drachmas each.

6. Upon decision of the General Meeting of the Company's Shareholders, dated 30.09.1991, the Company's share capital was further increased by thirty-five million (35,000,000) Greek Drachmas, by issuing seven thousand (7,000) new shares with a nominal value of five thousand (5,000) Greek Drachmas each.

7. Upon decision of the General Meeting of the Company's Shareholders, dated 30.06.1994, the Company's share capital was increased by way of capitalisation of the difference resulting from other asset value adjustment pursuant to L.2065/1992, by thirty-one million eight hundred and forty-one thousand nine hundred and two (31,841,902) Greek Drachmas, by way of capitalisation of the reserves which were formed in accordance with the provisions of article 22, L.1828/1989, by seventy-one million three hundred and forty-three thousand (71,343,000) Greek Drachmas and by way of payment in cash by the shareholders of the amount of one million eight hundred and fifteen thousand and ninety-eight (1,815,098) Greek Drachmas, namely it was increased by one hundred and five million (105,000,000) Greek Drachmas in total, by issuing twenty-one thousand (21,000) shares with a nominal value of five thousand (5,000) Greek Drachmas each.

8. Upon decision of the General Meeting of the Company's Shareholders, dated 28.06.1996, the Company's share capital was increased by way of capitalisation of the reserves which were formed in accordance with the provisions of article 22, L.1828/1989, by ninety-six million ninety-seven thousand four hundred and sixty-two (96,097,462) Greek Drachma and by way of payment in cash by the shareholders of the amount of two thousand five hundred and thirty-eight (2,538) Greek Drachmas, namely it was increased by the amount of ninety-six million one hundred thousand (96,100,000) Greek Drachmas in total, by issuing nineteen thousand two hundred and twenty (19,220) shares with a nominal value of five thousand (5,000) Greek Drachmas each.

9. Upon decision of the General Meeting of the Company's Shareholders, dated 30.06.1997, the Company's share capital was increased by way of capitalisation of the difference resulting from other asset value adjustment pursuant to L. 2065/1992, by twenty-nine million nine hundred and seventy-one thousand six hundred and twenty-two (29,971,622) Greek Drachmas and by way of payment in cash by the shareholders of the amount of twenty-eight thousand three hundred and seventy-eight (28,378) Greek Drachmas, namely it was increased by the total amount of thirty million (30,000,000) Greek Drachmas in total, by issuing six thousand (6,000) shares with a nominal value of five thousand (5,000) Greek Drachmas each.

10. Upon decision of the General Meeting of the Company's Shareholders, dated 31.08.1998,

- the Company's share capital was increased by way of capitalisation of a part of the amount of the "Special reserves", which comes up to eighteen million nine hundred thousand (18,900,000) Greek Drachmas, by issuing three thousand seven hundred and eighty (3,780) new common registered shares with a nominal value of five thousand (5,000) Greek Drachmas each,

- the nominal value of each share of the Company was decreased from five thousand (5,000) Greek Drachmas to one hundred (100) Greek Drachmas and the eighty thousand (80,000) old common registered shares with a nominal value of five thousand (5,000) Greek Drachmas each were replaced by four million (4,000,000) new common registered shares with a nominal value of one hundred (100) Greek Drachmas each,

- the Company's share capital was increased by sixty million (60,000,000) Greek Drachmas through public offering, by issuing six hundred thousand (600,000) new registered shares with a nominal value of one hundred (100) Greek Drachmas each, while at the same time, the old shareholders waived the pre-emption right with regard to such increase of the share capital.

11. Upon decision of the General Meeting of the Company's Shareholders, dated 19.01.1999,

- the decision of the General Meeting of the Company's Shareholders, dated 31.08.1998, was partly revoked, as regards the part thereof which is related to the increase of the Company's share capital by sixty million (60,000,000) Greek Drachmas through public offering,

- the Company's Share Capital was increased by sixty million (60,000,000) Greek Drachmas through public offering, by issuing six hundred thousand (600,000) new registered shares with a nominal value of one hundred (100) Greek Drachmas each, while at the same time, the old shareholders waived the pre-emption right with regard to such increase of the share capital. It was decided that the difference resulting from the disposal of the above mentioned 600,000 shares above par should be transferred to the reserves resulting "from the issue of shares above par".

12. Upon decision of the General Meeting of the Company's Shareholders, dated 13.05.1999, the Company's share capital was increased

by 1,380,000,000 Greek Drachmas in favour of the old shareholders, by way of capitalisation of an equal part of the “reserves resulting from the issue of shares above par”, by issuing 13,800,000 new common registered shares with a nominal value of 100 Greek Drachmas each, which were distributed to the shareholders of the Company free of charge as follows: three new shares were distributed for every old share.

13. Upon decision of the General Meeting of the Company's Shareholders, dated 14.06.2000, the Company's share capital was increased by 368,000,000 Greek Drachmas in favour of the old shareholders, by way of payment in cash, by issuing 3,680,000 new common registered shares with a nominal value of 100 Greek Drachmas each and by distributing them in favour of the old shareholders as follows: two new shares were distributed for every ten old shares, at the price of 1,100 Greek Drachmas per share. It was decided that the difference resulting from the issue of shares above par should be transferred to the “Special reserves resulting from the issue of shares above par”.

14. Upon decision of the General Meeting of the Company's Shareholders, dated 18.06.2001, the Company's Share capital was increased by 49,128,000 Greek Drachmas and at the same time, the nominal value of each share of the Company was increased from 100 Greek Drachmas to 102,225 Greek Drachmas, by way of capitalisation of the reserves resulting from the issue of shares above par.

15. Upon decision of the General Meeting of the Company's Shareholders, dated 23.05.2002, it was decided:

a) to increase the share capital by the amount of two hundred and twenty thousand eight hundred (220,800) Euros by way of capitalisation of:



i) the difference resulting from the issue of shares above par which comes up to one hundred and one thousand seven hundred and twenty-six Euros and twenty-four cents (EUR 101,726.24) and

ii) the difference resulting from other asset value adjustment, which comes up to one hundred and nineteen thousand seventy three Euros and seventy-six cents (EUR 119,073.76) and to increase the nominal value of the existing shares of the Company from thirty cents (0.30) each to thirty-one cents (0.31) each, and

b) to express the share capital and the nominal value of the Company's shares in Euro only.

16. Upon decision of the General Meeting of the Company's Shareholders, dated 23.05.2006, it was decided to increase the Company's share capital by the amount of EUR 220,800 and at the same, to increase the nominal value of the share from EUR 0.31 to EUR 0.32, by way of capitalisation of the difference resulting from the issue of shares above par, which comes up to 89,316.93 Euros and by way of capitalisation of the difference resulting from other asset value adjustment by the amount of EUR 131,483.07.

17. Upon decision of the General Meeting of the Company's Shareholders, dated 16.12.2014, the Company's share capital was increased by two hundred and twenty thousand eight hundred (220,800.00) Euros by way of capitalisation of: a) the tax free reserves which were formed pursuant to L. 2238/1994, in accordance with the provisions of article 72, L.4172/2013 and which come up to 143,798.97 Euros and b) a part of the reserves "difference resulting from the issue of shares above par", which comes up to 77,001.03 Euros, through increase of the nominal value of all the Company's shares by EUR 0.01, i.e. from EUR 0.32 to EUR 0.33.

18. Upon decision of the General Meeting of the Company's Shareholders, dated 02.04.2015:

a) the Company's share capital was increased by 11,040,000.00 Euros by way of capitalisation of a part of the reserves "difference resulting from the issue of shares above par", through increase of the nominal value of all the Company's shares by EUR 0.50, i.e.: from EUR 0.33 Euro to EUR 0.83 and b) the Company's share capital was decreased by 11,040,000.00 Euros, by decreasing the nominal value of each share of the Company by EUR 0.50, i.e. from EUR 0.83 to EUR 0.33 and by paying-refunding an equal amount to the Company's shareholders.

19. Upon decision of the General Meeting of the Company's Shareholders, dated 23.05.2017, the Company's share capital was decreased by 1,430.55 Euros, by decreasing the total number of shares of the Company from twenty-two million and eighty thousand (22,080,000) to twenty-two million seventy-five thousand six hundred and sixty-five (22,075,665) common registered shares, due to cancellation of four thousand three hundred and thirty-five (4,335) own shares of the Company, which were acquired in accordance with the decision of the Extraordinary General Meeting of the Company's Shareholders, dated 16.12.2014.

Therefore, the Company's share capital currently comes up to seven million two hundred and eighty-four thousand nine hundred and sixty-nine Euros and forty-five cents (EUR 7,284,969.45), divided into twenty-two million seventy-five thousand six hundred and sixty-five (22,075,665) common registered shares with a nominal value of thirty-three (0.33) cents each.

## ARTICLE 6

## INCREASE OF THE SHARE CAPITAL

1. During the first five-year period of time from the date of establishment of the Company, the Board of Directors is entitled, upon relevant decision made by a majority of at least two thirds (2/3) of all its members:

a) to increase the share capital, partly or wholly, by issuing new shares. The amount of increase can under no circumstances exceed three times the amount of the share capital which was initially paid up,

b) to issue a bond loan by issuing bonds convertible into shares, up to an amount which can under no circumstances exceed three times the amount of the share capital which was initially paid up.

The above powers can also be delegated to the Board of Directors upon relevant decision of the General Meeting, for a five-year period of time maximum. In this case, the share capital can be increased by an amount which can under no circumstances exceed three times the amount of the share capital which had been paid up on the date when such powers were delegated to the Board of Directors.

2. The above powers of the Board of Directors can be renewed upon relevant decision of the General Meeting of the Company's shareholders for a period of time, which can under no circumstances exceed a five-year period of time for each renewal. The period of validity of each renewal starts on the date of expiration of the period of validity of the previous renewal. The decisions of the General Meeting on delegation or renewal of the powers regarding increase of the share capital by the Company's Board of Directors are subject to publicity formalities.

3. During the first five-year period of time from the date of establishment of the Company, the General Meeting of the Company's

Shareholders is entitled, upon relevant decision thereof made by simple quorum and majority, to increase the share capital, partly or wholly, by issuing new shares. The amount of increase can under no circumstances exceed eight times the amount of the share capital which was initially paid up.

4. Any extraordinary increase of the share capital made in accordance with the provisions of the previous paragraphs constitutes a modification of the Company's Articles of Association.

5. In case of increase of the share capital, the decision of the competent body of the Company which decided on the increase of the share capital should also specify the amount of increase, the way and time of payment of the new capital, the number and the type of shares that will be issued, the nominal value and the price for disposal thereof.

