

## Resolutions of the Annual Ordinary General Meeting of the Shareholders

The Shareholders of the Société Anonyme under the name “**PLAISIO COMPUTERS SOCIÉTÉ ANONYME**” and with distinctive title “**PLAISIO COMPUTERS S.A.**” (for the sake of brevity hereinafter referred to as the “Company”), announces that on **the 8<sup>th</sup> of June 2021, day of the week Tuesday at 17:00**, was held from distance in real time **via teleconference and without the physical presence of the shareholders at the place of its meeting**, the Annual Ordinary General Meeting of its shareholders, in which the shareholders participated in person or by proxy, representing **19.625.176 common, registered shares and equal voting rights, namely representing a percentage of 88,90% of total 22.075.665 shares and equal voting rights of the Company.**

The Annual Ordinary General Meeting of the shareholders of the Company adopted the following resolutions on the items of the daily agenda, as these resolutions are presented on the basis of the results of the vote procedure per item, pursuant to the provisions of par. 2 of article 133 of Law 4548/2018, which have been posted in the lawfully registered webpage of the Company ([www.plaisio.gr](http://www.plaisio.gr)).

**Regarding the 1<sup>st</sup> item** the General Meeting of the shareholders **unanimously** approved the annual Financial Report of the Company as well as of the Group of Companies of the 32<sup>nd</sup> fiscal year which ended on 31.12.2020 which was accompanied by the annual Financial Statements (company and consolidated) as well as the relevant annual Reports of the Board of Directors and of the Auditors for the said fiscal year, which have been drafted in accordance with the applicable legal framework and have been published both with the post on the address of the Company’s webpage which is lawfully recorded in G.E.MH ([www.plaisio.gr](http://www.plaisio.gr)), as well as with its shipment to the Regulated Market, in which are listed the shares of the Company, as well as to the Hellenic Capital Market Commission. Finally, in accordance with the provisions of sentence i’ of article 44 of Law 4449/2017, as in force, **the Annual Report of the Facts of the Audit Committee for the fiscal year 2020 was submitted and read to the corporate body of the shareholders, who participated in the meeting via teleconference.**

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 2<sup>nd</sup> item** the General Meeting of the shareholders approved **unanimously** the disposal of the profits of the 32<sup>nd</sup> fiscal year 2020 (01.01.2020 – 31.12.2020) and in particular approved the distribution (payment) of dividend from the profits of the closing fiscal year of a total amount 1.103.783,25 Euro (gross amount), namely the amount of 0,05 Euro per share (gross amount), which is subject to the corresponding 5% tax withholding (0,0025 Euro per share) and therefore the final amount to be paid shall amount to 0,0475 Euro per share. Beneficiaries of the above dividend are the shareholders of the Company who were registered in the records of the Dematerialized Securities System (D.S.S.) on Wednesday, June 23 2021 (record date).

As the ex-dividend date was set out the 22<sup>nd</sup> of June 2021, in accordance with article 5.2 of the Athens Exchange Group Regulation.

The payment of dividend shall commence on Tuesday, June 29 2021 and shall be carried out through the Banking Société Anonyme under the name “Eurobank Société Anonyme”.

Under the same resolution which was adopted **unanimously**, the General Meeting of the shareholders granted to the Board of Directors the authorization for the proper and timely implementation and completion of the resolution which was adopted today regarding the distribution (payment) of dividend.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 3<sup>rd</sup> item** the General Meeting shareholders approved **unanimously** the overall management which took place during the fiscal year which ended on 31.12.2020 as well as the discharge of the Chartered Auditors-Accountants from any liability for the facts and the management in general of the closing 32<sup>nd</sup> fiscal year 2020 (01.01.2020 – 31.12.2020), as well as the annual Financial Statements of the said year.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 4<sup>th</sup> item** the General Meeting of the shareholders approved **by majority**, following a relevant proposal of the Audit Committee, the election of the Audit Firm under the name “BDO CERTIFIED PUBLIC ACCOUNTANTS SOCIÉTÉ ANONYME” which is registered with the Public Registry pursuant to article 14 of Law 4449/2017 (Registration Number in the Institute of Certified Public Accountants of Greece – S.O.E.L. 173), for the carrying out of statutory audit of the annual and the semi-annual Financial Statements (company and consolidated) for the current fiscal year 2021 (01.01.2021 – 31.12.2021), as well as for the issue of the annual tax certificate and the tax compliance report of the Company for the fiscal year 2021, pursuant to the provisions of article 65A of Law 4174/2013.

Under the same resolution which was adopted **by majority**, the General Meeting of the shareholders granted to the Board of Directors of the Company the authorization to proceed with the final agreement with the aforementioned Audit Firm regarding the amount of its remuneration for the delegated audit and the issue of the tax certificate, as well as to send the relevant notification-mandate in writing to the elected Audit Firm within five (5) days from the date of its election.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.599.041

Number of votes against: 26.135

Number of abstentions (declared being “present”): 0

**Regarding the 5<sup>th</sup> item** the General meeting of the shareholders firstly approved **by majority** the remuneration, salaries, compensations and the other provisions in general, which were paid to the members of the Board of Directors for the services which they provided to the Company during the precedent fiscal year 2020 (01.01.2020 – 31.12.2020), secondly the General meeting of the shareholders approved in advance **by majority** the remuneration, salaries, compensations and the other provisions in general, which will be paid to the members of the Board of Directors during the current fiscal year 2021 (01.01.2021 – 31.12.2021) and which are consistent with the principles and rules of the existing Remuneration Policy, while it also granted the relevant authorization for the payment in advance of the aforementioned remuneration until the following Ordinary General Meeting, in accordance with the provisions of article 109 of Law 4548/2018, as in force.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.618.934

