



ANNUAL REMUNERATION REPORT 2021

pursuant to article 112 of Law 4548/2018

“PLAISIO COMPUTERS S.A.”

MAY 2022

G.E.MI. NUMBER: 121561160000

MAGOULA OF ATTICA (THESSI SKLIRI)

1. Introduction

I. The present Remuneration Report (hereinafter referred to for brevity reasons as the «Report») has been drafted pursuant to the provisions of article 112 of Law 4548/2018, in accordance with the Guidelines issued by European Commission on the 1st of March 2019 on the standardized presentation of the Remuneration Report under Directive 2007/36/EC, as amended by Directive (EU) 2017/828.

II. The Report reflects the total amount of remuneration of the members of the Board of Directors (hereinafter for brevity reasons the «BoD») and explains, for the information of the Company's shareholders, particular implementation for the closing fiscal year 2021 (01.01.2021 – 31.12.2021) of the Remuneration Policy (hereinafter referred to for brevity reasons the «Policy») of the Anonymous Company (Société Anonyme) under the corporate name «PLAISIO COMPUTERS S.A.» with the distinctive title «PLAISIO COMPUTERS S.A.» (hereinafter for brevity reasons the «Company»).

III. In compliance with the provisions of articles 110 and 111 of Law 4548/2018 the Company has established the Remuneration Policy, applied to all BoD members, as approved by majority with the resolution of the annual Ordinary General Meeting of the shareholders as of the 23rd May of 2019, having effect for four (4) years from its approval. Remuneration Policy since approval is posted in the Company's website.

IV. The present Report, that contains a comprehensive overview of the total remuneration regulated by the Remuneration Policy of the Company, for the closing fiscal year of 2021 (01.01.2021 - 31.12.2021), is about to be submitted for discussion to the annual Ordinary General Meeting of the shareholders of the Company, called for the 14th June 2022 and is included as an item (namely Item no 7) of the daily agenda.

V. During the closing corporate year the Annual General Assembly of the shareholders of the 8th of June 2021 has elected a new 6-member Board of Directors with a five year service, i.e. until 08.06.2026, with the ability to be extended until the end of the deadline within which the next Ordinary General Assembly must meet and until the end of the relevant decision, constituted from the members below:

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

Simultaneously with that decision the Annual General Assembly of the shareholders appointed as independent members of the Board of Directors of the Company the Messrs.: 1) Apostolos Tamvakakis

son of Stavros, 2) Alexios Pilavios son of Andreas and 3) Konstantinos Mitropoulos son of Sotirios, which they fulfill all independency conditions and criteria required by the existing regulatory framework and in general the framework, conditions and independency criteria.

VI. During the closing corporate year of 2021 and in relation to the newly elected Board of Directors of the Company no deviations were detected in regard to the approved Remuneration Policy and the circumstances above did not affect the remuneration of the members of the BoD that are included in its field of application.

2. Total remuneration of the members of Board of Directors

I. In **Table 1** the total remuneration of BoD members for the fiscal years 2020 and 2021 can be seen.

II. Remuneration is presented in gross amounts.

III. No other fee or compensation has been granted or paid in any way in the closing corporate year of 2021 to the BoD members.

Table 1**Total remuneration to the members of the Board of Directors for the closing fiscal year 2021 (01.01.2021 -31.12.2021).**

Name/Surname Position of the member of BoD	Fiscal Year	1 Fixed Remuneration			2 Variable Remuneration		3 Extraordin ary issues	4 Company's contribution in pension schemes	5 Total Remunera tion	6 Proportion between fixed and variable remuneration
		Annual Basic Salaries	Compensati on for participation in Committees	Benefits	Performan ce within this year	Performance in the following years				
Gerardos Georgios President of the BoD Executive member ¹	2021	190.453,10		9.755,76				200.208,86	100% / 0%	
	2020	154.687,44		9.755,77				164.443,21	100% / 0%	
Gerardos Konstantinos CEO, Executive member ²	2021	177.812,37		9.076,06				186.888,43	100% / 0%	
	2020	126.562,41		7.042,42				133.604,83	100% / 0%	
Tamvakakis Apostolos, Vice-President of the BoD, Independent Non-Executive member ³	2021	17.500,00	8.750,00					26.250,00	100% / 0%	
	2020							0,00		
Vasilaki Aikaterini Executive member ⁴	2021	81.074,94		1.159,70				82.234,64	100% / 0%	
	2020							0,00		

¹ Mr. Gerardos Georgios served as President of BoD and CEO (executive member) for the year 2020 and afterwards until 08.06.2021 and received remuneration for both positions, while after 08.06.2021 holds only the position of President of the BoD, in the basis of which he is compensated.