6. In case of increase of the share capital made upon relevant decision of the General Meeting of the Company's Shareholders by a special quorum and majority (ordinary increase), the General Meeting of the Company's Shareholders may authorise the Board of Directors to decide on the price for disposal of the new shares or on the interest rate and on the way of determination thereof, in case of issue of interest bearing shares. The period of validity of such authorisation is determined upon relevant decision of the General Meeting of the Company's Shareholders and it can under no circumstances last longer than one (1) year. In this case, the deadline for payment of the capital in accordance with the provisions of article 20, C.L. 4548/2018, starts as of the date when the decision of the Board of Directors was made according to which (decision) the price for disposal of the shares or/and the interest rate or the way of determination thereof was specified. The authorisation is subject to publicity formalities.

7. In case of increase of the share capital made according to the provisions of the previous paragraphs, the new shares will be issued at par value or above par but never below par. In case of issue of new shares above par, the difference resulting from the issue of shares above par cannot be disposed of for the payment of dividends or percentages but it can be capitalised.

## ARTICLE 7

### SHARES

1. The Company's shares are registered shares and indivisible and they can be transferred according to the provisions of the relevant laws.

2. The Company's shares are listed on the Athens Stock Exchange and they are dematerialised and such shares as well as any change with regard to such shares should be registered in the records of the Hellenic Exchanges S.A. or in any other competent body, duly designated for this purpose.

3. The time of issue of these shares is the time of registration thereof in the records of the Hellenic Exchanges S.A. according to the relevant provisions.

4. Any person whose name is entered in the records of the Hellenic Exchanges S.A. is considered to be a shareholder of the Company.

## ARTICLE 8

### SHAREHOLDERS

1. Each share gives the right of one vote in the General Meeting of the Company's Shareholders, without prejudice to the provisions of article 50, C.L. 4548/2018, as currently in force.

2. In the event that one share is owned by two or more persons, then the share should be represented by a natural person - representative, who should have legal capacity and who should be appointed by the owners of the share, otherwise such share shall not be represented and the exercise of rights deriving from such share shall be suspended.

3. In case of separation of usufruct from the bare ownership of a share, the provisions of article 1177 of the Civil Code shall apply. In the event that the usufruct of a share belongs to more than one person, the provisions of paragraph 2 hereinabove regarding appointment of a common representative shall apply.

4. Shareholders are liable towards the Company and any third parties up to the nominal value of their shares only. Shareholder status entails ipso jure full and unreserved acceptance of the provisions of the Company's Articles of Association and of the decisions of the Company's Board of Directors and of the General Meeting of the Company's Shareholders made pursuant to the Law.

5. The rights and obligations of each share are binding upon the lawful owner thereof pursuant to the Law. The shareholders exercise their rights with regard to the administration of the Company by participating in the General Meetings of the Company's Shareholders only, according to these Articles of Association and pursuant to the Law.

6. When the owner of more than one share exercises the rights deriving from these Articles of Association and pursuant to the Law and participates in the General Meetings, he/she will vote with all the shares he/she owns in favour of the same decision.

7. Shareholders or their successors or creditors are under no circumstances entitled to cause the sealing of the Company's premises or

the seizure / attachment of the Company's assets or of the Company's accounting books or the distribution of the Company's assets or to participate in the administration of the Company with the exception of cases specified in the Articles of Association or pursuant to the Law.

8. The lawful place of residence of the Company's shareholders for their relations and transactions with the Company, regardless of their actual place of residence, is considered to be the address of the Company's registered Head Office and the shareholders are subject to the Greek Law. In the event that the place of residence of a shareholder is not the Company's registered Head Office, then the shareholder is obliged to notify the Company of the appointment of a representative in the Company's registered head office, duly authorised to take delivery of all judicial or extrajudicial documents which will be served upon him/her with regard to the relations of such shareholder with the Company. In the event that no such representative will be appointed, instead of a notification, a summary of the document should be published for three (3) consecutive days in three (3) daily newspapers which are issued in Athens and in the entire Greek territory.

9. Any financial dispute between the Company and the shareholders or any third parties shall be subject to the exclusive jurisdiction of the Courts in the district where the Company's registered head office is located, unless otherwise provided for by the Law.

10. Third parties – non shareholders, who are legal owners of the Company's shares, such as trustees, sequestrators, pledgees, lenders, executors of a will or estate without a claimant etc., are not entitled to exercise any other right apart from those recognised by the Law or according to these Articles of Association.

## ARTICLE 9

## PRE-EMPTION RIGHT – DELEGATION OF RIGHTS

## WITH REGARD TO ACQUISITION OF SHARES

1. In case of increase of the Company's share capital which is not effectuated by way of contribution in kind or issue of a bond loan convertible into shares, the existing shareholders at the time of issue of the shares shall have a pre-emption right over the entire new capital or the bond loan on a pro rata basis, according to the shares they already own.

The pre-emption right should be exercised within the deadline set by the competent body of the Company which decided on the increase. On the condition that the capital has been fully paid up within the prescribed deadline, the deadline for the exercise of the pre-emption right, as specified in article 20, C.L. 4548/2018, cannot be shorter than fourteen (14) days. In case of paragraph 2, article 25, C.L. 4548/2018, the deadline for the exercise of the pre-emption right will not start before the date when the decision specifying the price for disposal of the new shares or the interest rate, if any, will be made by the Company's Board of Directors. Upon expiration of the above deadlines, any shares which have not been taken according to everything specified hereinabove shall be freely disposed of upon decision of the Company's Board of Directors at a price which cannot be lower than the price paid by the existing shareholders. In the event that the competent body of the Company which decided on the increase of the share capital has not set a deadline for the exercise of the pre-emption right, such deadline or any extension thereof shall be set upon relevant decision of the Company's Board of Directors within the time limits specified in article 20, C.L. 4548/2018.



2. The invitation regarding exercise of the pre-emption right should specify the deadline for the exercise of such right and it should be published by the Company in accordance with the provisions of article 13, L. 4548/2018. Without prejudice to the provisions of paragraph 2, article 25, L. 4548/2018, the invitation regarding exercise of the pre-emption right and the notification of the deadline set for the exercise of the pre-emption right, according to article 13 hereinabove, may be omitted, provided that shareholders representing the entire share capital were present at the General Meeting of the Company's Shareholders and they were notified of the deadline set for the exercise of the pre-emption right or they declared that they intent to exercise or not the pre-emption right. The invitation regarding exercise of the pre-emption right may be sent by registered mail delivered "against receipt" instead of being published.

3. Upon decision of the General Meeting of the Company's Shareholders made by the special majority and quorum, the above mentioned pre-emption right which is granted in accordance with the provisions of article 26, L. 4548/2018, may be curtailed or abolished. This decision can only be made on the condition that the Board of Directors shall submit to the General Meeting a written report specifying the reasons why such pre-emption right should be curtailed or abolished and a justification of the price or lowest price which is proposed for the issue of the new shares. The relevant report of the Board of Directors and the decision of the General Meeting are subject to publicity formalities in accordance with the provisions of article 13, L. 4548/2018. There is no exclusion from the pre-emption right according to this paragraph, when the shares are taken by financial institutions or investment services organisations which are entitled to receive securities on trust to be offered to the shareholders according to the provisions of paragraph 1, article 26, L. 4548/2018. Furthermore,

there is no exclusion from the pre-emption right in case of increase of the share capital made with the purpose of allowing the Company's personnel to participate in the share capital according to the provisions of articles 113 and 114, L. 4548/2018.

4. The capital may be increased partly by contribution in kind and partly by payment in cash. In this case, any provision of the competent body which decided on the increase according to which shareholders who made the contribution in kind cannot participate in the increase by payment in cash, shall not be deemed an exclusion from the pre-emption right, if the percentage of the value of contributions in kind in relation to the overall increase is at least the same with the percentage of participation in the share capital of the shareholders who made such contribution. In case of increase of the share capital partly by way of contribution in kind and partly by payment in cash, the value of the contributions in kind should be assessed in accordance with the provisions of articles 17 and 18, L. 4548/2018, before any decision making.

5. Upon decision of the General Meeting of the Company's shareholders made by the special majority and quorum, a plan for distribution of shares to the members of the Board of Directors and to the Company's personnel and to the personnel of the Company's affiliates may be prepared in accordance with the provisions of article 32, L. 4308/2014, in the form of an option, according to the conditions of this decision, while a summary of such decision is subject to publicity formalities in accordance with the provisions of article 13, L. 24548/2018. Persons who provide services to the Company on a steady basis can also be designated as beneficiaries. The nominal value of the shares which are disposed of according to this paragraph cannot be higher than one tenth (1/10) in total of the paid up share capital on the date when the decision of the General Meeting of the Company's

Shareholders will be made. The decision of the General Meeting of the Company's Shareholders should also specify whether the Company will make an increase of the share capital with the purpose of fulfilling the option right or whether the Company will use shares acquired or about to be acquired according to the provisions of article 49, L. 4548/2018. In any case, the decision of the General Meeting of the Company's Shareholders should specify the maximum number of shares which can be acquired or issued, in the event that the beneficiaries shall exercise the above right, the acquisition price and the method used for the determination of the acquisition price and the terms and conditions for the distribution of the shares to the shareholders, to the beneficiaries or to classes of theirs, without prejudice to the provisions of paragraph 2, article 35, L. 4548/2018, the duration of the plan as well as any other relevant term and condition. According to the same decision as above of the General Meeting of the Company's Shareholders, the Board of Directors may be asked to specify the beneficiaries or classes of theirs, the way of exercise of the option right and any other term and condition of the plan for distribution of shares. According to the terms and conditions of the plan, the Board of Directors shall issue for the beneficiaries who have exercised their right, certificates confirming the right to acquire shares, and each calendar quarter, it shall deliver the shares already issued or it shall issue and deliver the shares to the above mentioned beneficiaries, by increasing the share capital of the Company and by modifying the Company's Articles of Association. Furthermore, it shall confirm the increase of the share capital and it shall fulfil the necessary publicity formalities. The decision of the Board of Directors regarding increase of the share capital and confirmation of payment thereof is made each calendar quarter, by derogation from the provisions of article 20,

L. 4548/2018. The provisions of article 26 shall not apply for such increases of the share capital.

6. Upon decision made by special majority and quorum and subject to publicity formalities in accordance with the provisions of article 13, L. 4548/2018, the General Meeting of the Company's Shareholders may authorise the Board of Directors to prepare a plan for distribution of shares according to the previous paragraph, by increasing the share capital, if necessary, and by making all other relevant decisions. Such authorisation is valid for a period of five (5) years, unless the General Meeting shall set a shorter period, and it is independent of the powers of the Board of Directors provided for in paragraph 1, article 24, L. 4548/2018. The decision of the Board of Directors is made in accordance with the provisions of paragraphs 1-3, article 113, L. 4548/2018.

