

**DRAFT DECISIONS / RECOMMENDATIONS OF THE BOARD OF DIRECTORS OF
ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.
DISTINCTIVE TITLE “ELVALHALCOR S.A.”
GENERAL COMMERCIAL REGISTER (G.E.MI.) NR.: 303401000
ON THE ITEMS OF THE SHAREHOLDERS’ ORDINARY MEETING AGENDA
OF MAY 23, 2024
(Article 123 par. 4 of L. 4548/2018, as in force)**

Item 1: Presentation and approval of the annual and consolidated financial statements of the financial year 2023 (01.01.2023 – 31.12.2023), along with the relevant reports of the Board of Directors and of the chartered auditors.

Required quorum: 1/5 of the Company’s paid up capital.

Required majority: >50%+1 of the votes represented at the General Meeting.

The General Meeting is called to approve the Annual Financial Statements of the Company and the Group for the financial year 2023 (01.01.2023 – 31.12.2023) which were approved by the Board of Directors on 05.03.2024, the Annual Report of the Board of Directors, concerning the financial year 2023 (01.01.2023 – 31.12.2023), which were prepared based on the financial records of the Company provided by the management according to the International Financial Reporting Standards (IFRS) and the Report of the Chartered Auditor, Mr. Socratis Leptos-Bourtzis of the Audit Firm “PriceWaterhouseCoopers”.

The Annual Financial Statements, the Annual Report of the Board of Directors and the Chartered Auditor’s Report for the financial year 2023 (01.01.2023 – 31.12.2023) have been included in the Annual Financial Report of the Company for the financial year 2023 (01.01.2023 – 31.12.2023) and are available on the Company’s website (www.elvalhalcor.com) and on the website of the “Hellenic Exchange – Athens Stock Exchange S.A.” (ATHEX). The aforementioned will be filed to the General Commercial Registry (GEMI) pursuant to the provisions of articles 13 and 149 of L. 4548/2018, within twenty (20) days from their approval by the Ordinary General Meeting.

The Board of Directors unanimously proposes to the General Meeting to approve the Annual Financial Statements (company and consolidated) of the Company for the financial year 2023 (01.01.2023 – 31.12.2023), along with the relevant reports of the Board of Directors and the Chartered Auditor.

After voting, the General Meeting approves the Annual Financial Statements along with the Annual Report of the Board of Directors and the Chartered Auditor's Report for the financial year 2023 (01.01.2023 – 31.12.2023), by votes, i.e. by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 2: Approval of the distribution of part of the undistributed profits of previous years.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: >50%+1 of the votes represented at the General Meeting.

Taking into consideration the results of the financial year 2023, the Board of Directors unanimously proposes the approval by the General Meeting of the distribution of part of the undistributed profits of previous years, as follows: (a) dividend in favor of the Company's shareholders, amounting to €0,04 per share (375.241.586 shares by €0,04 per share) and (b) an amount of €1.458.405 to twenty-two (22) executives – employees, including three (3) executive members of the Board of Directors.

The Board of Directors unanimously proposes to the General Meeting to approve the distribution of part of the undistributed profits of previous years, as above.

It is noted that the final dividend amount to be paid per share will be subject to withholding tax according to the law on behalf of the shareholder, i.e. after the deduction of the withholding tax, amounting to €0,002 per share, the net payable dividend per share amount is set to €0,038 per share.

June 25th, 2024, is proposed as cut-off date, June 26th, 2024, as record date and July 1st, 2024, as the date on which the payment of dividend will commence.

Finally, the General Meeting is also called to authorize the Board of Directors for the settlement of all procedural issues, related to the implementation of the above decisions.

After voting, the General Meeting approves the distribution of part of the undistributed profits of previous years according to the above (dividend etc.) and grants the relevant authorization to the Board of Directors, by votes, i.e. by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 3: Approval, pursuant to article 108 of L. 4548/2018, of the overall management having taken place during the financial year 2023 (01.01.2023 – 31.12.2023) and release, pursuant to article 117 of L. 4548/2018, of the statutory auditors for the financial year 2023 (01.01.2023 – 31.12.2023).

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The annual financial statements show, in a true and accurate manner, the assets and liabilities, the net worth and the total income statement figures of the Company as well as such of the companies included in the consolidation, as a whole.

As a result, the General Meeting is called to approve, in accordance with article 108 of L. 4548/2018, as in force, the overall management of the Company and the discharge of the Chartered Auditors, who audited the financial statements of the financial year 2023 (01.01.2023 – 31.12.2023) from any liability for damages related to the above same financial year.

The Board of Directors unanimously proposes to the General Meeting to approve, in accordance with article 108 of L. 4548/2018, as in force, the overall management of the Company and the discharge of the Chartered Auditors, who audited the financial statements of the financial year 2023, according to article 117 of L. 4548/2018 from any liability for damages related to the financial year 2023.

After voting, the General Meeting approves the overall management of the Company for the financial year 2023 (01.01.2023 – 31.12.2023) and releases the Chartered Auditors from any liability for compensation for the financial year 2023 (01.01.2023 – 31.12.2023) by votes, i.e. by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 4: Approval of the remuneration and compensation paid to the members of the Board of Directors and to the committees of the Board of Directors for the financial year 2023 (01.01.2023 – 31.12.2023) and approval of advance payment of remuneration and compensation to members of the Board of Directors for the financial year 2024 (01.01.2024 – 31.12.2024) and for the time period until the following Ordinary General Meeting according to article 109 of L. 4548/2018.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The Board of Directors unanimously recommends to the General Meeting to approve the remuneration and fees paid to the members of the Board of Directors during the financial year 2023, amounting to a gross total of €260.503.

Furthermore, the Board of Directors, following a relevant recommendation of the Remuneration and Nomination Committee, unanimously proposes to the General Meeting the approval of the advance payment of the following remuneration and compensation to the members of the Board of Directors during the current financial year 2024 and for the time period until the following Ordinary General Meeting in 2025, pursuant to article 109 of L. 4548/2018, as now in force, which will amount up to a total gross amount of 360.000 euros, and in particular:

- a gross amount of 6.000 euros yearly to each member of the Board of Directors for his/her participation in the Board;
- a gross amount of 14.000 euros yearly to each non-executive member of the Board of Directors for the performance of his/her duties pursuant to article 7 of L. 4706/2020;
- a gross amount of 25.000 euros yearly to each member of the Audit Committee;
- and a gross amount of 20.000 euros yearly to each member of the Remuneration and Nomination Committee; and
- and a gross amount of 6.000 euros yearly for the Senior Independent non-executive Director, for the fulfilment of his/her duties deriving from the corporate governance code adopted and applied by the Company (Hellenic Corporate Governance Code issued by the H.C.G.C. of June 2021, special practice par. 2.2.21 – 2.2.23).

Therefore, the General Meeting is called to approve the advance payment of the above gross remuneration/fees of the members of the Board of Directors during financial year 2024, pursuant to article 109 of L. 4548/2018, as now in force.

It is noted that the above gross remuneration/ fees of the members of the Board of Directors for the financial year 2024 are compatible with the principles and rules of the Company's Remuneration Policy that was revised by the Company's Ordinary General Meeting of Shareholders on May 24th, 2023.

After voting, the General Meeting approves the remuneration/fees paid to the members of the Board of Directors and the committees thereof during the financial year 2023 (01.01.2023 – 31.12.2023) and pre-approves the payment of the above remunerations/fees to the members of the Board of Directors for the financial year 2024 and for the time period until the following Ordinary General Meeting in 2025, by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

<p>Item 5: Presentation – approval of the Remuneration Report of the financial year 2023 (01.01.2023 – 31.12.2023) (article 112 of L. 4548/2018).</p>
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Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The General Meeting is called to discuss on and approve, with advisory vote, the Company's Remuneration Report for the financial year 2023, which is provided for in article 112 of L. 4548/2018, as in force, which includes a comprehensive overview of the overall remuneration, governed by the Company's approved Remuneration Policy, and, according to the document of the Hellenic Capital Market Commission entitled "Questions and answers regarding the provisions of articles 1 – 24 of L. 4706/2020 on corporate governance" (prot. nr. 1591/05.07.2021, nr. 18, & nr. 428/21.02.2022, nr. 22), includes separately for each member of the Board of Directors of the Company their remuneration as a member of the Board of Directors, their remuneration as a member of a committee of the Board of Directors, i.e. the Audit Committee and/or the Remuneration and Nomination Committee (according to par. 2.4.4 of the Hellenic Code of Corporate Governance issued by the H.C.G.C. of June 2021, applied by the Company), their remuneration for any ad hoc services they may have provided, any benefits by type, the regular remuneration and the extraordinary remuneration related to performance, for the executive members of the Board of Directors. The Company's Remuneration Report, drafted by the Board of Directors, on the final draft of which the Remuneration and Nomination Committee of the Company has provided its agreement, according to article 11 par. C of L.4706/2020, and audited, as provided by Law, by the Company's Chartered Auditor who has ascertained that all information, provided for in article 112 of L. 4548/2018, as in force, is included in the Remuneration Report, which shall be available on the Company's website (www.elvalhalcor.com) after the General Meeting, as provided in Law, and is as follows:



ELVALHALCOR

HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.

Remuneration Report of the Financial Year 2023

(Pursuant to article 112 of L.4548/18, as in force)

ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.
G.C. REGISTRY: 303401000
SEAT: 2-4 Mesogeion Avenue, Athens Tower

1. Preparation Framework

This report is prepared pursuant to article 112 of L.4548/18 as in force and in accordance with the principles of the Remuneration Policy of ELVALHALCOR S.A. (the “*Company*”) and relates to the financial year 2023 (01.01.2023 – 31.12.2023).