² Mr. Gerardos Konstantinos served as Vice-President of the BoD and CEO (executive member) for the year 2020 and afterwards until 08.06.2021 and received remuneration for both positions, while after 08.06.2021 holds only the position of the CEO, in the basis of which he is compensated.

³ Mr. Tamvakakis Apostolos holds the position of Vice-President of the BoD (independent non-executive member) from 08.06.2021, he is a member of the Audit Committee and member of the Remuneration and Nomination Committee.

⁴ Mrs. Vasilaki Aikaterini holds the position of executive member of the BoD from 08.06.2021.

Pilavios Alexios Independent Non-Executive member ⁵	2021	14.583,33	11.666,67						26.250,00	100% / 0%
	2020								0,00	
Mitropoulos Konstantinos Independent Non-Executive member ⁶	2021	14.583,33	11.666,67						26.250,00	100% / 0%
	2020								0,00	
Liaskas Georgios Executive member ⁷	2021								0,00	
	2020								0,00	
Mavrou Antiopi - Anna Non-Executive member ⁸	2021								0,00	
	2020								0,00	
Karagounis Filippos Independent Non-Executive member ⁹	2021								0,00	
	2020								0,00	
Klis Ilias Independent Non-Executive member ¹⁰	2021								0,00	
	2020								0,00	

⁵ Mr. Pilavios Alexios holds the position of independent non-executive member of the BoD from 08.06.2021, he is President of the Audit Committee from and a member of the Remuneration and Nomination Committee.

⁶ Mr. Mitropoulos Konstantinos holds the position of an independent non-executive member of the BoD from the 08.06.2021, he is a member of the Audit Committee and President of the Renumeration and Nomination Committee.

⁷ Mr. Liaskas Georgios served as an independent non-executive member of the BoD for the year 2020 and afterwards until 08.06.2021.

⁸ Mrs. Mavrou Antiopi-Anna served as a non-executive member of the BoD for the year 2020 and afterwards until 08.06.2021 and member of the Audit Committee for the same period.

⁹ Mr. Karagounis Filippos served as an independent non-executive member of the BoD for the year 2020 and afterwards until 08.06.2021 and President of the Audit Committee for the same period.

¹⁰ Mr. Klis Ilias served as an independent non-executive member of the BoD for the year 2020 and afterwards until 08.06.2021 and member of the Audit Committee for the same period.

Gross Remuneration	Δ 2018 - 2017	Δ 2019 - 2018	Δ 2020 - 2019	Δ 2021 - 2020 ⁽¹⁾
Turnover (Company)	8%	2%	12%	23%
EBT (Company)	-17%	-51%	13%	212%
Turnover (Group)	8%	3%	12%	23%
EBT (Group)	-16%	-51%	20%	207%
Total annual remuneration of the member of the BoD ⁽¹⁾	0%	0%	0%	84%
Average gross remuneration of employees ⁽²⁾	2%	2%	1%	0%

¹ The remuneration of the members of the Board of Directors presents high percentage difference, due to the fact that the new members receive remuneration while the previous members performed their duties without receiving a compensation.

² The average remuneration for the employees includes the basic annual wage, the overtime, the annual bonuses and every other extraordinary remuneration for all the employees of the Company, excluding the members of the Board of Directors. For the year of 2021, the average gross remuneration of the employees during the period that stores operated normally was taken into account.

3. Details on the implementation of performance criteria and compliance with the Company's Remuneration Policy

During the closing fiscal year 2021, remuneration of BoD members, pursuant to the provisions defined in the approved Remuneration Policy of the Company as above, was in particular as follows:

3.1 Executive Members of the Board of Directors

3.1.1 Agreements between the Company and members of the Board of Directors

During the closing fiscal year 2021, the Company had agreements with all the Executive members of the BoD. Concerning the President of the BoD the agreement was a contract of paid command.

Regarding the contracts of labor, it is noted for purposes of completeness that they are of indefinite duration including provisions for the periods of notice, termination of contract etc., or, in the absence of a specific condition, the applicable labor legislation is in force.

During fiscal year 2020, there were not such cases (termination of contract and payment of compensation etc.), neither events that are connected to the abnormal evolvement any of the above mentioned contractual relationships (paid command and labor) took place.

3.1.2 Fixed Remuneration of Executive Members of the Board of Directors

I. The components considered for the determination of fixed remuneration of the executive BoD members are the following:

- (a) extent and weight of undertaken responsibility,
- (b) the theoretical expertise and their academic background,
- (c) the long term and recognized professional experience on the fields of Company's activities,
- (d) the extent of their responsibility regarding the corporate affairs as well as their co-responsibility (objectively by the above capacity),
- (e) their specialized role in relation to the orderly operation and development of the Company in the context of forwarding the corporate purposes, interests and activities.