### CHAPTER 3

#### ADMINISTRATION OF THE COMPANY

#### ARTICLE 10

#### COMPOSITION AND TERM OF OFFICE

#### OF THE COMPANY'S BOARD OF DIRECTORS

1. The Company is administered by the Board of Directors, which consists of three (3) to nine (9) councillors, elected by the General Meeting of the Company's Shareholders by absolute majority of votes being represented in the Meeting.

2. The members of the Board of Directors may be shareholders of the Company or not, natural persons or legal entities.

In the event that a member of the Board of Directors is a legal entity, then it shall appoint a natural person who shall exercise the powers of the legal entity acting in the capacity of a member of the Board of Directors. The members of the Board of Directors can be re-elected without any limitation whatsoever and they can be freely revoked by the General Meeting of the Company's Shareholders regardless of the date of expiration of their term of office.

3. The members of the Board of Directors are elected for a period of five (5) years, starting as of the day after their election by the General Meeting of the Company's Shareholders and ending on the respective date of the fifth year. In the event that upon expiration of their term of office no new Board of Directors has been elected, their term of office shall be extended automatically until the next Ordinary General Meeting of the Company's Shareholders and until the relevant decision has been made. Nevertheless, their term of office can under no circumstances exceed a six-year period. The General Meeting of the Company's Shareholders may also elect alternate members equal in number to ordinary members. The alternate members can be used only for replacing according to the provisions of paragraph 1, article 11 hereof, any member(s) of the Board of Directors who has (have) resigned, died or ceased to be a member due to any reason whatsoever.

#### ARTICLE 11

##### REPLACEMENT OF A MEMBER OF THE BOARD OF DIRECTORS

1. If the position of a member of the Board of Directors becomes vacant due to resignation, death or forfeiture from the position due to any reason whatsoever, then the remaining members of

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the Board of Directors, provided they are at least three, are obliged to elect a member of the Board of Directors who will replace temporarily the councillor whose position became vacant for the remaining period of the term of office of the councillor whose position became vacant, on the condition that this vacancy cannot be filled by an alternate member who may have been elected by the General Meeting of the Company's Shareholders. The above election shall be made by the Board of Directors upon relevant decision of the remaining members, provided that they are at least three (3) and it is valid for the remaining period of the term of office of the councillor whose position became vacant. The decision for such election is subject to publicity formalities in accordance with the provisions of article 13, L. 4548/2018, and it is announced by the Board of Directors to the next General Meeting of the Company's Shareholders, which is competent to replace the persons who were elected in this way, even if no such issue is included in the agenda items.

2. The actions of the members of the Board of Directors who have been elected in this way are considered to be valid, even in the event that their election will not be approved by the General Meeting of the Company's Shareholders.

3. In case of resignation, death or forfeiture from the position due to any reason whatsoever of a member of the Board of Directors, the remaining members of the Board of Directors may continue administering and representing the Company, without replacing the member whose position became vacant, according to everything specified hereinabove, provided that the remaining members are more than one half of the members of the Board of Directors before the above mentioned events and in any case, not less than three (3).

4. In any case, the remaining members of the Board of Directors, regardless of how many they are, may convene a General Meeting of the Company's Shareholders with the exclusive purpose of electing a new Board of Directors.

## ARTICLE 12

### FORFEITURE FROM THE POSITION OF A MEMBER OF THE BOARD OF DIRECTORS

Unjustified constant absence of a member of the Board of Directors from the meetings of the Board of Directors for a period of time longer than six (6) months is considered to be a resignation of such member. The said resignation takes effect as of the date when the Board of Directors ascertains that the absence of such member is unjustified, accepts the resignation and makes a relevant entry in the Minutes.

## ARTICLE 13

### REPRESENTATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

Any member who cannot participate in a meeting due to absence or impediment may assign in writing his/her representation to another member. Such representation cannot be assigned to a person who is not a member of the Board of Directors. Each member may validly represent one member only.

## ARTICLE 14

### RESPONSIBILITIES OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. All members of the Board of Directors are obliged to attend and participate in the meetings of the Board of Directors.
2. All members of the Board of Directors are required to keep strictly confidential the Company's affairs which have been disclosed to them as members of the Board of Directors.

## ARTICLE 15

### CONVENING OF MEETINGS AND DECISIONS

#### OF THE BOARD OF DIRECTORS

1. The Board of Directors meets at the Company's registered head office or in another Municipality inside the limits of the Prefecture, where the Company's registered Head Office is located, whenever this is required by the Law or according to these Articles of Association or the Company's needs, upon invitation of the President of the Board of Directors or his/her substitute or upon request of two (2) of its members. The invitation should clearly specify all the agenda items, otherwise a decision can only be made if all members of the Board of Directors are present or represented in the meeting and none of them objects to any decision making.

The Board of Directors is also convened by the President or his/her substitute or upon relevant request of two councilors in accordance with the provisions of article 91, paragraph 3, L. 4548/2018, as currently in force. The Board of Directors validly meets outside the Company's registered Head Office, at any other place in Greece or abroad, when all its members are present or represented in the meeting and no member objects to the convening of the meeting and to any decision making.

2. The Board of Directors may meet via teleconference with the participation of certain or all members thereof. In this case,



the invitation to the members of the Board of Directors should contain the necessary information and instructions with regard to the participation in the meeting.

3. The President or his/her legal substitute presides at the meetings of the Board of Directors.

4. After its election by the General Meeting of the Company's Shareholders, the Board of Directors meets and forms itself into a body, while it elects among its members the President and the Vice-President of the Board of Directors and one or more Managing Directors, by absolute majority of the members and by secret voting. In case of absence or impediment of the President of the Board of Directors, the latter shall be substituted by the Vice-President, while in case of absence or impediment of the Vice-President, the latter shall be substituted by a councillor, duly authorised by the Board of Directors.

In case of absence or impediment of the Managing Director, the latter shall be substituted by a councillor duly authorised by the Board of Directors, while in the event that more than one Managing Director has been elected, then in case of absence or impediment of one Managing Director, the latter shall be substituted by the other Managing Director.

The President and Managing Director or the Vice-President and Managing Director may be one and the same person.

5. The Board of Directors is considered to have reached a quorum and validly meets, when one half (50%) of its members plus one are present or represented therein. However, the councillors being present or represented can under no circumstances be less than three (3). In order to achieve the quorum, any fraction is left out.

6. The decisions of the Board of Directors are made by absolute majority of councillors being present or represented therein, except for the case of paragraph 1, article 6 of these Articles of Association. In case of equality of votes, the President of the Board of Directors shall have a casting vote.

7. Each councillor has one (1) vote in the meeting of the Board of Directors. Exceptionally, a councillor may have two (2) votes, if he/she represents another councillor. Nevertheless, in case of voting with regard to personal matters, each councillor shall always have one (1) vote and he/she cannot represent another councillor.

8. The voting in the Board of Directors is open, unless the Board of Directors decides that a secret voting should take place with regard to a specific matter and in this case a secret voting shall take place using ballots.

9. A summary of the discussions of the agenda items and of the decisions made by the Board of Directors is entered in a special book of Minutes, which is kept electronically too, and it is signed by the President and by his/her substitute and by the members who were present in the meeting. The President is obliged to enter in the Minutes an accurate summary of a member's opinion, upon relevant request of such member. A list of the members who were present or represented in the meeting of the Board of Directors is also entered in the above mentioned book. The fact that a councillor who was present in the meeting refuses to sign the Minutes does not invalidate in any way whatsoever the decisions which were lawfully made but this should also be mentioned in the Minutes.

10. Copies of the Minutes of Meetings of the Board of Directors which have to be registered in the General (Electronic) Commercial Registry in accordance with the provisions of article 12, L. 4548/2018, are submitted to the competent Service of the General (Electronic)

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Commercial Registry within a deadline of twenty (20) days from the meeting of the Board of Directors.

11. Copies and extracts of the Minutes of meetings of the Board of Directors are ratified by the President or his/her substitute and in case of impediment of the latter, by the General Manager of the Company or by a person duly authorised for this purpose by virtue of relevant decision of the Board of Directors.

12. The drafting and signing of the Minutes by all the members of the Board of Directors or their representatives is considered to be equivalent to a decision made by the Board of Directors, even in the event that no meeting took place. This also stands even if all the members of the Board of Directors or their representatives agree that the majority decision made by them should be included in Minutes without a meeting. Such Minutes will be signed by all the councillors.

13. The signatures of the members of the Board of Directors or their representatives can be replaced by exchange of e-mails or by using other electronic means.

## ARTICLE 16

### LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. Each member of the Board of Directors is liable towards the Company for any damage suffered by the Company due to any wrongful act or omission constituting a breach of duty of such member of the Board of Directors.

2. Such liability does not exist, if the members of the Board of Directors have proved that they have acted with due diligence according to the criteria of sound and prudent management. Such diligence is also assessed on the basis of the capacity of each member

and of the duties assigned to such member pursuant to the Law, according to the Company's Articles of Association or upon decision of the competent bodies of the Company.

3. If damage has been caused by an act committed jointly by more than one member of the Board of Directors or if more than one person is in parallel liable for the same damage as above, they are all severally liable. This also stands if more than one person has acted simultaneously or successively and it cannot be ascertained whose action has caused the damage. However, a Court judgment may be issued apportioning liability between the liable persons according to the seriousness and the level of offence and the allocation of responsibilities to the members of the Board of Directors. The Court may also decide on the right of recourse of the liable persons against each other.

4. According to this article, such liability does not exist in case of actions or omissions, made according to a lawful decision of the General Meeting of the Company's Shareholders or with regard to a reasonable managerial decision made: (a) in good faith, (b) on the basis of sufficient information and (c) in the best interest of the Company. The relevant assessment is made with reference to the time of the decision-making. The members of the Board of Directors shall bear the responsibility to prove that they have fulfilled the requirements of this paragraph. Furthermore, the Court may consider that no liability exists as regards acts or omissions based on the recommendation or opinion of an independent body or committee, operating in the Company pursuant to the Law.

5. The provisions of this article and of articles 103 – 108, L. 4548/2018 shall apply as regards liability of the persons performing tasks relating to the administration and representation of the Company according to article 87, L.4548/2018 or of those persons whose appointment as members of the Board of Directors is considered to be defective.

6. The Company's claims according to this article are statute-barred after three years have elapsed from the act or omission in question. The limitation period can be suspended whilst the liable person acts in the capacity of a member of the Board of Directors or in the capacity specified in the previous paragraph. In any case, the claims will be statute barred after a ten-year period has elapsed from the act or omission.