2. Remuneration of the Members of the Board of Directors, General Managers and Deputy General Managers

For the period 01.01.2023 – 31.12.2023 the following amounts were paid by the Company for fees of (a) the members of the Board of Directors and (b) the General Managers and their deputies (non-BoD members) as presented in the following page:

TABLE 1											
Amounts in EUR	PERIOD	GROSS REMUNERATION FROM THE PARENT FOR BoD	GROSS REMUNERATION FROM THE PARENT FOR COMMITTEES	REMUNERATION FROM EMPLOYMENT AGREEMENT FROM THE PARENT	PROFIT DISTRIBUTION FROM THE PARENT	OTHER BENEFITS FROM THE PARENT	GROSS REMUNERATION FROM SUBSIDIARIES	CONSULTING FEES (FROM SUBSIDIARIES)	PROFIT DISTRIBUTION FROM SUBSIDIARIES	OTHER BENEFITS FROM SUBSIDIARIES	TOTAL
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
BoD MEMBER											
Michael N. Stassinopoulos Chairman, Non-Executive Member	01.01.2023 - 31.12.2023	20,000	-	-	-	-	-	-	-	-	20,000
Dimitrios Kyriakopoulos, Vice-Chairman, Executive Member	01.01.2023 - 31.12.2023	-	-	-	-	7,589	-	-	237,843	1,000	246,432
Nikolaos Karabateas, Executive Member	01.01.2023 - 31.12.2023	-	-	342,078	117,000	22,863	-	-	-	-	481,941
Panagiotis Lolos, Executive Member	01.01.2023 - 31.12.2023	-	-	266,189	70,200	19,793	-	-	-	-	356,182
Konstantinos Katsaros, Executive Member	01.01.2023 - 31.12.2023	6,000	-	-	190,320	12,710	-	-	-	308	209,338
Elias Stassinopoulos, Non-Executive Member	01.01.2023 - 31.12.2023	-	-	-	-	-	-	-	-	-	-
Christos-Alexis Komninos, Non-Executive Member	01.01.2023 - 31.12.2023	-	-	-	-	-	-	-	-	-	-
Aikaterini-Nafsika Kantzia Non-Executive Member	01.01.2023 - 31.12.2023	20,000	23,333	-	-	-	-	-	-	-	43,333
Athanasia Kleniati-Papaioannou Non-Executive Member	01.01.2023 - 31.12.2023	20,000	-	-	-	-	-	-	-	-	20,000
Vasileios Loumiotis Indep. Non-Executive Member	01.01.2023 - 31.12.2023	29,503	20,000	-	-	-	-	-	-	-	49,503
Plutarchos Sakellaris Indep. Non-Executive Member	01.01.2023 - 31.12.2023	20,000	35,000	-	-	-	-	-	-	-	55,000
Ourania Aikaterinari Indep. Non-Executive Member	01.01.2023 - 31.12.2023	20,000	26,667	-	-	-	-	-	-	-	46,667
Georgios Lakkotrypīs Indep. Non-Executive Member	01.01.2023 - 13.01.2023	20,000	-	-	-	-	-	-	-	-	20,000
Lampros Varouchas, Executive Member	01.01.2023 - 24.05.2023	-	-	1,063,668	-	12,328	-	-	-	-	1,075,996
Thomas George Sofis Indep. Non-Executive Member	01.01.2023 - 31.12.2023	-	-	-	-	-	-	-	-	-	-
TOTAL		155,503	105,000	1,671,934	377,520	75,283	-	-	237,843	1,308	2,624,392

1. The fees presented in the tables above refer to the period during which the relevant beneficiaries served as members of the Board of Directors of the Company, General Managers or Deputy General Managers according to the column “PERIOD” of these tables.
2. No stock options have been granted.
3. No shares have been granted.
4. The benefits in kind relate to the cost of providing a corporate car, the cost of running that car, participation in insurance program and other benefits.
5. No other fee has been paid in any way for the financial year 2023 to the members of the Board of Directors and General Managers and Deputy General Managers.

3. Average Personnel Salary

The average salary for personnel of full-time employment, excluding executives, and the members of the Board of Directors fees of the parent company during the last five year are as follows (amounts in EUR):

Year	Board of Directors Fees	Annual % Change of Board of Directors Fees	Average Personnel Salaries Excl. Employer’s Contribution	Annual % Change of Personnel Salaries
2019	1,839,724	11.3%	31,438	2.1%
2020	1,602,248	-12.9%	32,275	2.7%
2021	1,928,088	20.3%	34,526	7.0%
2022	1,698,406	-11.9%	36,247	5.0%
2023	2,385,240	40.4%	38,373	5.9%

Amount of €2,385,240 is the sum of columns (a) through to (e) of “Table 1”, as presented on page 3 and corresponds to the total fees of the Board of Directors of the Company.

4. Company Performance

The Group and the Company use adjusted EBITDA (a-EBITDA) as a measure of profitability because it presents the operational profitability in a better way and in a more objective manner the performance of the executives and employees. The evolution of the measurement during the last five years as published in the financial statements is presented below.

For the Company the measurements were as follows:

Table 3				
Year	Sales in k€	a-EBITDA in k€	% of the a-EBITDA of Sales	Annual % Change of a-EBITDA
2019	1,429,922	99,248	6.9%	8.0%
2020	1,405,660	89,325	6.4%	-10.0%
2021	1,969,822	113,814	5.8%	27.4%
2022	2,616,208	180,034	6.9%	58.2%
2023	2,317,901	125,483	5.4%	-30.3%

The consolidated figures were as follows:

Table 4				
Year	Sales in k€	a-EBITDA in k€	% of the a-EBITDA of Sales	Annual % Change of a-EBITDA
2019	2,044,606	140,205	6.9%	-1.4%
2020	2,028,588	135,782	6.7%	-3.2%
2021	2,883,042	166,835	5.8%	22.9%
2022	3,714,015	271,217	7.3%	62.6%
2023	3,293,421	239,330	7.3%	-11.8%

5. Information related to the advisory vote of the Annual Shareholders Meeting of 2023, pursuant to paragraph 3 case c of the article 112 of L.4548/2018

Regarding the obligation provided in article 112 par. 3 case c of Law 4548/2018, it is noted that in the preparation of the present remuneration report the result of the advisory vote at the Ordinary General Meeting of the shareholders of the Company, which took place on 24.05.2023 (item nr. 5), on the remuneration report of the financial year 2022 (01.01.2022 – 31.12.2022) was taken into consideration, which consisted in the, almost unanimous, approval of the said report by a majority of 99.958% of the represented votes (0.042% of the represented votes voted “against”, without any of the respective shareholders stating any opinion or reasoning for their negative vote in the said General Meeting).

6. Notes-Publicity

Under paragraph 3 of article 112 of L.4548/2018, the present report is submitted for discussion to the Annual General Meeting, as an agenda item and the shareholders' vote is consultative. The Remuneration Report is available at the Company's website for a period of ten (10) years after the General Meeting. The Company can make the Remuneration Report available for a period greater than ten (10) years, under the assumption that it will not include personal information of the Members of the Board of Directors and subject to the provisions of the General Context for the Data Protection of the European Union.

Athens, April 22nd, 2024

The Board of Directors

The Board of Directors unanimously proposes to the General Meeting the approval of the Remuneration Report, pursuant to article 117, par. 1 item (g) of L. 4548/2018, as in force, that has been prepared, as provided for in article 112 of L. 4548/2018, as in force.

Following discussion by the Company's shareholders on the Remuneration Report for the financial year 2023 (article 112 of L. 4548/2018, as in force), after advisory voting, the General Meeting approves the Company's Remuneration Report for the financial year 2023 (01.01.2023 – 31.12.2023), pursuant to article 117, par. 1 item (g) of L. 4548/2018, as in force, by votes, i.e. by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 6: Election of an audit firm for the performance of the audit work for the financial year 2024 (01.01.2024 – 31.12.2024) and approval of the remuneration thereof.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The Board of Directors, after relevant recommendation of the Audit Committee, as provided for in article 44, par. 3, item (f) of L. 4449/2017, as in force, unanimously proposes to the General Meeting the election of the audit firm PriceWaterhouseCoopers for the performance of the audit work for the financial year 2024 and to determine the remuneration of the aforesaid audit firm, taking into account its offer to the Company which has been approved by the Audit Committee, as follows:

- a) Up to the amount of €248,000 plus corresponding VAT for the audit of the financial statements (corporate and consolidated) of the same above year (01.01. 2024 – 31.12. 2024), including the certification of the Company's Rules of Operation according to article 21 of law 4706/2020 (and, possibly, the formulation of an opinion, in addition to cases c and d of paragraph 1 of article 152 of law 4548/2018, for case e of the same paragraph on the composition and operation of the administrative, management and supervisory bodies and committees of the Company, according to the questions and answers (Q & As) of the Hellenic Capital Market Commission with reference number 428/21.02.2022 and the Letter of the Hellenic Capital Market Commission with reference number 425/21.02.2022).
- b) Up to the amount of €51,500 plus corresponding VAT for the issuance of the tax certificate and the tax compliance report of the Company for the year 2024, as provided in article 65a of law 4174/2013.
- c) Up to the amount of €10,850 plus corresponding VAT for the observance of the European Single Electronic Format (ESEF) (XBRL) (Law 3556/2007, Article 4, paragraph 10, as in force).

- d) Up to the amount of €52,000 plus corresponding VAT for the provision of an assurance engagement with a limited level of assurance regarding sustainability information to be reported by the Company, for the year 2024, in accordance with the Directive (EU) 2022/2464 of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, regarding sustainability reporting by companies, which requires that an assurance engagement with a limited level of assurance is performed on the sustainability information. The appointment of the above audit firm for this specific mission and the relevant fee are dependent upon the transposition of the above mentioned Directive in the national legislation.
- e) Up to the amount of €4,500 plus corresponding VAT for the review of the Remuneration Report of article 112 of law 4548/2018 for the financial year 2024.
- f) Up to the amount of €4,000 plus corresponding VAT for the audit and certification of compliance by the Company with the financial covenants, for the year 2024, according to the relevant obligation it has, based on its loan obligations, and according to the common bond loan Program issued by the Company pursuant to the decisions of 5.11.2021 of the Extraordinary General Meeting of its shareholders and its Board of Directors, amounting to €250,000,000, of a duration of seven (7) years, with an annual interest rate of 2.45%, divided into 250,000 intangible, common, bearer bonds with a face value of €1,000 each, which were offered by public offering in Greece, with payment in cash and were admitted to trading in the category of fixed income securities of the regulated market of the Athens Stock Exchange, according to the relevant Prospectus approved by decision number 3/935/08.11.2021 of the Board of Directors of the Hellenic Capital Market Commission.

After voting, the General Meeting elects the audit firm Pricewaterhousecoopers for the performance of the audit work for the financial year 2024 and determines its remuneration, as above, by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 7: Election of a new Board of Directors and designation of the independent non-executive members thereof.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The Chairman of the General Meeting, referring to the proposal of the Board of Directors of the Company dated 01.05.2024, according to article 18 par. 1 of law 4706/2020, as in

force, which has been posted on the Company's website <https://www.elvalhalcor.com/el/investor-relations/shareholder-information/shareholders-meetings/>, proposes to the General Meeting of Shareholders of the Company **(a)** the election of a new thirteen-member Board of Directors of the Company for an annual term of office, in accordance with article 11 par. 1 of the Company's Articles of Association, i.e. until 23.05.2025, which is extended in accordance with the provisions of article 85 par. point c of Law 4548/2018 and article 11 par. 2 of the Articles of Association of the Company until the expiration of the deadline within which the next Ordinary General Meeting must be convened in 2025 and until the relevant decision is taken, not exceeding two years, and **(b)** the appointment of the independent, within the meaning of article 9 par. 1 and 2 of law 4706/2020, as in force, non-executive members of the Board of Directors of the Company.