Furthermore, the responsibilities and operational receivables in relation to the size of the Company were evaluated together, the extent of its activities and the constantly improving financial results, the high reputation and recognition that holds on the market and the, due to those reasons, indefatigable need to hold on positions of responsibility persons that have specialized skills and significant professional experience.

II. The total fixed remuneration that were paid during the above mentioned on the Table 1 presented a rational increase in comparison to the year of 2020, and were comparable to those of businesses that exercise similar activities and the shares of which are added on a regulated market.

III. In accordance with the specific provisions as defined in the Company's Remuneration Policy, the Company has not established for the executive members of BoD:

- (a) pension schemes, with the exception of covering the statutory social-security contributions,
- (b) early retirement scheme or scheme of supplementary pension,
- (c) stock option programs,
- (d) other programs that provide incentives.

IV. The Executive members of the BoD holding Management positions in the Company did not received remuneration for their participation in the BoD, while that specific participation is included in the context of their duties according to the contractual relationships that hold with the Company.

3.1.3 Variable remuneration of Executive Members of the Board of Directors

During the closing fiscal year 2021, was not paid to the executive BoD members remuneration related to the achievement of performance objectives concerning on the one hand the executive members of the

BoD themselves and the Company on the other. It is clarified that despite the decision taken by the annual Ordinary General Assembly of the 8th June 2021 for the capability of supplementary remuneration, which, in any case, cannot exceed the 25% of the annual remuneration of the executive members of the BoD, in the beginning of the financial year 2021, the Company did not set such goals and as a consequence the Company did not evaluate their achievement and this has happened for the further strengthening of the capital base of the Company and considering the market conditions.

3.2. Non-executive members of the Board of Directors

I. According to the Company's Remuneration Policy, non-executive members receive compensation for participation in the BoD meetings and its Committees.

For deciding the remuneration to the non-executive members the complexity - broadness of their duties, experience and particular expertise, time and in particular time dedicated to BoD meetings and the performance of the duties assigned and participation in Committees of the BoD (Audit Committee or/and Remuneration and Nomination Committee) is taken into account.

II. The remuneration was pre-approved by the competent corporate body, namely by the Ordinary General Meeting of the shareholders of the Company, are paid in cash and it is subject to the provided deductions pursuant to the tax and insurance legislation in force.

III. The annual Ordinary General Assembly of the Shareholders of the Company of the 8th June 2021 approved by majority the annual remuneration amounting to 45.000,00 Euro per member (gross amount) at most.

IV. The non-executive members do not participate in pension plans, allowances or long term incentives and they are not granted extra remuneration (bonus), stock option plans or compensation depending on their performance.

4. Remuneration of the members of the Board of Directors by other companies of the Group pursuant to the provisions of article 32 of Law 4308/2014

The members of the Board of Directors do not receive any remuneration or compensation from the rest of the companies of the Group.

5. Remuneration in shares and/or stock option

During the closing fiscal year 2021 the Company did not grant or offer BoD members shares or stock options, nor BoD members exercised stock options under an approved program of distribution of Company's shares or any other program.

6. Use of the recoverability of variable remuneration

During the closing fiscal year 2021 the right for recovery of variable remuneration, as described in the approved Remuneration Policy has not been exercised.

7. Digressions and deviations of Company's approved Remuneration Policy

The content of the present Remuneration Report is fully complied with the Remuneration Policy as approved by the annual Ordinary General Meeting of the shareholders of the Company as of 23rd of May 2019.

8. Compliance with personal data provisions

I. In compliance with par. 5 of article 112 of Law 4548/2018, in the present Report are not included special categories of personal data within the meaning of article 9 par. 1 of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27th of April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC, nor personal data concerning the marital or family status of BoD members.

II. Personal Data of the Company's BoD members referred to the present Report are included under article 112 of Law 4548/2018 for the purpose of increase of corporate transparency with regard to the remuneration of the BoD members.

9. Information on the way that it was taken into account by the BoD the result of the voting on the Remuneration Report for the financial year 2020

During the annual General Assembly of the Shareholders of the Company on 8th of June of 2021 it was submitted for discussion and voting the Remuneration Report of the financial year 2020 in accordance with the paragraph 3 of article 112 of Law 4548/2018.

The consulting vote of the shareholders **was unanimously positive**, which is a fact that confirms, on one hand, the rational and proper nature of the paid remuneration, on the other hand, the alignment of those with the mid-long term corporate interest.

10. Disclosure of the Report – Other

I. The present Report, following the completion of the Ordinary General Meeting of the 14th June 2022, will be available without delay to the public on the website of the Company at no charge under diligence and responsibility of the BoD, where it will remain posted for a time period of ten (10) years, as required by law.

Magoula, May 2022
For the Board of Directors