#### ARTICLE 17

##### COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. The members of the Board of Directors are entitled to receive fixed and variable remuneration as well as any other fees, compensation and benefits in accordance with the provisions of the compensation policy of the Company, as in force at any given time. The amount of compensation paid to the members of the Board of Directors may also consist of their percentage in the profit of the accounting year, in accordance with the provisions of L. 4548/2018, as in force at any given time.

2. The amount of compensation or fees which is granted to a member of the Board of Directors not pursuant to the Law or according to these Articles of Association shall be borne by the Company but only in the event that it will approved by the General Meeting upon relevant decision thereof.

#### ARTICLE 18

##### POWERS AND DUTIES OF THE BOARD OF DIRECTORS

1. The Board of Directors performs any actions related to the administration of the Company and the management of the Company's affairs and assets. It is competent to decide on any matter related to the administration of the Company and the management of the Company's affairs and assets, while it also performs all actions pertaining to the Company's object and nature except for those actions which fall under the exclusive authority of the General Meeting of the Company's Shareholders or those actions with regard to which the General Meeting of the Company's Shareholders has already decided.

2. The Board of Directors represents the Company in court and out of court in all its actions in general or transactions for the purpose of achieving the Company's object, including but not limited to everything specified hereinafter:

a) It convenes the General Meeting of the Company's Shareholders, it determines the agenda items and it submits the annual reports to the General Meeting for approval. It issues share certificates, if any, and it increases the share capital of the Company in accordance with the provisions of article six (6) of the Articles of Association.

b) It represents the Company in Greece and abroad, before any Public, Municipal, Communal Authority and any other Authority, Service or Organisation whatsoever, before any natural person or legal entity, before all courts in general, Greek or foreign ones, of any degree and jurisdiction whatsoever, including the Supreme Court of Greece (Areios Pagos) and the Council of State.

c) It files legal actions and it lodges complaints and appeals (ordinary or extraordinary ones) and it waives the relevant rights with regard to such legal actions, complaints and appeals, it administers oaths, takes oaths and takes reverse oaths, it contests documents as forged, it abolishes hearings, it concludes agreements regarding judicial and extrajudicial compromise with any debtors or creditors of the Company and

under any terms and conditions whatsoever, it registers and discharges any seizure / confiscation on movable and immovable property or ships and it registers and discharges any mortgage and prenotation of mortgage.

d) It settles all matters relating to the internal and external operations of the Company and it determines the Company's expenses.

e) It decides, at its own discretion, on the establishment and expansion of any branches, offices, agencies of the Company in Greece and abroad.

f) It determines how available funds should be used.

g) It purchases and sells for and on behalf of the Company raw material, goods, machinery, spare parts, fuel and any other material.

h) It assigns and pledges, under any terms and conditions it may judge appropriate, bills of lading, goods, bills of exchange, notes payable to order, debit notes against third parties, claims against third parties from the sale of goods.

i) It enters into agreements with Banks in Greece and abroad with regard to opening of credit, issue of letters of guarantee, issue of credit through an open (credit) account (credit limit) under any terms and conditions it may judge appropriate.

j) It issues and endorses cheques, it issues, accepts and endorses bills of exchange and notes payable to order.

k) It takes delivery of and it collects any amounts of money, coupons and dividend coupons.

l) It takes loans for and on behalf of the Company, under any terms and conditions whatsoever it may judge appropriate for the Company, it gives orders for payment and it acknowledges obligations, it provides receipts of full payment and any other exemption certificates, and it has the power to issue bond loans, always in accordance with the provisions of L.4548/2018, as currently in force.

m) It takes delivery of bills of lading and it enters into any kind of agreements and contracts with third parties, natural persons or legal entities.

n) It sells, leases and registers mortgage on any immovable property of the Company, it purchases and rents any immovable property for and on behalf of the Company.

o) It employs and dismisses workers and employees of the Company and it determines the amount of their salaries.

p) It appoints attorneys-at-law and other proxies who shall represent the Company before Courts and other Authorities, Services or Organisations and who shall perform any actions whatsoever falling under the authority of the Board of Directors.

q) It closes the accounting books of the Company at the end of each accounting year, it prepares the annual balance sheet and the annual financial statements of the Company, it makes recommendations with regard to the amount of compensation of the members of the Board of Directors, the amount of dividends to be distributed to the shareholders, the amount of money to be deducted for the formation of reserves and the amount of profit to be appropriated to the members of the Board of Directors and to the personnel of the Company. The above mentioned powers and duties of the Board of Directors are indicative and not restrictive.

3. The Board of Directors may assign all or certain powers thereof (except for those with regard to which collective action is required) as well as the Company's internal audit and representation, to one or more persons, members of the Board of Directors or not, by determining at the same time the extent of such assignment. Such persons may further assign all or certain powers assigned to them in this way to third parties, according to a specific provision



contained in the relevant decision of the Board of Directors. Nevertheless, the powers of the Board of Directors are subject to the provisions of articles 19 and 99-100, L.4548/2018, as currently in force.

4. Particularly, the Board of Directors may assign to specific persons exclusively the representation of the Company as regards the following matters:

a) all the acts, actions and statements relating to the construction and completion of buildings and other structures, the study/design and execution of the relevant works, the layout of existing structures, the observance and application of town planning requirements and construction rules and regulations and the management of all the above matters in general and the legal representation of the Company with regard to such specific matters before any public, municipal, administrative, judicial or any other Authority, Service or Organisation.

b) all the acts, actions and statements relating to the lawful organisation, operation and management of the Company's shops and the overall observance and application of market regulations. In this particular case, these persons, acting in their capacity as shop managers, shall be responsible for the management of all related matters and they shall represent the Company before any public, municipal, administrative, judicial or any other Authority, Service or Organisation.

5. The President or Vice-President and the Managing Director or General Manager may be one and the same person.

## ARTICLE 19

### REPRESENTATION OF THE COMPANY

After having formed itself into a body, the Board of Directors shall make a decision according to which the signature of the President

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of the Board of Directors or the signature of his/her legal substitute or the signature of the Managing Director is necessary and is considered to be sufficient for the Company to validly assume any obligations whatsoever but also for the representation of the Company in general.

The Board of Directors may appoint other persons too whose signatures are necessary – in addition to the signatures of the above named persons – or whose signatures alone are sufficient for the representation of the Company but also for the Company to validly assume any obligations whatsoever. The Board of Directors shall issue a circular with specimen signatures of such persons.

The above mentioned provisions shall also apply for those persons too who may be appointed by the Board of Directors as exclusively responsible for specific matters, in accordance with the provisions of article 18, paragraph 14, of the Articles of Association, whose signatures are sufficient for the representation of the Company but also for the Company to validly assume any obligations whatsoever falling under the exclusive authority and responsibility of theirs, according to everything specified hereinabove.

All the above mentioned decisions of the Board of Directors are subject to publicity formalities according to the provisions of article 13, L. 4548/2018, as currently in force.

## CHAPTER 4

### GENERAL MEETING OF THE COMPANY'S SHAREHOLDERS

## ARTICLE 20

### POWERS OF THE GENERAL MEETING

1. The General Meeting of the Company's Shareholders is the supreme body of the Company and it is entitled to decide on all corporate matters.

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The General Meeting of the Company's Shareholders is the only competent body to decide on:

- a) any modification of the Company's Articles of Association (including any ordinary or extraordinary increase of the share capital and any decrease of the share capital)
- b) the election of the members of the Board of Directors and of auditors,
- c) the approval of the overall management of the Company in accordance with the provisions of article 108, L. 4548/2018 and the discharge of auditors from any liability whatsoever
- d) the approval of the annual and consolidated financial statements of the Company,
- e) the appropriation of the annual profit,
- f) the approval of payment of compensation or advance payment of compensation in accordance with the provisions of article 109, L.4548/2018,
- g) the approval of the compensation policy according to article 110 and of the report of compensation according to article 112, L. 4548/2018,
- h) the merger, division, conversion, revival of the Company, the extension of the Company's duration or the dissolution of the Company
- i) the appointment of liquidators.

2. The following cases will be excluded from the provisions of the previous paragraph:

- a) any increase or adjustment of the share capital expressly imposed by the Law to the Board of Directors, as well as any increase imposed by the provisions of other laws,
- b) the modification or amendment of the Company's Articles of Association by the Board of Directors, if required pursuant to the Law

- c) the appointment of the first Board of Directors according to the Articles of Association
  - e) the election made according to the Company's Articles of Association of members who will replace members whose position became vacant due to resignation, death or forfeiture from their position due to any reason whatsoever,
  - f) the absorption in accordance with the provisions of articles 35 and 36, L.4601/2019 of a societe anonyme by another societe anonyme holding 100% of its shares or 90% or more of its shares
  - g) the possibility to distribute temporary dividends in accordance with the provisions of paragraphs 2 and 2, article 162, L. 4548/2018,
  - h) the possibility to distribute profit or optional reserves in accordance with the provisions of paragraph 3, article 162, L.4548/2018, within the current accounting year upon relevant decision of the Board of Directors, which is subject to publicity formalities.
3. The decisions of the General Meeting of the Company's Shareholders are binding upon all shareholders even upon those shareholders who are absent or disagree.

## ARTICLE 21

### CONVENING OF THE GENERAL MEETING OF THE COMPANY'S SHAREHOLDERS

1. The General Meeting of the Company's Shareholders is convened obligatorily by the Board of Directors and it meets (Ordinary Meeting) at the Company's registered head office or in another Municipality within the district of the Prefecture where the Company's registered head office is located, at least once a year (accounting year) and until the tenth (10) calendar day of the ninth month after the expiration of

each accounting year. The General Meeting may also meet at any other place within the district of the Municipality where the head office of the Athens Stock Exchange is located.

An Extraordinary General Meeting of the Company's Shareholders may be convened by the Company's Board of Directors whenever this is judged necessary or upon relevant request of shareholders representing the prescribed percentage of shares pursuant to the Law or according to article 27 of these Articles of Association.

2. The Board of Directors is obliged to convene a General Meeting whenever this is judged necessary according to a relevant decision of the General Meeting, except for the cases expressly provided for by these Articles of Association.

3. With the exception of repetitive meetings, the General Meeting of the Company's Shareholders must be convened at least twenty (20) days prior to the date of the meeting. It is pointed out that public holidays and non working days are taken into account. The date of publication of the invitation to the General Meeting of the Company's Shareholders and the date of the meeting are not taken into account.

4. The invitation to the General Meeting of the Company's Shareholders should contain the information provided for in article 121, paragraph 3, L.4548/2018 and it should be published in accordance with the provisions of article 122, L. 4548/2018.