More specifically, the Chairman of the General Meeting refers to the recommendation of the Board of Directors of the Company of 01.05.2024 to the Ordinary General Meeting of Shareholders of the Company of 23.05.2024 – following the 19.04.2024 proposal / evaluation report of the Remuneration and Nomination Committee of the Company (RNC) – which is as follows:

«Recommendation to the Board of Directors of the Company for the election of members of its Board of Directors by the following Ordinary General Meeting of the Company's shareholders»

Considering that on 24.05.2024, i.e. only one day after 23.05.2024 which has been determined by the Board of Directors of the Company, during its meeting of 05.03.2024, as the date of the meeting of the annual Ordinary General Meeting of the Company shareholders for the year 2024, the annual, according to article 11 par. 1 of the Company's Articles of Association, term of the present Board of Directors of the Company elected by the Ordinary General Meeting of the Company's shareholders of 24.05.2023, is completed (extended in accordance with the provisions of article 85 par. 1 par. c of law 4548/2018 and article 11 par. 2 of the Company's Articles of Association until the expiration of the deadline within which the next Ordinary General Meeting must convene in 2024 and until the relevant decision is taken, not exceeding two years) and, therefore, the issue of electing a new Board of Directors arises, the Committee, in accordance with article 12 of law 4706/2020 and its Rules of Operation (especially the term 3.2.2.3), unanimously considers that it must identify and propose to the Board of Directors persons suitable for the acquisition of the status of member of the Board of Directors, of the Audit Committee of the Company (of article 44 of law 4449/2017) and of the Remuneration and Nomination Committee, taking into account the factors and criteria of individual and collective suitability determined by the Company, in accordance with the suitability policy it has adopted (which has been approved, in accordance with article 3 par. 3 of law 4706/2020, as in force, by the Ordinary General Meeting of the Company's shareholders of 24.05.2021 and was revised by the Ordinary General Meeting of the

Company's shareholders of 24.05.2023, hereinafter the "**Suitability Policy**") and based on the relevant procedure provided in the Rules of Operation of the Committee.

Regarding the identification of persons suitable for the acquisition of the status of a member of the Board of Directors of the Company and their proposal to the Board of Directors of the Company as candidates for election of members of the Board of Directors, the Committee took into account the absolutely positive result of the above [...] evaluation of the members of the existing Board of Directors. With this in mind, the Committee unanimously considered appropriate to initiate the above process of suitability assessment from the existing members of the Board of Directors, as initial candidates for the capacity of a member of the Board of Directors of the Company, with a thirteen-member composition, namely:

- 1) Michail Stassinopoulos of Nikolaos,
- 2) Dimitrios Kyriakopoulos of Georgios,
- 3) Nikolaos Karabateas of Efstratios,
- 4) Panagiotis Lolos of Charalampos,
- 5) Konstantinos Katsaros of Georgios,
- 6) Christos-Alexis Komninos of Konstantinos,
- 7) Elias Stassinopoulos of Nikolaos,
- 8) Aikaterini-Nafsika Kantzia of Adamantios,
- 9) Athanasia Kleniati – Papaioannou of Konstantinos,
- 10) Vasileios Loumiotis of Ioannis,
- 11) Plutarchos Sakellaris of Konstantinos,
- 12) Ourania Aikaterinari of Nikolaos – Parmenion,
- 13) Lakkotrypis Georgios of Antonios.

Specifically, the Committee, following the procedure provided in its Rules of Operation (in the Annex thereof) for the evaluation of the suitability of the candidate members of the Board of Directors, proceeded to the following actions:

A) Regarding the (individual and collective) suitability criteria. Regarding the verification of the fulfillment of the eligibility criteria of the candidates to be elected members of the Board of Directors of the Company, the Committee:

a) recollected and thoroughly studied the detailed CVs of each of the candidate members of the Board of Directors,

b) took into account the participation and general presence of the candidates in the meetings of the existing Board of Directors of the Company throughout its term, of which the candidates are members, in which meetings the members of the Committee with the personal contact they had with the candidate members, the independence of their judgment, the possibility to allocate the necessary time to fulfill their duties, the adequacy of knowledge (including adequate knowledge in the field of activity of the Company, in particular in the sector of the metallurgical products industry or in the raw

materials sub-sector, in which the Company is listed on the Athens Stock Exchange), the skills and experience required to perform their duties, were established,

c) collected from the candidate members and external sources (judicial, etc.) the solemn declarations and the other documents, certificates, attestations, etc., which, as the case may be, are provided by the approved Suitability Policy of the Company, such as solemn declarations about non-occurrence of incompatibility / barriers, qualifications, certificates, excerpts from criminal records, etc., in order to confirm the accuracy of the detailed CVs.

B) Regarding the conditions and criteria of independence. Regarding the verification of the fulfillment of the independence criteria and conditions, within the meaning of article 9 par. 1 and 2 of law 4706/2020, as in force, of the candidates to be elected members of the Board of Directors of the Company, the Committee:

a) received solemn declarations from the proposed independent members, regarding their independence of the Company, within the meaning of article 9 par. 1 and 2 of law 4706/2020, as in force,

b) carried out an investigation and audit in the shareholders' register of the Company and found that they do not hold shares of the Company and that none of the cases of article 9 par. 2 par. a) of law 4706/2020, as in force, occurs,

c) carried out a research and audit of the Company's accounting books and contracts and found that none of the proposed members is a significant customer or supplier of the Company and that none of the cases of article 9 par. 2 par. b) of law 4706/2020, as in force, occurs,

d) carried out a research and audit in the Company's Articles of Association, in the Minutes of the meetings of the Board of Directors and the General Meetings of the Company and its affiliated companies for a period of ten years, in the data of the Financial Department, the Accounting Office, where lists of persons who provided services of employment, work, independent services or any other form, are kept, for a period of three years, in the financial statements of the Company and its affiliated companies, for a period of three years, in relation to those who carried out mandatory audits in the Company and its affiliated companies, and further, from research and audits conducted through personal contacts and interviews with persons, executives and employees and shareholders of the Company with many years of knowledge of the Company's corporate affairs and its Group, it was confirmed that for the proposed, as independent, members of the Board of Directors of the Company, the cases ca), cb), cc), cd), ge), gst) and cg) of paragraph 2 of article 9 of law 4706/2020, as in force, do not occur.

In particular, during the evaluation process of the above candidates in terms of determining the fulfillment (a) of the eligibility criteria in accordance with the Suitability Policy and (b) the conditions of independence defined in article 9 par. 1 and 2 of law

4706/2020, as in force, the following, as the case may be, were established unanimously (with the exception that with regard to the evaluation of a candidate who is a member of the Committee, that member abstained from expressing an opinion and voting in person and the relevant consideration was made by the other two members of the Committee):

A) Individual Suitability

1) Michail Stassinopoulos of Nikolaos

- *Mr. Michael Stassinopoulos was born in Athens in 1967. He graduated from Athens College (1985) and holds a Bachelor's Degree in Management Sciences from London School of Economics (1989). He also holds a postgraduate diploma (MSc) in Shipping, Trade and Finance from City University Business School UK. He was a member of the Board of Directors of Elval SA Aluminium Industry for 11 years.*
- *He also holds the following positions:*
 - *Chairman (non-executive member) of the Board of Directors of ELVALHALCOR S.A.*
 - *Executive Member of the Board of Directors of Viohalco S.A. (since 2013).*
 - *Member of the Board of Directors of EL.K.E.ME. Hellenic Metal Research Center S.A.*
 - *Member of the Board of Directors of the non-profit company HELLENIC PRODUCTION – INDUSTRY ROUNDTABLE FOR GROWTH.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience to perform his duties and significant practical experience from his term as a member, and during the previous year as Chairman, of the Board of Directors of the Company, and in this context, in matters related to business activity and the object of work of the Company and the operation of its Board of Directors;

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that during the current term of the above candidate as a member and Chairman of the Board of Directors

of the Company, such candidate participated continuously and actively in all meetings of the Board of Directors and successfully directed its work and ensured that the Board of Directors meets and takes decisions on all matters falling within its competence, as required by the relevant applicable regulatory framework.

2) Dimitrios Kyriakopoulos of Georgios

- *Mr. Dimitrios Kyriakopoulos studied Business Administration at AUEB and holds a Diploma in Business Studies from the City of London College and Marketing from the British Institute of Marketing.*
- *He works for Viohalco since 2006, and since holds various managerial positions, among them financial manager of Viohalco and vice-chairman of the non-ferrous metals. Prior to Viohalco, he had a long standing career in Pfizer/Warner/Lambert holding the position of Regional Director of Europe / Middle East / Africa of ADAMS (Confectionery Division of Pfizer), chairman of the consumer products of Warner Lambert for Italy/ France/ Germany, and President and CEO of Warner Lambert in Greece. He was also appointed Deputy Managing Director of Duty Free SA.*
- *He also holds the following positions:*
 - *Vice-chairman (executive member) of the Board of Directors of ELVALHALCOR S.A.*
 - *Vice-chairman (executive member) of the Board of Directors of Cenergy Holdings S.A.*
 - *Chairman of the Board of Directors of ANOXAL S.A.*
 - *Member of the Board of Directors of TEKA SYSTEMS S.A.*
 - *Member of the Board of Directors of TEKA Engineering Single Member Societe Anonyme.*
 - *Chairman of the Board of Directors of TECHOR S.A.*
 - *Chairman of the Board of Directors of ELVIOK S.A.*
 - *Member of the Board of Directors of SYMETAL ALUMINIUM FOIL INDUSTRY S.A.*
 - *Member of the Board of Directors of STEELMET S.A. EMPORIA CHALYVON KAI LOIPON METALLON ANONYMOS ETAIRIA.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience to perform his duties and significant practical experience from his term as a member, and during the previous year as Vice-Chairman, of the Board of Directors of the Company, and in this context, in

matters related to business activity and the object of work of the Company and the operation of its Board of Directors;

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that during the current term of the above candidate as a member and Vice-Chairman of the Board of Directors of the Company, such candidate participated continuously and actively in almost all meetings of the Board of Directors and supported the Chairman of the Board of Directors, as well as devoted sufficient time to his engagement in the current affairs of the Company at the highest executive level.

3) Nikolaos Karabateas of Efstratios

- *Mr. Nikolaos Karabateas holds a degree in Mechanical Engineering from the National Technical University of Athens (1988 – 1993) and a PhD in Mechanical Engineering from Imperial College London (1993 – 1997). He has been working in the Aluminium Rolling Division of the Company (formerly ELVAL) since 1999 in a series of positions of responsibility with increasing demands. In 2012, he assumed the position of Commercial Director, having in his responsibilities the strategy of sales, marketing and development of international markets, contributing to the formation of the conditions for the successive investment programs of the Company. In 2021 he assumed the position of Deputy General Manager of the Aluminum Branch and in January 2023 the position of General Manager of the Aluminum Branch of the Company.*

- *He also holds the following positions:*

- *Executive Member of the Board of Directors of ELVALHALCOR S.A.*
- *Member of the Board of Directors of BRIDGNORTH ALUMINIUM LTD.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and long and exceptional experience, in great width and, mainly, in great depth, in the sector, in which the Company operates, i.e. in the industry of raw materials – metallurgy production, as well as knowledge of the highest degree of the culture, the values and the general strategy of the Company, given

the candidate's long-lasting former service in positions of responsibility within the Company,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company and throughout his current term as an executive member of the Board of Directors of the Company, such candidate participated consistently and actively in all meetings of the Board of Directors.