Number of votes against: 6.242

Number of abstentions (declared being “present”): 0

**Regarding the 6<sup>th</sup> item** the General Meeting of the shareholders **unanimously** voted in favor of the Remuneration Report, which has been drafted in accordance with the provisions of article 112 of Law 4548/2018, included the complete overview of total remuneration of the members of the Board of Directors, including the Chief Executive Officer (one or/and more than one), and explains how the Remuneration Policy of the Company was implemented for the immediately prior financial year.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 7<sup>th</sup> item** and under the direct, substantial and effective compliance and harmonization of the Company with the requirements and regulations of Law 4706/2020 (Government Gazette Issue A’, No. 136/17.07.2020) about corporate governance and in particular with the conditions and criteria of independency as well as the provisions of conformity, diversity and adequate representation per gender in the Board of Directors, approved **by majority** the election of the new six-member Board of Directors by re-electing Messrs.: 1) Georgios Gerardos son of Konstantinos and 2) Konstantinos Gerardos son of Georgios from its outgoing members, as well as by electing Messrs.: 1) Aikaterini Vasilaki daughter of Dimitrios, 2) Apostolos Tamvakakis son of Stavros, 3) Alexios Pilavios son of Andreas and 4) Konstantinos Mitropoulos son of Sotirios, as its new members.

Following the above, the Board of Directors of the Company, for a term of office of five years in accordance with the provisions of par. 3 of article 10 of the Articles of Association, namely for a term of office until 08.06.2026, which may be extended until the expiry of the time-limit within which the next Ordinary General Meeting of the shareholders shall convene and until the adoption of the relevant resolution, shall consist of the following members:

- 1) Georgios Gerardos son of Konstantinos,
- 2) Konstantinos Gerardos son of Georgios,
- 3) Aikaterini Vasilaki daughter of Dimitrios,
- 4) Apostolos Tamvakakis son of Stavros,
- 5) Alexios Pilavios son of Andreas and
- 6) Konstantinos Mitropoulos son of Sotirios.

Under the same resolution which was adopted **by majority** appointed as independent members of the Board of Directors of the Company Messrs.: 1) Apostolos Tamvakakis son of

Stavros, 2) Alexios Pilavios son of Andreas and 3) Konstantinos Mitropoulos son of Sotirios, since they fulfill all independency conditions and criteria required by the existing regulatory framework (and in particular by both article 4 par. 1 of Law 3016/2002, in force until 17.07.2021 and in particular article 9 par. 1 and 2 of Law 4706/2020).

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.605.283

Number of votes against: 19.893

Number of abstentions (declared being “present”): 0

**Regarding the 8<sup>th</sup> item** the General Meeting of the shareholders adopted a resolution **by majority**, in accordance with the provisions of article 44 of Law 4449/2017, regarding the election of the new three-member Audit Committee, which shall constitute the Committee of the Board of Directors and shall consist of its three (3) non-executive members, which shall be, as a whole, independent from the Company, in accordance with the provisions of the existing legislative and regulatory framework in general.

It was decided that the term of office of the Audit Committee shall coincide with the term of office of the Board of Directors of the Company, which was elected by the present Ordinary General Meeting, namely to be for five years, commencing on 08.06.2021 and ending 08.06.2026, which may be extended until the expiration of the deadline within which the next Ordinary General Meeting of the shareholders shall convene and until the adoption of the relevant resolution.

The members of the Audit Committee shall be appointed by the Board of Directors in accordance with article 44 par. 1 sentence c’ of Law 4449/2017, as in force, while following the appointment of its members, the Committee shall constitute as a body for the purpose of the election of the Chairman among its members.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.599.041

Number of votes against: 26.135

Number of abstentions (declared being “present”): 0

**Regarding the 9<sup>th</sup> item** the General Meeting of the shareholders approved **unanimously** the Suitability Policy for the members of the Board of Directors of the Company, which was prepared in accordance with the provisions of article 3 of Law 4706/2020 and the guidelines of the Hellenic Capital Market Commission, as particularly described in its Circular with number 60/18.09.2020.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 10<sup>th</sup> item** the General Meeting of the shareholders **unanimously** on the provision-granting authorization, pursuant to the provisions of article 98 par. 1 of Law 4548/2018, to the members of the Board of Directors and the Managers of the Company, so that they are able to participate in Board of Directors or in the management of other companies which belong to the Group of Companies (existing or/and future) which seek for any similar or relevant objects and to proceed with actions which are included in the objects pursued by the Company.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 11<sup>th</sup> item** the General Meeting of the shareholders **unanimously** approved the establishment of a purchase of own shares of the Company programme, in accordance with the provisions of article 49 of Law 4548/2018, as in force, and in particular approved the purchase of maximum 2.207.567 common, registered share, which correspond to a 10% of total shares of the Company existing today, with a purchase price range of 2,25 € per share (minimum limit) and 7,00 € per share (maximum limit), within a time period of twenty four (24) months from the date of adoption of the present resolution, namely until 08.06.2023.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 12<sup>th</sup> item** the General Meeting of the shareholders **unanimously** approved the amendment of article 2 of the Articles of Association of the Company, under the exact form as it has been announced in a draft version by the Company.

Number of the shares for which votes have been validly cast: 19.625.176

Share capital percentage: 88,90%

Total number of valid votes: 19.625.176

Number of votes in favor: 19.625.176

Number of votes against: 0

Number of abstentions (declared being “present”): 0

**Regarding the 13<sup>th</sup> item** certain announcements by the Chairman took place regarding the results and the course of the Company in general and took place a brief relevant presentation with audiovisual material.