5. No invitation to the General Meeting of the Company's Shareholders is required in the event that shareholders representing the entire share capital are present or represented in the meeting and none of them objects to the convening of the meeting and to any decision making (Universal General Meeting).

6. In case of a repetitive General Meeting, the invitation to such General Meeting shall be published at least ten (10) days beforehand.

## ARTICLE 22

### RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS

### AND OF SHAREHOLDERS PRIOR TO THE GENERAL MEETING

### OF THE COMPANY'S SHAREHOLDERS

1. At least ten (10) days prior to the Ordinary General Meeting of the Company's Shareholders, copies of the annual financial statements together with the relevant report of the Board of Directors and the audit report should be made available to the shareholders, in accordance with the provisions of article 123, L.4548/2018.

2. Any person duly registered as a shareholder in the records of the competent body at the beginning of the fifth (5<sup>th</sup>) day prior to the General Meeting (date of registration), is entitled to participate in the General Meeting of the Company's Shareholders. The above mentioned date of registration is also valid in case of an adjourned or repetitive General Meeting (i.e.: shareholders can participate in an adjourned or repetitive General Meeting), on the condition that the adjourned or repetitive meeting is convened within thirty (20) days from the date of registration. Otherwise or in case of a repetitive meeting, which is convened upon publication of a new invitation, in accordance with the provisions of article 130, L.4548/2018, any person duly registered as a shareholder in the records of the competent body at the beginning of the third (3<sup>rd</sup>) day prior to the adjourned or repetitive General Meeting, is entitled to participate in such General Meeting. The shareholder status can be proved by all means provided for by the Law and in any case by a relevant certificate which is sent to the Company by the Hellenic Central Securities Depository, on the condition that it provides registry services,

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or in any other case, through the intermediaries who participate and are registered in the Hellenic Central Securities Depository.

3. Every shareholder participates in the General Meeting and votes either in person or through his/her representatives. A representative who acts for more shareholders can vote differently for each shareholder. Legal entities may participate in the General Meeting by appointing as representatives thereof up to three (3) natural persons. Every shareholder may appoint up to three (3) representatives. Nevertheless, the fact that a shareholder holds shares of the Company which are shown in more than one securities account shall not prevent a shareholder from appointing different representatives for the shares shown in each one of the securities accounts with regard to the General Meeting. The representative of a shareholder is obliged to notify the Company before the beginning of the General Meeting of any particular fact which may be useful to the shareholders for the assessment of the risk of a conflict of interest, i.e. whether the representative serves the interests of another person and not the interests of the shareholder he/she represents.

According to this paragraph, any conflict of interest may arise in the event that the representative:

- a) is a shareholder in charge of administering the Company or another legal entity which is controlled by such shareholder,
- b) is a member of the Board of Directors or of the Administration of the Company in general or of a shareholder having control of the Company or of another legal entity which is controlled by the shareholder having control of the Company,
- c) is an employee or a certified public accountant - auditor of the Company or of the shareholder having control of the Company

or of another legal entity which is controlled by the shareholder having control of the Company

d) is a spouse or relative of the first degree of one of the natural persons mentioned in cases a) – c).

4. The shareholder's representative is appointed and revoked or replaced in writing or electronically (i.e. by sending the relevant document either by email or by fax) and the Company is notified of such appointment and revocation or replacement in the same way as above at least forty-eight (48) hours prior to the General Meeting.

5. Shareholders or their representatives who failed to comply with the provisions of paragraphs 4, 5 and 6 of this article, can participate in the General Meeting of the Company's Shareholders, unless the General Meeting refuses such participation for good reasons that justify such a refusal.

6. The members of the Board of Directors and the auditors of the Company are also entitled to attend the General Meeting. The President of the General Meeting may give permission, on his/her own responsibility, to other persons, who are not shareholders of the Company or shareholders' representatives, to attend the General Meeting to the extent that this is not contrary to the interests of the Company. Such persons are not considered to have participated in the General Meeting simply because they have spoken on behalf of a shareholder being present in the General Meeting or upon relevant invitation of the President.

7. If there is a good reason, the Board of Directors may decide that the General Meeting will not be held at a particular place but it will take place from a distance, without physical presence of the shareholders, by using audiovisual or other electronic means. The General Meeting may be held in the same way, provided that all shareholders consent thereto.



8. In the event that the General Meeting will be held from a distance, by using audiovisual or other electronic means, without physical presence of the shareholders, the Company shall take sufficient steps so that:

a) it could be in the position to verify the identity of the participants and to make sure that only those persons who are entitled to participate in or to attend the General Meeting will participate in the meeting, in accordance with the provisions of articles 124 and 127, L. 4548/2018 but also to ensure security of internet connection

b) the participant could have the possibility to attend the General Meeting by using electronic or audiovisual means and to address himself/herself to the General Meeting, either orally or in writing, and to vote on the agenda items, and

c) the participant's vote from a distance could be accurately recorded.

## ARTICLE 23

### MEETINGS AND DECISIONS OF THE GENERAL MEETING

#### OF THE COMPANY'S SHAREHOLDERS

1. The General Meeting of the Company's Shareholders is considered to have reached a quorum and validly meets in order to discuss the agenda items, when shareholders representing at least one fifth (1/5) of the paid up share are present or represented therein.

2. Should this quorum not be reached during the first meeting, a repetitive meeting is convened within twenty (20) days from the date of the adjourned meeting, upon invitation sent to the shareholders at least ten (10) days beforehand. Such repetitive meeting is considered to have reached a quorum and validly meets

in order to discuss the initial agenda items regardless of the percentage of the paid up share capital being represented therein.

3. The decisions of the General Meeting are made by absolute majority of votes being represented in the meeting.

4. Exceptionally, when decisions should be made with regard to the following matters, i.e.: a) Change of the Company's nationality, b) Change of the Company's object, c) Increase of the shareholders' obligations, d) any increase of the share capital which is imposed by the Law or which is made by way of capitalisation of reserves, e) any decrease of the share capital, with the exception of the decrease which is made in accordance with the provisions of paragraph 5, article 21, or paragraph 6, article 49, L. 4548/2018, as currently in force, f) Change of the way of profit appropriation, g) Merger, division, conversion, revival of the Company, h) Extension of the Company's duration or dissolution of the Company, i) Granting or renewal of the authorisation to the Company's Board of Directors to increase the share capital in accordance with the provisions of article 24, paragraph 1, L. 4548/2018, as currently in force, and j) in all other cases, when the General Meeting of the Company's Shareholders is required to make a specific decision by special quorum and majority pursuant to the Law, the General Meeting is considered to have reached a quorum and validly meets in order to discuss the agenda items when shareholders representing at least one half (1/2) of the paid up share capital is present or represented therein.

5. Should the quorum of the previous paragraph not be reached during the first repetitive meeting, a second repetitive meeting is convened within twenty (20) days from the date of the adjourned meeting and upon invitation sent to the shareholders at least ten (10) days beforehand. Such repetitive General Meeting is considered to have reached a quorum and it validly meets in order to discuss

the initial agenda items when shareholders representing at least one fifth (1/5) of the paid up share capital are present or represented therein.

6. No new invitation to the General Meeting is required if the place and time of the repetitive meetings are specified in the initial invitation, on the condition that the interval between the adjourned meeting and the repetitive meeting is at least five (5) days.

7. All the decisions of the General Meeting of the Company's Shareholders in cases specified in paragraphs 4 and 5 of this article, are made by a majority of two thirds (2/3) of votes which are represented in the meeting.

8. All shareholders are entitled to participate and vote in the General Meeting without prejudice to the provisions of paragraphs 2, 3 and 4, article 22 of these Articles of Association. As regards shares owned by the Company, the right to participate and vote in the General Meeting of the Company's Shareholders shall be suspended and therefore those shares shall not be taken into account in order to ascertain whether the necessary quorum has been reached. Every shareholder has the right of one (1) vote per share in the General Meeting.

## ARTICLE 24

### GENERAL MEETING OF THE COMPANY'S SHAREHOLDERS

1. The President of the Board of Directors or in case of impediment of the latter, his/her legal substitute, presides temporarily at the General Meeting of the Company's Shareholders and he/she appoints from among the shareholders or their representatives who are present in the meeting a person who shall exercise the duties of a Secretary until the ratification of the list of shareholders

being entitled to participate and vote in the General Meeting and until the election of the President and of the Secretary who shall also exercise the duties of a vote collector.

2. The discussions and decisions of the General Meeting of the Company's Shareholders are limited to the agenda items.

3. Upon approval of the annual financial statements, the General Meeting decides by a special roll-call vote on the approval of the overall management of the Company during the corresponding accounting year. The Members of the Board of Directors are entitled to vote on the approval of the overall management of the Company according to the provisions of paragraph 3 of this article but only with the shares they own or as representative of other shareholders, provided that they have been duly authorised for this purpose and that they have been given strict and specific instructions for voting. This also stands for the Company's employees. The Company may waive its claims against the members of the Board of Directors or any other persons or the Company may compromise with such persons but only in accordance with the provisions of paragraph 7, article 102, L. 4548/2018.

## ARTICLE 25

### MINUTES OF THE GENERAL MEETING

### OF THE COMPANY'S SHAREHOLDERS

1. A summary of the discussions and decisions of the General Meetings is entered in a special book of Minutes. A list of the shareholders who were present in person or represented in the General Meeting is also entered in the above mentioned special book of Minutes.

2. Upon relevant request of a shareholder, the President of the General Meeting is obliged to write in the Minutes an accurate summary of that shareholder's opinion. The President of the General Meeting is entitled to refuse to enter in the book of minutes any opinion which is not related to the agenda items or whose content is contrary to honest practices and the Law.
3. Copies and extracts of the Minutes of the General Meetings are issued and ratified by the President of the Board of Directors or by his/her legal substitute or by the General Manager of the Company.
4. Copies of the Minutes of the General Meeting are submitted to the competent Service of the General (Electronic) Commercial Registry within twenty (20) days from the General Meeting.

## CHAPTER 5

### AUDITORS AND MINORITY RIGHTS

#### ARTICLE 26

##### AUDITORS

1. The annual and consolidated financial statements are audited by a certified public accountant – auditor or by an audit firm, duly registered in the Public Registry specified in article 14, L. 4449/2017.
2. The certified public accountant – auditor or the audit firm is appointed upon relevant decision of the General Meeting of the Company's Shareholders.
3. The certified public accountant – auditor or the main partner of the audit firm who is in charge of the audit may provide his/her services, acting in the above mentioned of his/hers, for a period of time

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which can under no circumstances exceed a period of five (5) consecutive years and he/she cannot be re-elected for a period of two (2) consecutive years.