4) Panagiotis Lolos of Charalampos

- *Mr. Panos Lolos was born in 1972. He holds a B.A. in Political Science & International Studies from Panteion University, an M.A. in International Economics from North Carolina State University and an MBA from the University of Piraeus.*
- *From 2000 until 2001 he worked in AV VASSILOPOULOS S.A., a subsidiary of the Belgian food retailer DELHAIZE. Since 2001, he joined the heavy industry, having an experience in the domestic and exports sales of former "HALCOR S.A." and now "ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A." (Copper Segment / Copper & Alloys Extrusion Division – "HALCOR"). He holds the position of the General Manager of the Copper Segment of ELVALHALCOR S.A. since 2021, whereas he also holds the position of the General Manager of the Copper & Alloys Extrusion Division of ELVALHALCOR S.A. since 2020.*
- *He is a registered member of the ECONOMIC CHAMBER OF GREECE.*
- *He has a strong interest in technology, competition, pricing techniques, regulation, market analysis and marketing strategies in the heavy industry.*
- *Apart from industry-related topics, his public presence and his published articles in Greek and English are related to the economy and the regulation policies.*
- *He also holds the following positions:*
 - *Executive Member of the Board of Directors of ELVALHALCOR S.A.*
 - *Member of the Board of Directors of SOFIA MED A.D.*
 - *Chairman of the ASSOCIATION OF INDUSTRIES OF CENTRAL GREECE.*
 - *Member of the Board of Directors of EANEP-O.A. S.A.*
 - *Member of the Board of Directors of the HELLENIC FEDERATION OF ENTERPRISES (in which he holds the position of the Chairman of the International Trade Committee).*

- Member of the Board of Directors of the non-profit company HELLENIC PRODUCTION – INDUSTRY ROUNDTABLE FOR GROWTH.

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and long and exceptional experience, in great width and, mainly, in great depth, in the sector, in which the Company operates, i.e. in the industry of raw materials – metallurgy production, as well as knowledge of the highest degree of the culture, the values and the general strategy of the Company, given the candidate’s long-lasting former service in positions of responsibility within the Company,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that he exercises successfully his duties as General Manager of the Copper and & Alloys Extrusion Division of the Company since 2020 and as General Manager of the Copper Segment of the Company since 2021, and throughout his current term as an executive member of the Board of Directors of the Company, such candidate participated consistently and actively in the meetings of the Board of Directors.

5) Konstantinos Katsaros of Georgios

- *Mr. Katsaros is a Mechanical and Electrical Engineer of the National Technical University of Athens. He is an Aeronautical Engineer of the Ecole Nationale Supérieure d 'Aeronautique (Paris) and a Ph.D. Engineer of the University of Paris. He has been working in the Aluminium Rolling Division of ELVALHALCOR (former Elval) since 1974 and he is mainly engaged in the international development of the division. Previously he worked in Pechiney in France for 6 years.*
- *He also holds the following positions:*
 - *Executive Member of the Board of Directors of ELVALHALCOR S.A.*
 - *Vice-chairman of the Board of Directors of BRIDGNORTH ALUMINIUM LTD.*
 - *Chairman of the Board of Directors of EL.K.E.ME. Hellenic Metal Research Centre S.A.*
 - *Member of the Board of Directors of VIOMAL S.A.*

- *Member of the Board of Directors of METAL AGENCIES LTD.*
- *Member of the Board of Directors of GENECOS S.A.*
- *Chairman of the Board of Directors of ALURAME S.r.l.*
- *Member of the Board of Directors of DIA.VI.PE.THI.V. S.A.*
- *Member of the Board of Directors of BASE METAL TICARET VE SANAYI ANONIM SIRKETI.*
- *Member of the Board of Directors of HELLENIC RECOVERY RECYCLING CORPORATION S.A. (HERRCO).*
- *Vice-chairman of the Board of Directors of Aluminium Association of Greece.*
- *Member of the Executive Committee of the European Aluminium (former European Union of Aluminium).*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and long and exceptional experience, in great width and, mainly, in great depth, in the sector, in which the Company operates, i.e. in the industry of raw materials – metallurgy production, as well as knowledge of the highest degree of the culture, the values and the general strategy of the Company, given the candidate’s long-lasting former service in positions of responsibility within the Company,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that such candidate participated consistently and actively in the meetings of the Board of Directors during his current term.

6) Christos-Alexis Komninos of Konstantinos

- *Mr. Christos Komninos is a Graduate (MSc) of the Department of Chemical Engineering of the Technical University of Istanbul (1971). During his career he has worked in many firms, like COCA-COLA 3E (1972-1987), where he assumed a leading position, as CEO of Coca-Cola Bottlers Ireland (a subsidiary of COCA COLA 3E) in 1987-1990 and later as CEO of the above said COCA COLA 3E until 2000, as Chairman and CEO, of PAPASTRATOS SA (2000-2004), as Executive Vice Chairman of SHELMAN*

SA, ELMAR S.A., (2005-2010) and as Chairman of the BoD of Hellenic Petroleum SA (2011-2014).

- *In addition to the above, Mr. Komninos has been Vice Chairman of the BoD and member of the Executive Committee of the Hellenic Federation of Enterprises (SEV) and he has been a member of the BoD of FINANSBANK (Turkey), of the BoD of ANADOLU EFES (Turkey) and of the BoD of HALCOR SA (currently ELVALHALCOR SA).*
- *During his long career, Mr. Komninos has taken on important administrative duties and has gained experience in managing companies with international activities. He is fluent in English, French, Italian and Turkish.*
- *He also holds the following positions:*
 - *Non-executive Member of the Board of Directors of ELVALHALCOR S.A.*
 - *Non-executive Member of the Board of Directors of THRACE PLASTICS HOLDING AND COMMERCIAL SOCIETE ANONYME.*
 - *Member of the Board of Directors of BASE METAL TICARET VE SANAYI ANONIM SIRKETI.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience for the exercise of his duties and significant practical experience from his former term as member of the Board of Directors of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company and the operation of its Board of Directors,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that such candidate participated continuously and actively in all meetings of the Board of Directors during his current term of office.

7) *Elias Stassinopoulos of Nikolaos*

- *Mr. Elias Stasinopoulos holds a Ph.D. from the Technical University of Clausthal-Zellerfeld in Germany and has been working in the LHoist Group since 1994 in*

leading positions of responsibility. He speaks in addition to Greek, English, French, German.

- *Moreover, he holds a professional license as metallurgist engineer (rock and soil metallurgy) from the Technical Chamber of Greece.*
- *He also holds the following positions:*
 - *Non-executive Member of the Board of Directors of ELVALHALCOR S.A.*
 - *Member of the Board of Directors of STOMANA INDUSTRY S.A.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience in the sector, in which the Company operates, and for the exercise of his duties and, in addition, significant practical experience from his former term as member of the Board of Directors of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company and the operation of its Board of Directors,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and

(d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of his duties, given that such candidate participated continuously and actively in the meetings of the Board of Directors during his current term of office.

8) *Aikaterini-Nafsika Kantzia of Adamantios*

- *Mrs. Aikaterini-Nafsika Kantzia holds a Degree in Law from National and Kapodistrian University of Athens; Upper Second-Class Honours. As far as her professional experience, she practiced law from 1974-1993 at The Hellenic Chemical Products and Fertilizers Company S.A., Chemical Industries of the BODOSSAKI Group, and at the Greek Wine and Spirits Company S.A. and Larco S.A., belonging to the same group of companies. Within 1993-1996 she worked for the Greek Wine and Spirits Company S.A. and Larco S.A.. In 1988, she began collaborating with VIOHALCO group of companies and offered her services as a freelancer to various subsidiary companies namely SIDENOR S.A., HELLENIC CABLES S.A., METEM S.A., VET S.A., VIOTIA CABLES S.A., ALUMINIUM OF ATHENS S.A., ELLINIKI XALIVDEMPORIKI S.A., ERLIKON S.A., VECTOR S.A., DEPAL S.A., SIDEP S.A, VIEM S.A., TELECABLES S.A., and STEELMETAL S.A.*

- *From 1995 until today she provides services as an in-house attorney to the companies SIDENOR S.A. and STEELMET S.A.*
- *Furthermore, Mrs. Kantzia has adequate knowledge of the German, French and English language.*
- *She also holds the following positions:*
 - *Non-executive Member of the Board of Directors, member of the Audit Committee and member of the Remuneration and Nomination Committee of ELVALHALCOR S.A.*
 - *Member of the Board of Directors of THE S.A.N.D. COLLECTION-VILLAS AND LUXURY APARTMENTS S.A.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience for the exercise of her duties and significant practical experience from her former term as member of the Board of Directors of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company and the operation of its Board of Directors,

(b) has the guarantees of morality (honesty and integrity) and reputation which she is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of her duties, and

(d) may devote the time required to carry out her role within the Company, as her participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of her duties, given that such candidate participated continuously and actively in all meetings of the Board of Directors during her current term of office.

9) Athanasia Kleniati – Papaioannou of Konstantinos

- *Mrs. Athanasia Kleniati Papaioannou is a graduate of the School of Economics of the University of the Rhine "Frederick - William" in Bonn. The subject of her thesis was the comparison of regional productivity by industry in Greece and the conducting of economic policy conclusions. As a professional, she has participated in companies active in the retail and wholesale trade.*
- *She was a research associate at the University of Piraeus (Department of Economics) between 1980 and 1998 and in this setting she participated in the University's research programs and taught macroeconomic and microeconomic theory courses. Moreover, she has been involved for two years in conducting and compiling studies*

in various industries under her role as a research associate of the ICAP Group. She has knowledge of German and English.

- *She also holds the following position:*
 - *Non-executive Member of the Board of Directors of ELVALHALCOR S.A.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience for the exercise of her duties and significant practical experience from her former term as member of the Board of Directors of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company and the operation of its Board of Directors,

(b) has the guarantees of morality (honesty and integrity) and reputation which she is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of her duties, and

(d) may devote the time required to carry out her role within the Company, as indicated by her continuous participation in all meetings of the Board of Directors during her current term of office.

10) Vasileios Loumiotis of Ioannis

- *Mr. Vasileios Loumiotis is a graduate of the Department of Business Administration and Management (1973) of the Athens University of Business and Economics (formerly ASOEE) and holds a Master’s Degree in Business Administration (M.B.A.) from Roosevelt University in Chicago (1979).*
- *He is an auditor since 1980 and especially as a member of the Institute of Chartered Accountants of Greece (ΣΟΛ) from 1980 until 1992 and the Institute of Certified Public Accountants of Greece (ΣΟΕΑ) since 1993 until today. From 1993, under his capacity of the Certified Public Accountant, Mr. Loumiotis participates in “Associated Certified Public Accountants S.A.” (“SOL S.A.”) a partner. During his career as a Certified Public Accountant, he was elected, as auditor, by a significant number of companies to perform audits of annual financial statements. During his tenure as an auditor, he completed projects, as special audits for the initial public offering of companies in the Athens Exchange, corporate valuations, application of International Financial Reporting Standards, for a substantial number of companies. In addition, he served as a member of the technical desk of “SOL S.A.” from 2006 until March of 2009. In the past he has audited enterprises of the raw materials – metallurgy sector, indicatively, TITAN S.A., EXALCO S.A., etc.*

- *In regards to his teaching experience, he is serves as a professor for the Training Institute of Certified Public Accountants of Greece (I.E.Σ.O.E.Λ.) since 1997, a professor for National and Kapodistrian University of Athens, for the post-graduate course “Master in Applied Auditing”, from 2006 until today and a professor for the University of Macedonia for the post-graduate course “Master in Applied Accounting and Auditing” since 2011 to date. In addition to the above, he serves as a professor of “SOL S.A.” for the subjects of International Financial Reporting Standards, International Auditing Standards and Consolidated Financial Statements.*
- *In addition to the above, Mr. Loumiotis has sufficient knowledge in the field of activity of the Company, since he has previously controlled companies in the field of raw materials - metallurgy, indicatively, the companies TITAN SA, EXALCO SA, etc..*
- *He also has a rich scientific writing work in the field of auditing and accounting and, in particular, among others, IAS / IFRS and International Standards on Auditing. Indicative books of his:*
 - *Applied Auditing of Enterprises, 3rd Edition, SOEL Educational Institute, 2021.*
 - *Practical Issues of Applied Auditing of Enterprises (Based on the International Accounting Standards), Vol. A’ and B’, 3rd Edition, SOEL Educational Institute, 2020.*
 - *Applied Accounting & Auditing of the Consolidated Financial Statements, according to the IFRS and the GRS L.4308/2014, 3rd Edition, SOEL Educational Institute, 2021.*
 - *Risk Management and Internal Audit, 3rd Edition, SOEL Educational Institute, 2021.*
- *He is a Senior Independent non-executive member of the Board of Directors of the Company as of 24.05.2022 and Chairman of its Audit Committee from 04.01.2021. Therefore, even from this fact, he already has a remarkable familiarity with the object of activity of the Company and practical experience for the performance of his duties as a member of the Board of Directors of the Company, in view of the role, position and prerequisites of the Company required for such position. In the past he was a member of the Remuneration and Nomination Committee of the Company.*
- *He holds the following positions:*
 - *Independent non-executive member of the Board of Directors and a member and Chairman of the Audit Committee of the societe anonyme under the name “AUTOMATIC ANALYZERS – DIAGNOSTIC REAGENTS AND PRIVATE DIAGNOSTIC LABORATORIES MEDICON HELLAS SA”.*
 - *Senior Independent non-executive member of the Board of Directors, Chairman of the Audit Committee and member of the Remuneration and Nomination*

Committee of the societe anonyme NOVAL PROPERTY REAL ESTATE INVESTMENT COMPANY.

- Independent non-executive member of the Board of Directors and a member and Chairman of the Audit Committee and the Remuneration and Nomination Committee of the societe anonyme under the name “ALPHA ASTIKA AKINITA SA”.*
- Sole partner and administrator of the private company under the name “LOUMIOTIS EDUCATIONAL – CONSULTING SINGLE MEMBER PRIVATE COMPANY”.*
- *Has the following other professional activities / qualities:*
 - Chairman of the Scientific Council of SOL.*
 - Director of Studies of the Training Institute of SOL.*
 - Member of the Professional Examinations Committee of ELTE.*
 - Member of the ELTE Professional Examinations Exemption Committee.*
 - Member of the Quality Control Committee of SOL.*
- *He has also served as Member of the Remuneration and Nomination Committee of ELVALHALCOR SA. in the past.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

- (a) has the required knowledge, skills and extensive experience for the exercise of his duties and in specific he has knowledge and experience relating to auditing and accounting, as well as significant practical experience from his former term as member of the Board of Directors of the Company and its Committees, and, in this context, in the issues relating to the business operation and the business scope of the Company,*
- (b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;*
- (c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and*
- (d) may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, and the other above mentioned professional engagements outside the Company are considered incapable of influencing the performance of his duties, given that such candidate during his current term of office as Senior Independent member of the Board of Directors and member, and Chairman, of the Audit Committee of the Company, participated continuously and actively in all meetings of the Board of Directors and the Audit*

Committee, directed successfully the meetings of the latter and saw to it, that the Audit Committee convene and resolve on all issues falling into its competence, as required by the applicable regulatory framework.

11) *Plutarchos Sakellaris of Konstantinos*

- *Mr. Plutarchos Sakellaris is Professor of Economics and Finance at Athens University of Economics and Business, focusing his research and teaching on macroeconomics, finance and banking. He holds a Ph.D. in economics and a M.A., a M. Phil. from Yale University, as well as a B.A. degree in economics and computer science from Brandeis University.*
- *Mr. Sakellaris has served as Vice-President and Member of the Management Committee of the European Investment Bank (2008-2012), where he was responsible for risk management and financing in the energy sector. During the period 2004-2008, he was Chairman of the Council of Economic Advisers at the Ministry of Finance, Deputy to the Minister of Finance in the European Union Councils of Eurogroup and ECOFIN, and a member of the EU Economic and Financial Committee (EFC) and the Eurozone Working Group (EWG). He has served as member of the Board of Directors and the Audit Committee of the TITAN Group (2013-2019), a member of the Board of Directors of CreditM (2013-2018), a member of the Board of Directors, the Audit Committee and the Corporate Governance and Nominations Committee of the National Bank of Greece (2004-2008), member of the Board of Directors of the Public Debt Management Agency (2004-2008), as well as Deputy Governor for Greece at the World Bank (2004-2008). His professional career includes the positions of economist at the US Federal Reserve Board (1998-2000), visiting expert at the European Central Bank (2001-2003) and professor at the University of Maryland (1991-2004).*
- *He also holds the following positions:*
 - *Independent Non-executive Member of the Board of Directors, Chairman of the Remuneration and Nomination Committee and Member of the Audit Committee of ELVALHALCOR S.A.*
 - *Member of the Board of Directors and Chairman of the Audit Committee of CEPAL HELLAS FINANCIAL SERVICES SINGLE MEMBER S.A. - SERVICING OF RECEIVABLES FROM LOANS AND CREDITS.*
 - *Partner in PluSa Concepts P.C.*
 - *Member of the Board of Directors of the Foundation for Economic & Industrial Research (IOBE).*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) *has the required knowledge, skills and considerable experience for the exercise of his duties and significant practical experience from his former term as member of the Board of Directors of the Company and its Committees, and, in this context, in the issues relating to the business operation and the business scope of the Company,*

(b) *has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;*

(c) *is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and*

(d) *may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, as well as the other above mentioned professional engagements are considered incapable of influencing the performance of his duties, given that during his current term of office as member of the Board of Directors, member of the Audit Committee and member, and Chairman, of the Remuneration and Nomination Committee of the Company, such candidate participated continuously and actively in the meetings of the Board of Director and in all meetings of the Audit Committee and the Remuneration and Nomination Committee of the Company, and, as Chairman of the latter, saw to it, that the Remuneration and Nomination Committee execute its duties successfully and resolve on all issues falling into its competence, as required by the applicable regulatory framework.*

12) Ourania Aikaterinari of Nikolaos – Parmenion

- *Mrs. Rania Ekaterinari has over 25 years of professional experience. She is an independent non-executive member of the board of ELVALHALCOR S.A.*
- *Rania was CEO and executive member of the Board of the Hellenic Corporation of Assets and Participations S.A., the sovereign asset management fund. Before that, Rania was a Partner in Ernst & Young (EY) in Financial Advisory Services and EY energy sector leader for Southeast Europe. During 2010-2015, she served as Deputy CEO and executive member of the Board of Public Power Corporation S.A.*
- *During the period 2000-2010, she worked as senior banker in London and in Greece in both corporate and investment banking in large financial institutions like BNP Paribas, Deutsche Bank and Eurobank. She began her career in London working for Texaco in business development in the oil and gas industry in the Caspian region.*
- *Rania is a member of the advisory board of Dianeosis, member of the Leadership Committee of the Greek American Chamber of Commerce and member of the US based WomenCorporateDirectors. Previously she was member of the Hellenic Corporate Governance Council (HCGC) and member of the Council of Competitiveness in Greece.*

- *She holds a degree in Electrical & Computer Engineering from Aristotle University of Thessaloniki and an MBA from City University Business School in London.*
- *She also holds the following positions:*
 - *Independent Non-executive Member of the Board of Directors, member of the Audit Committee and member of the Remuneration and Nomination Committee of ELVALHALCOR S.A.*
 - *Independent Non-executive Member of the Board of Directors and Chairman of the Remuneration and Nomination Committee of MOTOR OIL (HELLAS) CORINTH REFINERIES S.A.*
 - *Independent Non-executive Member of the Board of Directors and Chairman of the Remuneration and Nomination Committee and Member of the Audit Committee of CORAL A.E. OIL AND CHEMICALS COMPANY.*
 - *Non-executive Member of the Board of Directors of HELLENIC ELECTRICITY DISTRIBUTION NETWORK OPERATOR S.A.*
 - *Administrator of EKATI CONSULTING SINGLE MEMBER LTD.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience for the exercise of her duties and significant practical experience from her former term as member of the Board of Directors, the Audit Committee and the Remuneration and Nomination Committee of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company,

(b) has the guarantees of morality (honesty and integrity) and reputation which she is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of her duties, and

(d) may devote the time required to carry out her role within the Company, as her participation in the boards of directors of other companies, as mentioned above, is considered incapable of influencing the performance of her duties, given that during her current term of office as member of Board of Directors, the Audit Committee and the Remuneration and Nomination Committee of the Company such candidate participated continuously and actively in all the meetings of the Board of Directors, the Audit Committee and the Remuneration and Nomination Committee of the Company.