4. The certified public accountant – auditor or the audit firm shall prepare an audit report in order to present the findings of the obligatory audit and such audit report should be prepared in writing, should bear a date and the signature of the certified public accountant – auditor, while it should contain all the information prescribed by the Law at any given time.

## ARTICLE 27

### MINORITY RIGHTS

1. Upon request of shareholders representing one twentieth (1/20) of the paid up share capital, the Company's Board of Directors is obliged to convene an Extraordinary General Meeting of the Company's Shareholders, by setting the date of such meeting not later than forty-five (45) days from the date when the relevant request was served upon the President of the Board of Directors. The request should specify accurately the agenda items. In the event that the General Meeting of the Company's Shareholders shall not be convened within twenty (20) days from the date of service of the relevant request, then it should be convened by the shareholders who submitted the above request at the expense of the Company, by virtue of a court judgment issued according to the proceedings of interim and precautionary measures. The said court judgment should also specify the place and time of the meeting and the agenda items. No appeal can be lodged against such court judgment.

2. Upon request of shareholders representing one twentieth (1/20) of the paid up share capital, the Company's Board of Directors

is obliged to add to the existing agenda items of the General Meeting of the Company's Shareholders which has already been convened any other items, provided that the relevant request has been submitted to the Company's Board of Directors at least fifteen (15) days prior to the General Meeting. The Board of Directors should take all necessary steps in order to publish or communicate the additional items, in accordance with the provisions of article 122, L. 4548/2018, at least seven (7) days prior to the General Meeting. The request to add those additional items to the existing agenda items should also specify the respective reasons or it should contain a draft decision which should be approved by the General Meeting of the Company's Shareholders, while the revised agenda items should be published according to everything provided for hereinabove as regards the publication of the previous agenda items, thirteen (13) days prior to the General Meeting of the Company's Shareholders and at the same time, they should be made available to the shareholders on the website of the Company together with the respective reasons or the draft decision which has been submitted by the shareholders, according to the provisions of paragraph 4, article 123, L. 4548/2018. In the event that such items will not be published, the shareholders who submitted the request are entitled to request the postponement of the General Meeting in accordance with the provisions of paragraph 5, article 141, L. 4548/2018 and to publish such items themselves, according to everything provided for in the previous section, at the expense of the Company.

3. Upon request of shareholders representing one twentieth (1/20) of the paid up share capital, the Company's Board of Directors should provide to the shareholders, in accordance with the provisions of paragraph 3, article 123, L. 4548/2018, at least six (6) days prior to the General Meeting, draft decisions on the initial agenda items or on any revised agenda items, on the condition that the relevant

request has been submitted to the Company's Board of Directors at least seven (7) days prior to the General Meeting.

4. The Company's Board of Directors is not obliged to add any new items to the agenda items or to publish or communicate those items together with the respective reasons and the draft decisions which are submitted by the shareholders according to the provisions of paragraphs 2 and 3 respectively hereinabove, if the content thereof is contrary to the provisions of the Law and the fair trade practices.

5. Upon request of a shareholder or shareholders representing one twentieth (1/20) of the paid up share capital, the President of the General Meeting is obliged to postpone just once any decision-making by the Ordinary or Extraordinary General Meeting (as regards all or certain agenda items), by setting as date for the continuation of the meeting as regards any decision-making, the date designated in the Shareholders' request, and in any case, a date not later than twenty (20) days from the date of postponement. The General Meeting which is convened upon postponement is considered to be the continuation of the previous General Meeting and the invitation to the General Meeting which is sent to the shareholders does not have to be published again, while new shareholders are also entitled to participate in such General Meeting, in accordance with the provisions of paragraph 6, article 124, L. 4548/2018.

6. Upon request of any shareholder which should be submitted to the Company at least five (5) full days prior to the General Meeting, the Company's Board of Directors is obliged to provide to the General Meeting specific information requested with regard to the Company's affairs, to the extent that such information is useful for the assessment of the agenda items. The Board of Directors is not obliged to provide the information requested when such information is already available on the Company's website, and particularly



in the form of questions - answers. Furthermore, upon request of shareholders representing one twentieth (1/20) of the paid up share capital, the Company's Board of Directors is obliged to notify the Ordinary General Meeting of the Company's Shareholders of the amounts paid by the Company due to any reason whatsoever during the last two years to every member of the Board of Directors or to the Company's managers as well as of any remuneration paid to those persons due to any reason whatsoever or as a result of any contract whatsoever concluded between them and the Company.

In all the above mentioned cases, the Board of Directors may refuse to provide the information requested for good reasons, while those reasons should be mentioned in the Minutes of the meeting. One reason could be the fact that the shareholders who made the request are represented in the Board of Directors in accordance with the provisions of articles 79 and 80, L.4548/2018. In cases specified in this paragraph, the Board of Directors may give one answer to shareholders' requests with the same content.

7. Upon request of shareholders representing one tenth (1/10) of the paid up share capital, which should be submitted to the Company at least five (5) full days prior to the General Meeting, the Company's Board of Directors is obliged to provide to the General Meeting of the Company's Shareholders any information on the Company's course of business operations and on the Company's assets. The Company's Board of Directors may refuse to provide the information requested for good reasons, while those reasons should be mentioned in the Minutes of the meeting. One reason could be the fact that the shareholders who made the request are represented in the Board of Directors in accordance with the provisions of articles 79 and 80, L.4548/2018, provided that the respective members of the Board of Directors have been duly notified.

8. In cases of paragraphs 6 and 7 of this article, any dispute as regards the reasons why the Company refuses to provide the information requested shall be settled by virtue of a court judgement issued according to the proceedings of interim and precautionary measures. With the same judgment as above, the court obliges the Company to provide the information that it had not provided. No appeal can be lodged against such judgment.

9. Upon request of shareholders representing one twentieth (1/20) of the paid up share capital, any decision-making on any agenda item of the General Meeting shall be made by a roll-call vote.

10. In all cases of this article, shareholders who submit requests must prove that they are shareholders of the Company, except for the case of sec a of paragraph 6, and the number of shares they own at the time when they exercise such right. The shareholder status can be proved by all means provided for by the Law and in any case by a relevant certificate which is sent to the Company by the Hellenic Central Securities Depository, on the condition that it provides registry services, or in any other case, through the intermediaries who participate and are registered in the Hellenic Central Securities Depository.

11. Shareholders of the Company representing at least one twentieth (1/20) of the paid up share capital, have the right to apply to the competent Court for the audit of the Company, and such Court will examine the case according to the proceedings of voluntary jurisdiction. The audit is ordered if according to the denounced actions, it is judged probable that the provisions of the Law or of the Company's Articles of Association or the decisions of the General Meeting are violated, while those actions must be denounced within three (3) years from the date of approval of the annual financial statements of the accounting year during which the denounced actions were performed.

12. Shareholders of the Company representing one fifth (1/5) of the paid up share capital, have the right to apply to the competent Court, according to the previous paragraph, for the audit of the Company, on the condition that the course of the Company's business operations as a whole justifies the belief that the management of the Company is not exercised according to the criteria of sound and prudent management. The Court may judge that the representation of the shareholders who apply for such audit in the Company's Board of Directors in accordance with the provisions of articles 79 and 80, L. 4548/2018, does not justify the above request of the shareholders.

13. In cases of paragraphs 11 and 12 of this article, shareholders who apply for the audit of the Company must prove to the Court that they are shareholders of the Company and the number of shares they own at the time when they exercise such right. The shareholder status can be proved by all means provided for by the Law and in any case by a relevant certificate which is sent to the Company by the Hellenic Central Securities Depository, on the condition that it provides registry services, or in any other case, through the intermediaries who participate and are registered in the Hellenic Central Securities Depository.

## CHAPTER 6

### ACCOUNTING BOOKS: ANNUAL FINANCIAL STATEMENTS

#### PROFIT APPROPRIATION

## ARTICLE 28

### ACCOUNTING BOOKS

The Company keeps all the accounting books prescribed by the Law at any given time in Greek.

ARTICLE 29

ACCOUNTING YEAR

1. The accounting year starts on the first (1<sup>st</sup>) day of January and it ends on the thirty-first (31<sup>st</sup>) day of December each calendar year.

ARTICLE 30

ANNUAL FINANCIAL STATEMENTS

1. The annual financial statements (business and consolidated financial statements) are prepared according to the International Accounting Standards and they are approved by the General Meeting of the Company's Shareholders.
2. The General Meeting can validly decide on the annual financial statements of the Company, which have been prepared by the Board of Directors, on the condition that the annual financial statements have been signed by three (3) different persons and particularly, by the following persons, i.e.:
  - a) the President of the Board of Directors or his/her substitute,
  - b) the Managing Director or a duly authorised councillor, or in the event that there is no such councillor or in the event that such councillor is one of the above mentioned persons, by a member of the Board of Directors, who will be duly appointed by the Board of Directors for this purpose, and
  - c) the Head of the Accounts Department.

If the above mentioned persons disagree as regards the legal way of preparation of the annual financial statements, then they must submit their objections in writing to the General Meeting.

3. The Company will publish in the General (Electronic) Commercial Registry within twenty (20) days from their approval by the annual Ordinary General Meeting of the Company's Shareholders:

- a) the annual financial statements which were duly approved by the General Meeting of the Company's Shareholders
- b) the annual report of the Board of Directors, and
- c) the opinion of the certified public accountant – auditor or of the audit firm, if necessary.

#### ARTICLE 31

#### PROFIT APPROPRIATION

1. The net profit of the Company is the amount shown in the profit and loss account and it is calculated according to the provisions of the current laws.

2. Each year, an amount corresponding to at least one twentieth (1/20) of the net profit is set aside for the formation of the ordinary reserves. Such deduction is no longer mandatory, when the amount of the ordinary reserves is equal to at least one third (1/3) of the Company's share capital. The amount of the ordinary reserves will be used exclusively with the purpose of offsetting the debit balance (loss), if any, in the profit and loss account, before the distribution of any dividend.

3. Without prejudice to the provisions regarding decrease of the share capital, no amount of profit will be distributed to the shareholders if on the date of expiration of the last accounting year,

the total equity of the Company (net worth), as determined pursuant to the Law, is or will become - after such distribution of profit - less than the amount of the share capital, increased by: a) the amount of reserves whose distribution is prohibited pursuant to the Law and according to the Articles of Association, b) the other amounts of credits of the net worth which should not be distributed and c) the amounts of credits shown in the profit and loss account which do not constitute realised profit. The amount of capital provided for in the previous section will be decreased by the amount of capital which has been undertaken but has not been paid yet, provided that such amount is not shown in the assets section of the balance sheet.