13) Georgios Lakkotrypīs of Antonios

- *Mr. Georgios Lakkotrypis holds a BSc. degree in Computer Science and Mathematics from the University of Keele in the United Kingdom (1988-1991) and an MBA in Business Administration, from the University of Colorado in the United States (1993-1995). Between 1991 and 1993 he served as IT Systems Administrator for J & P, one of the top construction companies in the world, where he overlooked the company's IT systems in Benghazi, Libya. Subsequently, he became part of the IBM team in Nicosia, Cyprus (1996-2002) where he worked in sales, and customer and partner relationships.*
- *He then worked for eleven years at Microsoft Corporation, as Cyprus & Malta Business Development Manager (2002-2004), Cyprus Country Manager (2004-2008), Cyprus & Malta Regional Country Manager (2008-2011) and CEE Multi-Country Public Sector Director (2011-2013). During this time, he also served as a non-executive member of the Board of Directors of the then newly established University of Nicosia Research Foundation (2008-2013), the first Board of Directors of the Cyprus Investment Promotion Agency (2007-2011) and the first Board of Directors of the Natural Gas Public Company (2009-2013).*
- *In March 2013, Mr. Lakkotrypis was appointed as Minister of Energy, Commerce, Industry and Tourism of the Republic of Cyprus, a position in which he was reappointed in March 2018. He concluded his term in office in July 2020.*
- *Currently, through his private firm, LMA Advisory Ltd, Mr. Lakkotrypis is providing consultancy services in areas such as digital transformation and energy transition.*
- *He also holds the following positions:*
 - *Independent Non-executive Member of the Board of Directors of ELVALHALCOR S.A.*
 - *Managing Director of LMA Advisory Ltd.*
 - *Independent Non-executive Member of the Board of Directors of NAGA Markets Europe Ltd.*
 - *Non-executive Chairman of MountMed Institute.*

As a result of the above, the fulfillment of the eligibility criteria in accordance with the Suitability Policy is ascertained in the person of the above candidate, as such candidate:

(a) has the required knowledge, skills and experience for the exercise of his duties and significant practical experience from his former term as member of the Board of Directors of the Company, and, in this context, in the issues relating to the business operation and the business scope of the Company,

(b) has the guarantees of morality (honesty and integrity) and reputation which he is presumed to possess, since it has not been ascertained in the evaluation process the existence of objective and proven reasons or facts to the contrary;

(c) *is not in a state of conflict of interest with the Company and has an independent and objective judgment in the performance of his duties, and*

(d) *may devote the time required to carry out his role within the Company, as his participation in the boards of directors of other companies, as mentioned above, as well as the aforementioned professional engagements are considered incapable of influencing the performance of his duties, given that during the current term of office of the above candidate as member of the Board of Directors of the Company, such candidate participated continuously and actively in the meetings of the Board of Directors.*

B) Collective Suitability

Based on the aforementioned on the individual suitability of each candidate member of the Board of Directors of the Company, it is unanimously established that, with the election of the above proposed candidates, the new Board of Directors, with its composition, will be suitable for the exercise of its responsibilities and will contribute to the effective corporate governance of the Company and the balanced decision taking, reflecting the ethical guarantees, reputation, adequacy of knowledge, skills, judgement independence, and experience to perform its role for the benefit of the Company and its Shareholders. The candidate members of the Board of Directors of the Company will collectively be able to make appropriate and informed decisions taking into account the opportunities as well as the various risks and parameters that accompany a business decision, such as business environment and the business prospects in the international markets, the risk appetite, the medium-long term growth strategy decided by the Company, the developments in the sector and the markets, in which the Company operates, the issues related to the protection of the environment, the sustainable development etc. Furthermore, given the role of the Board of Directors of the Company to supervise the top management that plays a very important role of its business and operational activity, the candidate members of the Board of Directors are collectively able to monitor in essence, discuss and critique constructively the decisions of senior executives and intervene directly in situations, if and when required. The Board of Directors, as a whole, has an adequate understanding of the areas for which the members are collectively responsible and has the necessary skills to monitor the implementation of the strategy of the Company and the basic business decisions relating to enterprise matters in the medium term, the financial reporting references, the compliance with the legal and regulatory framework, the understanding of corporate governance issues, the ability to identify and manage risks, the impact of technology on its activity, etc..

Furthermore, it is unanimously established that with the above proposed composition of the Board of Directors of the Company there is sufficient representation by gender in a percentage that is not less than twenty-five percent (25%) of all the members of the Board of Directors of the Company, with the resulting fraction being rounded to the

previous integral number, according to article 3 par. 1 b) of Law 4706/2020, as in force, as in the thirteen (13) members three (3) women and ten (10) men are proposed for election.

Furthermore, the Company, according to the diversity criteria that it applies in relation to the Board of Directors, has not rejected a person, where despite meeting the criteria of individual suitability, nevertheless differs in terms of gender, race, colour, ethnic or social background, religion or belief, property, birth, disability, age or sexual orientation.

C) Non-concurrence of obstacles or incompatibilities in the person of the proposed for election candidate members of the Board of Directors

Furthermore, it was ascertained that there are no obstacles or incompatibilities with any provisions of the relevant legal framework of corporate governance, including the Code of Corporate Governance implemented by the Company (Hellenic Code of Corporate Governance issued by the H.C.G.C. of June 2021), the Rules of Operation of the Company and the approved Suitability Policy of the Company in the person of any of the above proposed for election candidate members of the Board of Directors of the Company.

D) The incompatibility of article 3 par. 4 of Law 4706/2020, as in force

It has been ascertained, according to the relevant personal declarations of all the above candidates for election as members of the Board of Directors of the Company, that the obstacle of the provision of article 3 par. 4 of Law 4706/2020, as in force, does not exist for any of them, i.e. no final court decision recognizing their guilt for loss-making transactions of a listed company or a non-listed company of Law 4548/2018, as in force, with related parties has not been issued within one (1) year, before or before their election, respectively. It is noted that the Company's Articles of Association do not provide for a longer period of time than the above mentioned.

E) The assertion of independence

From the above proposed for election members of the Board of Directors of the Company, as independent non-executive members of the new Board of Directors of the Company, which following, on the one hand, a relevant examination conducted by the R.N.C., and on the other hand the relevant personal declarations, it was ascertained that the following candidates proposed for election meet the independence criteria of article 9 par. 1 and 2 of Law 4706/2020, as in force:

1. Vasileios Loumiotis of Ioannis,
2. Plutarchos Sakellaris of Konstantinos,
3. Ourania Aikaterinari of Nikolaos – Parmenion,
4. Georgios Lakkotrypīs of Antonios.

In consequence, (a) Vasileios Loumiotis of Ioannis, (b) Plutarchos Sakellaris of Konstantinos, (c) Ourania Aikaterinari of Nikolaos – Parmenion and (d) Georgios

Lakkotrypis of Antonios, are proposed by the Committee to be appointed by the Ordinary General Meeting of Shareholders, which will take place on 23.05.2024, as independent non-executive members of the Board of Directors of the Company.

In particular, the Committee ascertained that none of the above four (4) candidate members, upon its designation, directly or indirectly holds a percentage of voting rights greater than zero point five percent (0.5%) of the share capital of the Company and each of them is free from financial, business, family or other dependent relationships, which may influence their decisions and their independent and objective judgment.

Furthermore, from the performed audit and from the relevant personal declarations submitted by each of the above proposed independent members, it has been established that, apart from the criteria of par. 1 of article 9 of Law 4706/2020, as in force, the indicative dependence criteria of par. 2 of article 9 of Law 4706/2020, as in force, are not met either, as each of the above proposed independent members:

- a) Does not receive any significant remuneration or benefit from the Company, or from a company affiliated with it, nor does it participate in a stock options scheme or in any other remuneration or benefit system related to the performance, other than the fee for their participation in the Board of Directors or its committees, nor participates in the collection of fixed benefits under the pension system, including deferred benefits, for previous services to the Company.*
- b) Neither the candidate member nor a person, who has close ties with it, maintains or has maintained a business relationship during the last three (3) financial years before their appointment with: ba) the Company or bb) a person affiliated with the Company or bc) a shareholder who directly or indirectly holds a participation percentage equal to or greater than ten percent (10%) of the share capital of the Company during the last three (3) financial years before their appointment, or a company affiliated with them, if this relationship affects or it can affect the business activity of either the Company or the candidate independent non-executive member of the Board of Directors of the Company or the person who has close ties with them. Such a relationship exists especially when the person is a significant supplier or a significant customer of the Company.*
- c) Neither the candidate member nor a person who has close ties with it: ca) has served as member of the Board of Directors of the Company or any company affiliated thereto for more than nine (9) financial years in total at the time of their election, cb) has been an executive or maintained an employment or contractor or services provision relationship or a paid mandate with the Company or with a company affiliated with it during the last three (3) financial years prior to its appointment, cc) has a second degree kinship by blood or by marriage, or is a spouse or partner equated with a spouse, member of the Board of Directors or senior executive or shareholder, with a participation percentage equal to or greater than ten percent*

(10%) of the share capital of the Company or a company affiliated with it, cd) has been appointed by a certain shareholder of the Company, in accordance with the articles of association, as provided in article 79 of law 4548/2018, ce) represents shareholders who directly or indirectly hold a percentage equal to or greater than five percent (5%) of the voting rights at the general meeting of the Company's shareholders during his/her term of office, without written instructions, cf) has conducted a mandatory audit of the Company or a company affiliated with it, either through a company or himself or a second-degree relative by blood or by marriage of him/her or his/her spouse, during the last three (3) financial years prior to his/her appointment, cg) is an executive member in another company, in the Board of Directors of which an executive member of the Company participates as a non-executive member.

Also, it was unanimously ascertained that all the above, proposed as independent, within the meaning of article 9 par. 1 and 2 of Law 4706/2020, as in force, non-executive, four (4) candidate members of the Board of Directors of the Company, meet the eligibility criteria and conditions provided by Article 44 of Law 4449/2017, as in force, for their participation in the Company's Audit Committee [...].

F) The lawful composition of the Board of Directors

Furthermore, it is unanimously ascertained that with the aforementioned proposed composition of the Board of Directors of the Company, the condition of the lawful composition of the new Board of Directors of the Company to be elected, i.e. the total number – four (4) – of the independent non-executive members of the Board of Directors of the Company in relation to its proposed thirteen-member composition (with the resulting integral number being rounded to the immediately nearest integral number), according to the provision of article 5 par. 2 of Law 4706/2020, as in force, is fulfilled.

Decision – recommendation of the Committee

Based on the above unanimous findings of the Committee and after a further thorough discussion among its members on all but the eligibility criteria included in the Suitability Policy in relation to the above candidates to be elected as members of the Board of Directors of the Company (hereinafter referred to as "Candidates") and the documents, supporting evidence and other elements substantiating the suitability of the Candidates were checked, the Committee decided unanimously:

1) *To propose to the Board of Directors of the Company, to recommend to the Ordinary General Meeting of Shareholders of the Company that will take place on 23.05.2024, the election of a new thirteen-member Board of Directors of the Company with an annual term, according to article 11 par. 1 of the Articles of Association of the Company, i.e. until 23.05.2025, which is automatically extended, according to article 85 par. 1 point c of Law 4548/2018, as in force, and article 11 par. 2 of the Company's Articles of Association, until the expiration of the deadline, within which the next*

Ordinary General Meeting must be convened in 2025 and until the relevant decision is taken, not exceeding two years, consisting of the existing members of the Board of Directors, who are proposed to be re-elected, i.e. the following:

- 1) Michail Stassinopoulos of Nikolaos,*
- 2) Dimitrios Kyriakopoulos of Georgios,*
- 3) Nikolaos Karabateas of Efstratios,*
- 4) Panagiotis Lolos of Charalampos,*
- 5) Konstantinos Katsaros of Georgios,*
- 6) Christos-Alexis Komninos of Konstantinos,*
- 7) Elias Stassinopoulos of Nikolaos,*
- 8) Aikaterini-Nafsika Kantzia of Adamantios,*
- 9) Athanasia Kleniati – Papaioannou of Konstantinos,*
- 10) Vasileios Loumiotis of Ioannis,*
- 11) Plutarchos Sakellaris of Konstantinos,*
- 12) Ourania Aikaterinari of Nikolaos – Parmenion, and*
- 13) Lakkotrypīs Georgios of Antonios,*

as well as the appointment of the Candidates (a) Vasileios Loumiotis of Ioannis, (b) Plutarchos Sakellaris of Konstantinos, (c) Ourania Aikaterinari of Nikolaos – Parmenion and (d) Georgios Lakkotrypīs of Antonios, as independent non-executive members of the Board of Directors.

2) *That the documents and information contained in the Candidates' dossier are complete and substantiate, without any doubt, that the Candidates meet all suitability and reliability criteria included in the Suitability Policy, for their election as members of the Company's Board of Directors, and, regarding the Candidates (a) Vasileios Loumiotis of Ioannis, (b) Plutarchos Sakellaris of Konstantinos, (c) Ourania Aikaterinari of Nikolaos – Parmenion and (d) Georgios Lakkotrypīs of Antonios, the conditions of independence defined in article 9 par. 1 and 2 of law 4706/2020, as in force, as well as that there are no obstacles or incompatibility in the face of any Candidate in relation to any relevant provisions, including the Corporate Governance Code (HCGC) applied by the Company and the Rules of Operation of the Company. [...]*».

Following the above proposal of the Board of Directors of the Company of 01.05.2024, which was based on the 19.04.2024 proposal / evaluation report of the RNC, it is proposed that the new Board of Directors of the Company have the following composition, which fully meets the requirements of L. 4706/2020 on corporate governance and fully covers the appropriate and appropriate exercise of the responsibilities of the Board of Directors of the Company for the benefit of its Shareholders, given that, according to the recommendation of the Board of Directors of the Company dated 01.05.2024, which was based on the 19.04.2024 recommendation / evaluation report of the RNC, it was found, among others, that all the criteria of individual and collective suitability of the new candidate members of the Board of

Directors of the Company are met, in accordance with article 3 of law 4706/2020, as in force, and the approved Suitability Policy of the Company, there are no obstacles or incompatibilities in the person of the new candidate members of the Board of Directors of the Company, regarding any provisions of the relevant legal framework of corporate governance, including the Corporate Governance Code implemented by the Company (Hellenic Code of Corporate Governance of HCGC of June 2021), the Rules of Operation of the Company and the approved Suitability Policy of the Company, there is no incompatibility / impediment of the provision of article 3 par. 4 of law 4706/2020 for any of the new candidate members of the Board of Directors, as in force, and there is an adequate representation per gender in a percentage that is not less than twenty five percent (25%) of the total members of the new Board of Directors of the Company, with the resulting fraction being rounded to the immediately preceding integral number:

- 1) Michail Stassinopoulos of Nikolaos,
- 2) Dimitrios Kyriakopoulos of Georgios,
- 3) Nikolaos Karabateas of Efstratios,
- 4) Panagiotis Lolos of Charalampos,
- 5) Konstantinos Katsaros of Georgios,
- 6) Christos-Alexis Komninos of Konstantinos,
- 7) Elias Stassinopoulos of Nikolaos,
- 8) Aikaterini-Nafsika Kantzia of Adamantios,
- 9) Athanasia Kleniati – Papaioannou of Konstantinos,
- 10) Vasileios Loumiotis of Ioannis,
- 11) Plutarchos Sakellaris of Konstantinos,
- 12) Ourania Aikaterinari of Nikolaos – Parmenion,
- 13) Lakkotrypīs Georgios of Antonios.

In addition, following the above proposal of the Board of Directors of the Company of 01.05.2024, which was based on the suggestion / evaluation report of the RNC of 19.04.2024, it is proposed to the General Meeting of Shareholders of the Company the appointment of: (a) Vassilios Loumiotis of Ioannis, (b) Ourania Aikaterinari of Nikolaos Parmenion, (c) Plutarchos Sakellaris of Konstantinos and (d) Georgios Lakkotrypīs of Antonios, as independent, within the meaning of article 9 par. 1 and 2 of law 4706/2020, as in force, non-executive members of the Board of Directors of the Company, given that, according to the suggestion / evaluation report of the RNC of 19.04.2024 it has been resolved by the Board of Directors on 01.05.2024 that **(a)** all the provisions of the current legislation, i.e. in article 9 par. 1 and 2 of law 4706/2020, as in force, conditions and criteria of independence, are met in their person, i.e. none of the above mentioned persons, upon their appointment directly or indirectly holds a percentage of voting rights greater than zero party five percent (0.5%) of the share capital of the Company and each of the above mentioned persons is free from financial, business, family or other dependent relations which may affect its decisions and its independent and objective

judgment, according to the more specific distinctions and references in article 9 par. 1 and 2 of law 4706/2020, as in force, and **(b)** the conditions provided in article 5 of law 4706/2020, as in force, regarding the legal composition of the new Board of Directors of the Company, i.e. the total number – four (4) – of the independent non-executive members of the Board of Directors of the Company in relation to its proposed thirteen-member composition, with the resulting fraction being rounded to the nearest integral number.

Also, following the above proposal of the Board of Directors of the Company of 01.05.2024, which was based on the recommendation / evaluation report of the RNC of 19.04.2024, all the above, proposed as independent, within the meaning of article 9 par. 1 and 2 of law 4706/2020, as in force, non-executive, four (4) candidate members of the Board of Directors of the Company, meet the eligibility criteria and conditions provided in article 44 of law 4449/2017, as in force, for their participation in the Company's Audit Committee.

After a discussion, *the General Meeting of the Company's shareholders*, taking into account the proposal of the Company's Board of Directors of 01.05.2024 as set out above, in accordance with article 18 par. 1 of law 4706/2020, as in force, which has been posted on the Company's website on 01.05.2024 and was based (the proposal of the Board of Directors of the Company) on the recommendation / evaluation report of the RNC of 19.04.2024, *after having established that:*

a) all the criteria of individual and collective suitability of the new candidate members of the Board of Directors of the Company are met, in accordance with article 3 of law 4706/2020, as in force, and the approved Suitability Policy of the Company,

b) there are no obstacles or incompatibilities in the person of the new candidate members of the Board of Directors of the Company, regarding any provisions of the relevant legal framework of corporate governance, including the Corporate Governance Code (Hellenic Corporate Governance Code issued by the HCGC of June 2021) applied by the Company, of the Company's Rules of Operation and the approved Company Suitability Policy,

c) there is no incompatibility / impediment of the provision of article 3 par. 4 of law 4706/2020, as in force, for any of the new candidate members of the Board of Directors,

d) in the person of each of the proposed, as independent non-executive members of the Board of Directors of the Company, the conditions and independence criteria provided in article 9 par. 1 and 2 of law 4706/2020 are met, i.e. none of them, upon their appointment, directly or indirectly holds a percentage of voting rights greater than zero party five percent (0.5%) of the Company's share capital and each of them is free from financial, business, family or other dependent relationships, which may affect the its decisions and its independent and objective judgment, according to the more specific distinctions and references in article 9 par. 1 and 2 of law 4706/2020, as in force,

e) the conditions of article 5 of law 4706/2020 are met, as in force, regarding the legal composition of the new Board of Directors of the Company, i.e. the total number – four (4) – of the independent non-executive members of the Board of Directors of Company in relation to its proposed thirteen-member composition, with the resulting fraction being rounded to the nearest integral number,

f) in the proposed new Board of Directors of the Company, according to the provision of article 3 of law 4706/2020, as in force, there is sufficient representation by gender in a percentage that is not less than twenty five percent (25%) of all members of the new Board of Directors of the Company, with the resulting fraction being rounded to the immediately preceding integral number, and

g) in general, the proposed 13-member composition of the new Board of Directors of the Company fully meets the requirements of Law 4706/2020 on corporate governance and the approved Suitability Policy of the Company on the suitability, diversity, adequate representation by gender of the Board of Directors, fully covering the suitable and appropriate exercise of the responsibilities of the Board of Directors of the Company and reflecting the size and activity of the Company, featuring diversity of knowledge, qualifications and experience of the candidate members of the new Board of Directors who can contribute to the accomplishment of business objectives,

after a legal vote, by votes, i.e. by a majority of% of the votes represented in the General Meeting, in total, of which shareholders representing votes voted against and shareholders representing votes abstained from the voting, *elects* a new Board of Directors of the Company consisting of thirteen members, namely

- 1) Michail Stassinopoulos of Nikolaos,
- 2) Dimitrios Kyriakopoulos of Georgios,
- 3) Nikolaos Karabateas of Efstratios,
- 4) Panagiotis Lolos of Charalampos,
- 5) Konstantinos Katsaros of Georgios,
- 6) Christos-Alexis Komninos of Konstantinos,
- 7) Elias Stassinopoulos of Nikolaos,
- 8) Aikaterini-Nafsika Kantzia of Adamantios,
- 9) Athanasia Kleniati – Papaioannou of Konstantinos,
- 10) Vasileios Loumiotis of Ioannis,
- 11) Plutarchos Sakellaris of Konstantinos,
- 12) Ourania Aikaterinari of Nikolaos – Parmenion,
- 13) Lakkotrypīs Georgios of Antonios,

with a term of office, according to article 11 par. 1 of the Company's Articles of Association, annually, i.e. until 23.05.2025, which is extended, in accordance with the provisions of article 85 par. 1 point c of law 4548/2018 and article 11 par. 2 of the

Company's Articles of Association until the expiration of the deadline within which the next Ordinary General Meeting must be convened in 2025 and until the relevant decision is taken, not exceeding the two years, and finally, *after the General Meeting established* that in the person of each of the four (4) candidates proposed, as independent non-executive members of the Board of Directors of the Company, i.e. (a) Vassilios Loumiotis of Ioannis, (b) Plutarchos Sakellaris of Konstantinos, (c) Ourania Aikaterinari of Nikolaos – Parmenion, and (d) Georgios Lakkotrypis of Antonios, the conditions and criteria of independence as provided in article 9 par. 1 and 2 of L. 4706/2020, as in force, are met, designates as independent non-executive members of the Board of Directors of the Company (a) Vassilios Loumiotis of Ioannis, (b) Plutarchos Sakellaris of Konstantinos, (c) Ourania Aikaterinari of Nikolaos – Parmenion, and (d) Georgios Lakkotrypis of Antonios.

Item 8: Redefining of the type of the Audit Committee, its term, the number and capacity of its members, as well as appointment of its members, in case that it is designated as an independent committee, according to article 44 of L. 4449/2017, as in force. Appointment of a new Audit Committee.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The Ordinary General Meeting of the Company's shareholders that took place on 24.05.2023 had, in relation to the type, composition and number of members of the Company's Audit Committee, decided, in accordance with the provisions of article 44 of L. 4449/2017, as in force after its amendment by article 74 of L. 4706/2020, the Audit Committee to be a Committee of the Board of Directors, the term of the Audit Committee to be equal to the term of the Board of Directors, i.e. annual, and its members to be three (3) in total, all of them independent non-executive members of the Board of Directors of the Company.

The Board of Directors of the Company, after considering the provisions of par. 1 of article 44 of L. 4449/2017, as in force, and the proposal/evaluation report of the RNC dated as of 19.04.2024, proposes, in the context of the election, according to the above, of a new Board of Directors, that the Audit Committee continue to be a Committee of the Board of Directors, in accordance with the provisions of article 44 of L. 4449/2017, as in force, which shall consist of three (3) in total members of the new Board of Directors of the Company, which shall all be independent, within the meaning of article 9 par. 1 and 2 of L. 4706/2020, as in force, non-executive members.