4. The amount distributed to the shareholders cannot exceed the amount of the profit and loss account of the last accounting year that came to an end, increased by the profit resulting from previous accounting years that have not distributed and the reserves which can be distributed upon relevant decision of the General Meeting, and decreased by a) the amount of credits shown in the profit and loss account which do not constitute realised profit, b) the amounts of loss of previous accounting years and c) the amounts which have to be disposed of for the formation of the reserves pursuant to the Law and according to the Articles of Association.

5. The distribution described in the previous paragraphs 3 and 4 of this article includes the payment of dividends and interest deriving from shares.

6. The appropriation of the net profit (to the extent that the net profit can be distributed) is made upon decision of the General Meeting as follows:

a) the amounts of credits in the profit and loss account which do not constitute realised profit are deducted

b) an amount is set aside for the formation of the ordinary reserves, pursuant to the Law

c) the amount required for the payment of the minimum dividend to the shareholders is deducted

d) the remaining amount of net profit is distributed upon decision of the General Meeting.

7. Upon decision of the Board of Directors, which should be made during the accounting year in question, temporary dividends can be paid on the following terms and conditions:

a) financial statements should be prepared and should specify that there are the necessary amounts for this purpose

b) the above mentioned financial statements are subject to publicity formalities two (2) months prior to such payment.

The amount to be distributed in this way cannot exceed the amount of profit specified in paragraph 2, article 159, L. 4548/2018.

8. The shareholders who did not request the payment of the dividends belonging to them in due time, are not entitled to request any interest. Any dividends which were not claimed within a five-year period of time from the date when they should have been paid are written off pursuant to the Law.

## CHAPTER 7

### DISSOLUTION OF THE COMPANY AND LIQUIDATION

#### ARTICLE 32

#### DISSOLUTION OF THE COMPANY

1. The Company is dissolved:

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- a) upon expiration of its duration according to these Articles of Association, unless its duration will be extended upon relevant decision of the General Meeting
- b) upon decision of the General Meeting of the Company's Shareholders made by special majority and quorum
- c) in the event that the Company shall be declared bankrupt
- d) in the event that an application for declaring the Company bankrupt will be rejected due to the fact that the debtor's property is not sufficient to cover the costs of the proceedings, and
- e) by virtue of a Court Judgment, issued in accordance with the provisions of articles 165 and 166, L. 4548/201

2. The fact that all shares of the Company are owned by one natural person or legal entity does not constitute a reason for the dissolution of the Company.

3. In the event that the total equity of the Company becomes less than one half (1/2) of the share capital, the Board of Directors is obliged to convene a General Meeting within a deadline of six (6) months from the expiration of the accounting year and such General Meeting shall decide whether the Company should be dissolved or any other measures should be adopted.

### ARTICLE 33

#### LIQUIDATION OF THE COMPANY

1. Except for the case of bankruptcy, the dissolution of the Company is followed by its liquidation. In cases of sections a) and b) of paragraph 1 of the previous article 32 of these Articles of Association, the General Meeting appoints two (2) or three (3) liquidators who will exercise all the powers of the Board of Directors relating to

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the liquidation procedure and purpose throughout the liquidation procedure, as specified by the General Meeting upon relevant decisions thereof and the liquidators have to comply with the said decisions. In case of section e) of paragraph 1 of the previous article 32 of these Articles of Association, the liquidators are appointed by the Court by virtue of the court judgment ordering the dissolution of the Company.

2. After having decided on the dissolution of the Company, the General Meeting of the Company's Shareholders decides on the way of liquidation and it appoints two (2) or three (3) liquidators, while at the same time, it determines the powers and duties of those liquidators and the amount of their fees.

3. As soon as they assume their duties, the liquidators should make an inventory of the Company's assets without delay and they should publish a balance sheet indicating the beginning of the liquidation procedure, which does not have to be approved by the General Meeting of the Company's Shareholders. In any case, the inventory should be completed within three (3) months from the date when the liquidators assumed their duties.

4. The appointment of the liquidators entails ipso jure cessation of the powers of the members of the Board of Directors. In the event that such cessation of powers puts at risk the Company's interests, the Board of Directors is obliged towards the Company to continue the management until the liquidators will assume their duties.

5. The liquidators must settle without any delay the pending obligations of the Company, must convert the Company's assets into cash, they must pay its debts and they must collect its claims. They may also take new steps, if such steps are useful for the liquidation and in the best interests of the Company. The liquidators are also entitled to sell the Company's property, all or part of the business or

individual fixed assets but only after three (3) months have elapsed from the dissolution of the Company.

6. The General Meeting of the Company's Shareholders retains all its rights throughout the liquidation procedure.

7. The liquidators should prepare every year interim financial statements, which should be submitted to the General Meeting of the Company's Shareholders along with a report containing the reasons why the liquidation procedure has not been completed yet. The interim financial statements are subject to publicity formalities. Furthermore, upon completion of the liquidation procedure, the liquidators prepare the final financial statements, which shall be approved by the General Meeting and which are subject to publicity formalities. The General Meeting shall also decide on the approval of the liquidators' work and on the discharge of the auditors from any liability whatsoever.

8. Taking into account the approved financial statements which are prepared upon completion of the liquidation procedure, the liquidators shall distribute the proceeds of liquidation of the Company's assets to the shareholders, on a pro rata basis, according to their participation in the paid up share capital. Such distribution can also be made by way of partition of the Company's assets to the shareholders in identical parts, provided that all shareholders consent thereto.

9. In the event that the liquidation procedure exceeds a three-year period, then the liquidators are obliged to convene a General Meeting of the Company's Shareholders and to submit to such General Meeting a plan with regard to the speeding up and completion of the liquidation procedure. Such plan should contain a report with the results of the liquidation until then, the reasons why the liquidation procedure has not been completed yet and the proposed measures for the completion thereof. Such measures may include a waiver of the Company's rights, legal documents, legal proceedings and claims,

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if the measures to be taken are not in the best interest of the Company in comparison to the expected benefit, or if they are uncertain or require much time. The above measures may also include compromises, re-negotiations or termination of agreements and contracts or conclusion of new agreements and contracts, if this is necessary. The General Meeting approves the plan by special majority and quorum. In the event that the plan shall be approved, the liquidators shall complete the administration procedure according to everything provided for in such plan. In the event that the plan shall not be approved, the liquidators or shareholders representing one twentieth (1/20) of the paid up share capital are entitled to apply to the competent Court for the approval of such plan or for the imposition of other appropriate measures, and their application shall be heard according to the proceedings of voluntary jurisdiction. The Court is entitled to modify the measures to be taken which are proposed in the plan or in the application of the shareholders. The liquidators are not responsible for the implementation of the plan approved according to everything specified hereinabove.

10. In the event that the Company has been dissolved because its duration had expired or upon decision of the General Meeting, the Company may be revived upon relevant decision of the General Meeting of the Company's Shareholders made by special majority and quorum. By the said decision, the Company may be revived with a different legal form, on the conditions that the prescribed requirements for the establishment thereof will be met. The decision on revival will be made when the total equity of the Company is not less than the minimum capital which is required for societies anonymes or companies of another legal form. No such decision on revival of the Company can be made if the distribution of the Company's assets has started.

11. In the event that the Company has been dissolved because it was declared bankrupt and in the event that a the bankruptcy proceedings have ended due to final ratification of the reorganisation plan or of an agreement reached during a conciliation procedure or any other procedure for collective satisfaction of creditors, in accordance with the provisions of paragraph 1, article 164 of the Bankruptcy Code, the Company may be revived upon relevant decision of the General Meeting of the Company's Shareholders made by special majority and quorum.

#### ARTICLE 34

##### SALE OF THE COMPANY'S ASSETS BY MEMBERS OF THE BOARD OF DIRECTORS OR THEIR RELATIVES

1. Within the first two (2) years from the establishment of the Company, the acquisition of any assets at a price higher than one tenth (1/10) of the paid up share capital is strictly prohibited and it is considered to be void, when the sellers are founders, shareholders representing more than one twentieth (1/20) of the paid up share capital, members of the Company's Board of Directors, close relatives of the above mentioned persons, as specified in Annex A', L. 4308/2014, as well as companies which are controlled by the above mentioned persons. This also stands if the seller has acquired the asset about to be transferred from anyone of the above mentioned persons within the last twelve (12) months before the signing of the Articles of Association.

2. The acquisitions of assets mentioned in the previous paragraph are considered to be valid, in the event that the General Meeting has approved them beforehand and the assets which are transferred

to the Company have been evaluated, in accordance with the provisions of articles 17 and 18, L. 4548/2018. The interested parties should take all steps in order to publish the evaluation report.

3. The prohibition of the above paragraph 1 of this article shall not apply in case of acquisitions made within the scope of the Company's ordinary business transactions, acquisitions effected by virtue of decisions issued by administrative Authorities or court judgments or within the scope of procedures supervised by the said Authorities as well as acquisitions made on a regulated market (in the Stock Exchange).

4. Any person having a legitimate interest may claim that paragraph 1 is invalid. No such claim is allowed upon expiration of the two-year period of time from the end of the calendar year during which the assets falling within the scope of the provisions of paragraph 1 were acquired.

## CHAPTER 8

### PROHIBITIONS

#### ARTICLE 35

##### PROHIBITION ON SUBSCRIBING FOR OWN SHARES

1. The Company is strictly prohibited from subscribing for its own shares.
2. In the event that the Company's shares were subscribed for by a person who acts for himself/herself but not on behalf of the Company, it shall be deemed that such person has subscribed for the shares on his/her own behalf.
3. Upon establishment of the Company, the founders and in case of increase of the share capital, the members of the Board of Directors, are obliged to pay the value of the shares which were subscribed for

in violation of the provisions of this article. The above founders or members of the Board of Directors may be discharged from this obligation, if they can prove that they are not liable in any way whatsoever.

## ARTICLE 36

### PROHIBITION ON ACQUIRING OWN SHARES

1. Without prejudice to the principle regarding equal treatment of shareholders in the same position and without prejudice to the provisions regarding market manipulation, the Company may acquire, either itself or through a person who acts for himself/herself but on behalf of the Company, its own shares, which have already been issued, but only upon relevant approval of the General Meeting, specifying the terms and conditions for the anticipated acquisitions and particularly, the highest number of shares which may be acquired, the period of validity of such approval, which cannot exceed a period of twenty-four (24) months and in case of acquisition for a pecuniary consideration, the lowest and highest limits of the acquisition value. The decision of the General Meeting is subject to publicity formalities.

2. The members of the Board of Directors are deemed responsible for the acquisitions mentioned in the previous paragraph, which are made on the following terms and conditions:

a) the nominal value of shares which were acquired, including shares which had been acquired previously and are currently held by the Company and the shares which have been acquired by a person acting for himself/herself but on behalf of the Company, shall not exceed one tenth (1/10) of the paid up share capital,

b) the shares which were acquired, including the shares which had been acquired previously and are currently held by the Company and

the shares which have been acquired by a person acting for himself/herself but on behalf of the Company, cannot result in the decrease of the Company's equity below the value provided for in paragraph 1, article 159, L.4548/2018,

c) only shares which have been fully paid up can be acquired in this way.

3. The provisions of section a), paragraph 2 of this article shall not apply for shares which are acquired either by the Company itself or by a person acting for himself/herself but on behalf of the Company with the purpose of being distributed to the Company's personnel or to the personnel of the Company's affiliates, in accordance with the provisions of article 32, L. 4308/2014. The shares of the previous section shall be distributed according to the provisions of articles 113 and 114, L.4548/2018, within a deadline of twelve (12) months from the date of acquisition of the shares, while upon expiration of such deadline, the provisions of paragraph 5 of this article shall apply.

4. The provisions of paragraphs 1 and 2 shall not apply:

a) for shares which were acquired in implementation of a decision regarding decrease of the share capital or as a result of the purchase of shares,

b) for shares which were acquired upon transfer of all assets and liabilities,

c) for shares which were fully paid and which have been acquired without any pecuniary consideration or which have been acquired by banks and other credit institutions as a commission for the purchase,

d) for shares which were acquired based on an obligation deriving from the Law or by virtue of a court judgment with the purpose of protecting the minority shareholders, and particularly, in case of a merger, without prejudice to the provisions of paragraph 5, article 18, L. 4601/2019, regarding change of the Company's object or legal form,

transfer of the Company's registered head officer abroad or imposition of restrictions on the transfer of shares as well as for shares which were acquired with the purpose of satisfying the obligations of the Company deriving from a tradable bond loan,

e) for shares which were fully paid and acquired by way of an auction in the context of compulsory execution, which took place with the purpose of satisfying the Company's claim against the owner of such shares.

The acquisitions described in the above mentioned cases, including acquisitions made in accordance with the provisions of paragraphs 1 and 2 cannot result in the decrease of the Company's equity below the value provided for in paragraph 1, article 159. L. 4548/2018.

5. The shares which were acquired in cases b) – e), specified in the previous paragraph 4, must be transferred within a deadline of three (3) years maximum from the date of acquisition thereof, unless the nominal value of those shares, including the shares which may have been acquired by the Company through a person acting for himself/herself but on behalf of the Company, does not exceed one tenth (1/10) of the paid up share capital.

6. Any shares which shall not be transferred within the deadline specified in the previous paragraph 5 shall be cancelled. Such cancellation is made by decreasing the capital by the respective amount upon relevant decision of the General Meeting of the Company's Shareholders made by simple majority and quorum. In any case, the shares can be transferred upon expiration of the deadline specified in paragraph 5 hereinabove, but not later than the date of cancellation of the shares.

7. Any shares acquired in violation of the provisions of the previous paragraphs should be transferred within a period of one (1) year from



the date of acquisition thereof. Upon expiration of this deadline, the shares shall be cancelled and the capital shall be decreased respectively, according to the provisions of paragraph 6.

8. The ownership of own shares by the Company, either directly by the Company itself or through a person acting for himself/herself but on behalf of the Company, entails suspension of the rights deriving from such shares, as follows:

a) The right to participate and the right to vote in the General Meetings are suspended. These shares are not taken into account for ascertaining the necessary quorum.

b) The dividends corresponding to own shares increase the dividends of other shareholders.

c) In case of increase of the share capital, the pre-emption right corresponding to own shares will not be exercised and the right of the other shareholders is increased, unless the body who decided on the increase has decided that the said right should be transferred, partly or wholly, to persons who do not act on behalf of the Company. In the event that the share capital will be increased without payment of any contributions, the own shares will participate in such increase.

9. In the event that the Company has acquired its own shares, either itself or through a person acting for himself/herself but on behalf of the Company, the following information should be included in the annual report, i.e.:

a) the reasons why the acquisitions were made during the accounting year,

b) the number and the nominal value of shares which were acquired and transferred during the accounting year and the part of the share capital they represent,

- c) the value of the shares in case of acquisition or transfer for a pecuniary consideration, and
- d) the number and the nominal value of the total number of shares which are held by the Company and the part of the share capital they represent.

## ARTICLE 37

## PROHIBITION ON SECURING LOANS ETC.

## BY PLEDGING OWN SHARES

1. The Company is prohibited from taking its own shares and shares of the parent company as a pledge in order to secure loans granted by the Company or other liabilities of the Company. Such prohibition shall not apply for current transactions of credit institutions and other financing organisations.
2. In the event that shares of another Company that holds, directly or indirectly, the majority of voting shares of the Company are subscribed for or acquired or held, this is considered to have been done by the parent company itself. By derogation from the provisions of paragraph 1 of this article, the Company is allowed to acquire shares of the parent company only in those cases when the acquisition of own shares is allowed according to the provisions of article 49, L. 4548/2018.

## ARTICLE 38

## PROHIBITION OF COMPETITION

## (INCOMPATIBILITY ISSUE ETC.FOR MANAGERS OF THE COMPANY)

1. The members of the Board of Directors, who participate in any way whatsoever in the administration of the Company, and  
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the Company Managers are prohibited from being engaged in any business activities, without permission of the General Meeting, either on their own behalf or on behalf of third parties, if such business activities are related to Company's object. Furthermore, the above named persons are prohibited from participating as general partners or as sole shareholders or partners in companies with the same or similar object.

2. In case of culpable violation of the provision of the previous paragraph, the Company is entitled to ask for compensation. Instead of compensation, the Company shall be entitled to request that any actions which were performed on behalf of the Councillor or Manager should be considered to have been performed on behalf of the Company. In case of actions which were performed on behalf of a third party, the Company is entitled to claim remuneration for mediation services or to request that the claim for such remuneration should be assigned to the Company.

3. The above mentioned claims of the Company will be written off after one (1) year has elapsed from the date when the above actions were announced to the Board of Directors or from the date when the Company was notified of such actions. Nevertheless, the above mentioned claims of the Company will be written off after five (5) years have elapsed from the date when such violation was committed.

## ARTICLE 39

### TRANSPARENCY AND SUPERVISION OF TRANSACTIONS

#### WITH RELATED PARTIES

1. Any contracts concluded between the Company and the persons mentioned in paragraph 2, article 99, L. 4548/2018, as well as any guarantee or other security granted to third parties in favour of

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the above mentioned persons is strictly prohibited and it is absolutely void, without special permission of the Board of Directors or, in accordance with the provisions of article 100, L.4548/2018, as currently in force, of the General Meeting.

2. The permission for transactions concluded between the Company and related parties or for any guarantee and security granted to third parties in favour of the related parties is granted by the Board of Directors and it is valid for a period of six (6) months.

3. Within ten (10) days from the publication of the announcement according which the permission of the Board of Directors has been granted, shareholders representing one twentieth (1/20) of the share capital are entitled to request the convening of the General Meeting, which should make decision on this matter (whether it should give permission or not for transactions concluded between the Company and related parties). The contract concluded according to paragraph 1 of this article or any guarantee or other security granted upon permission of the Board of Directors shall be deemed to be valid only on the condition that the above mentioned deadline of ten (days) has elapsed fruitless or the relevant permission has been granted by the General Meeting or a written declaration of all shareholders has been made according to which they do not intend to request the convening of the General Meeting.

4. If the contract specified in article 1 of this article has been concluded or any guarantee or other security has been granted prior to the permission of the General Meeting, then such permission may be cancelled in the event that shareholders representing one twentieth (1/20) of the paid up share capital object thereto.

5. In case of transactions relating to a shareholder of the Company, such shareholder shall not participate in the voting of the General Meeting and he/she shall not be taken into account for the calculation

of the majority and quorum. Similarly, any other shareholders who are involved in a related party transaction with the above party according to the provisions of paragraph 2, article 99, L. 4548/2018 shall not participate in such voting.

6. The decision of the Board of Directors or of the General Meeting shall be made according to the report of the certified public accountant - auditor or of the audit firm or of another independent third party that assesses whether the transaction is fair and reasonable for the Company and the shareholders who are non-related parties, including the minority shareholders of the Company, and explains the assumptions on which such report is based and the methods applied for the drafting thereof.

7. The Board of Directors announces that a permission has been granted for the conclusion of a related party transaction either by the Board of Directors itself or by the General Meeting and furthermore, it announces that the deadline specified in article 3, article 100, L. 4548/2018 has elapsed fruitless. Such announcement is subject to publicity formalities prior to the completion of the transaction.

8. The announcement specified in paragraph 7 hereinabove contains the following information:

- a) the type of relationship of the Company with the related party,
- b) the date and the value of the transaction to be concluded,
- c) any other information which may be necessary in order to assess whether the transaction to be concluded is fair and reasonable for the Company and the persons who are non-related parties, including the minority shareholders. In case of listed societies anonymes, the above announcement shall be accompanied by the report specified in paragraph 6 of this article. Furthermore, any transaction concluded

between the related party and a subsidiary of the Company is subject to publicity formalities.

9. Any contracts concluded between the sole shareholder and the Company shall be entered in the Minutes of the General Meeting or of the Board of Directors or they shall be concluded in writing, otherwise they will be null and void.

## CHAPTER 9

### FINAL PROVISIONS

#### ARTICLE 40

As regards any other cases which are not provided for in these Articles of Association, the provisions of L. 4548/2018, as in force at any given time, shall apply.

True copy of the Codified Articles of Association of the Company  
under the name: “PLAISIO COMPUTERS COMMERCIAL AND  
INDUSTRIAL SOCIETE ANONYME, COMPUTERS & STATIONERY”,  
which is currently valid after the annual Ordinary General Meeting of  
the Company’s Shareholders, dated 08.06.2021.

Athens, 08.06.2021

The President of the Board of Directors and Managing Director

GEORGIOS GERARDOS

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APOSTILLE

(THE HAGUE CONVENTION, dated 05.10.1961)

1. Country: GREECE

This public document

2. has been signed by Ms. KANA MARIETTA (digitally signed)

3. acting in the capacity of an employee

4. bears the official seal of the General Secretariat for Commerce and Consumer Protection

This certificate is issued

5. in Athens

6. on 29.06.2021

7. by the Decentralised Administration of Attica

8. under Number : 20514

9. Official Seal: Hellenic Republic, Decentralised Administration of Attica

10. Signature: Ms. KOUTSOUNAKI ELEFThERIA

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Accurate translation of the attached document in Greek

Athens, 12.07.2021

Translator: ALEXANDRA KOUTRA