The proposed term of the Audit Committee is proposed to be the same as the term of the new Board of Directors of the Company, i.e. to be annual, until 23.05.2025, which can be automatically extended until the expiration of the term, within which the

immediate next Ordinary General Meeting of the year 2025 must convene and until the relevant decision is taken, not to exceed two years.

The members of the Audit Committee, given that it will be a committee of the Board of Directors of the Company, will be appointed in accordance with article 44 par. 1 (c) of L. 4449/2017, as in force, by the new Board of Directors of the Company, after it has initially examined and ascertained the fulfillment of the conditions and eligibility criteria in the person of each of them, in order for the Audit Committee to have a legal composition and its members to meet the eligibility criteria, and, where appropriate, independence, according to article 44 par. 1 of L. 4449/2017, as in force, and article 9 par. 1 and 2 of L. 4706/2020, respectively.

The Chairman of the Audit Committee will be appointed, in accordance with article 44 par. 1 (e) of L. 4449/2017, as in force, by its members during its formation in a body. All members of the Audit Committee should have sufficient knowledge of the sector in which the Company operates, i.e. that of raw materials / metallurgy (see also sector and sub-sector to which the Company belongs on the Athens Stock Exchange and specifically those of raw materials and metallurgy, respectively), while at least one (1) of them must have sufficient knowledge and experience in auditing or accounting.

Finally, according to prot. Nr. 427/21.02.2022 document of the Hellenic Capital Market Commission “Questions and answers regarding the provisions of article 44 of law 4449/2017 for the Audit Committee (EU)” and more specifically, according to the item nr. 16 of the said document, “all members of the Audit Committee must have a basic understanding of the financial substance of the financial statements, which the Company publishes and in particular, with regard to the member who has sufficient knowledge in auditing or accounting, this knowledge must be related to international standards”.

After a discussion, the General Meeting of the Company’s Shareholders, taking into account the suggestion of the Board of Directors of the Company of 01.05.2024, as set out above, based on the από 19.04.2024 suggestion / evaluation report of the RNC, after voting, the General Meeting, with votes, i.e. by a majority of % of the votes represented in the General Meeting, of total, adopts the above proposal of the Board of Directors on the subject and decides, according to article 44 of L. 4449/2017, as in force, the redefining of the Audit Committee of the Company, as a Committee of the Board of Directors of the Company, with a term of office equal to the term of the Board of Directors of the Company, i.e. an one-year term, and comprised by three (3) in total members of the Board of Directors of the Company, which shall all be independent, within the meaning of article 9 par. 1 and 2 of L. 4706/2020, as in force, non-executive members.

The members of the Audit Committee will be appointed by the Board of Directors of the Company, after having established, following examination, the fulfillment of the

conditions and eligibility criteria in the person of each of them, so that the Audit Committee has a legal composition and its members meet the eligibility, and, as the case may be, the independence criteria, in accordance with article 44 par. 1 of L. 4449/2017, as in force, and article 9 par. 1 and 2 of L. 4706/2020, respectively, and its President will be appointed by its members during its formation in a body, according to article 44 par. 1 (e) of L. 4449/2017, as in force.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 9: Grant of permission, in accordance with article 98 paragraph 1 of L. 4548/2018 to the members of the Board of Directors and the Company's executives to participate in Boards of Directors or in the management of companies of the Company's Group pursuing the same or similar purposes.

Required quorum: 1/5 of the Company's paid up capital.

Required majority: 50%+1 of the votes represented at the General Meeting.

The Board of Directors unanimously proposes to the General Meeting to grant permission pursuant to Article 98, par. 1, of L. 4548/2018, as in force, to the members of the Company's Board of Directors and its managers to participate in the Board of Directors and/or in the management of the Group's subsidiaries and affiliates, which are pursuing the same or similar objectives as of those pursued by the Company.

After voting, the General Meeting grants the above permission to the members of the Board of Directors and the Company's managers by votes, i.e. by a majority of % of the votes represented in the General Meeting.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 10: Establishment of a program for the free allocation of the Company's shares in accordance with the provisions of article 114 of Law 4548/2018 and granting of the relevant authorization to the Board of Directors of the Company.

Required quorum: 1/2 of the Company's paid up capital.

Required majority: majority of 2/3 of the votes represented at the General Meeting.

The Chairman of the General Meeting referred to the unanimous proposal of 01.05.2024 of the Board of Directors of the Company (following the unanimous recommendation of 19.04.2024 of the Remuneration and Nomination Committee of the Company to the Board of Directors), by which the General Meeting is requested to approve the establishment of a free share allocation program of the Company, in accordance with

the provisions of article 114 of Law 4548/2018 (hereinafter the “Plan”), with the following terms and features:

- i) Categories of potential recipients of offered shares: Executive members of the Board of Directors, General Managers and other senior executives and employees of the Company and its affiliated companies within the meaning of article 32 of Law 4308/2014, as well as persons providing services to the Company on a regular basis (hereinafter referred to as “Beneficiaries”).
- ii) Number and type of shares offered: Up to 37,524,158 own, common, registered, voting, non-material shares of the Company, representing up to 10% of the current paid-up share capital of the Company.
- iii) Plan Objective: To reward the contribution of the Beneficiaries – executives of the Company in the achievement of the Company’s objectives, to retain them, and to attract and retain new valuable and capable executives, in order to serve and ensure the long-term interests and sustainability of the Company and its affiliated companies.
- iv) Plan Structure: The Plan will be rolling and will consist of three (3) individual consecutive cycles of annual duration (coinciding with the fiscal year) each (hereinafter “Cycle”), the first of which will correspond to the entire year 2024 and will expire on 31.12.2024, and each of the subsequent Cycles will start consecutively after the expiration of the immediately preceding one.
- v) Conditions of offer: The allocation of shares to the Beneficiaries, as well as the number of shares allocated to each of them, will be subject to the achievement of predetermined (corporate and individual) financial performance targets of the Company (on a consolidated basis), primarily based on operating profitability (adjusted EBITDA / a-EBITDA).
- vi) Deferral: The offer of all Shares attributable to each Cycle to the relevant Beneficiaries shall be deferred for a period of three (3) years following the expiration of the term of such Cycle. Negative remuneration arrangements (malus) of up to 100% of the shares may be applied throughout the deferral period. Malus arrangements result in a reduction or zeroing of the number of shares allocated. Deferral criteria may include, indicatively, a significant misconduct or serious tort of a Beneficiary which has resulted in significant financial loss or damage, serious deterioration in the performance of the Company and/or significant adverse reputational impact or damage to the Company and/or the imposition of sanctions thereon.
- vii) Voluntary offer: The Plan shall be deemed a voluntary benefit, given at the Company’s free will, subject to the Company’s right to revoke, modify or terminate it at any time, but without prejudice to the exercise of the Company’s right of revocation of vested rights.

- viii) Remuneration Policy: Participation in the Plan by persons subject to the Company's applicable Remuneration Policy (such as executive members of the Board of Directors, General Managers and any deputies thereto) as Beneficiaries shall take place in the context of the Remuneration Policy and shall be subject to the terms and conditions set forth therein.

It is also proposed that the Board of Directors be authorised, at its discretion, to take any action necessary to implement the resolution of the General Meeting and the Plan, subject to the above conditions, such as defining the specific terms and conditions of the Plan, determining the Beneficiaries and the specific conditions of the allocation (indicatively, setting the respective corporate and, where applicable, individual objectives as a condition for the offer of shares, the criteria and/or the procedure for determining the way in which the shares are to be allocated to the relevant persons, etc.), always in accordance with the approved Remuneration Policy (in respect of Beneficiaries falling within its scope), the relevant recommendations of the Company's Remuneration and Nomination Committee (if competent, as the case may be) and the law, and to amend the above, as well as to delegate part of the powers delegated to it under the above to one or more of its members.

After a legal vote, the General Meeting, with votes, i.e. with a majority of% of the votes represented at the General Meeting, approved the establishment of the aforementioned free share issue program to executive members of the Board of Directors, General Managers and other senior executives and employees of the Company and its affiliated companies within the meaning of article 32 of Law 4308/2014, as well as to persons who provide services to the Company on a regular basis, in accordance with article 114 of Law 4548/2018, and authorized the Board of Directors of the Company to take at its discretion any action required for the implementation of the decision of the General Meeting and the Plan, subject to the above conditions, such as to define the specific terms and conditions of the Plan, to determine the Beneficiaries and the specific terms of distribution (indicatively to set the respective corporate and, if applicable, individual objectives as a prerequisite for the offer of shares, the criteria and/or the procedure for the determination of the method of allocation of shares to the relevant persons, etc.), always in accordance with the approved Remuneration Policy (in respect of Beneficiaries falling within its scope), the relevant recommendations of the Company's Remuneration and Nomination Committee (if competent, as the case may be) and the law, and to amend the above, as well as to delegate part of the powers delegated to it under the above to one or more of its members.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 11: Approval of a program for the acquisition of the Company's own shares, according to article 49 of Law no. 4548/2018, as in force, and authorization of the Board of Directors of the Company for its implementation.

Required quorum: 1/5 of the paid-up share capital of the Company.

Required majority: 50%+1 of the votes represented in the General Meeting.

The Board of Directors of the Company recommends to the General Meeting the approval, pursuant to article 49 of Law 4548/2018, as amended, of a program for the acquisition of the Company's own shares (hereinafter referred to as the «*Program*»). Specifically, the characteristics of the proposed Program are as follows:

- a) Maximum number of shares: existing ordinary registered shares issued by the Company, representing up to ten percent (10%) of the paid-up share capital of the Company, i.e. up to a total of 37,524,158 (375,241,586 X 10%) shares.
- b) Range of purchase price of own shares: between €0.39 (minimum price) and €6.00 (maximum price), per share.
- c) Duration of the Program: for a period of up to twenty-four (24) months from the date of the decision of the General Meeting. The exact starting date of the Program will be determined by the Board of Directors, after authorization by the General Meeting, depending on the market conditions and the Company's liquidity at the time.
- d) Purpose of the Program: the pursuit and implementation of any lawful purpose, including, indicatively, the reduction of the share capital and cancellation of own shares acquired by the Company, their offer to the staff and/or members of the management of the Company and/or a company affiliated to the Company, in accordance with the Company's remuneration policy in force from time to time (and in accordance with the Company's free share allocation plan, as in force from time to time).

Following the above, the General Meeting is requested to approve the Program and to authorize the Board of Directors of the Company to take, at its discretion, specifying any other details, all necessary actions for the implementation of the above, in compliance with the applicable legal and regulatory framework.

Following a legal vote, the General Meeting, by votes, i.e. by a majority of% of the votes represented at the General Meeting, approves the Program (program for the acquisition of the Company's own shares) with the aforementioned characteristics and authorises the Board of Directors of the Company to take, at its discretion, determining any other details, all the necessary actions for the implementation of the aforementioned, in compliance with the applicable legal and regulatory framework.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 12: Release of a special taxed reserve formed / committed to cover the Company's own participation in an investment subject to law 3299/2004 – commitment of an amount in an extraordinary special reserve to cover the Company's own investment participation subject to the development law 4399/2016 of aided costs of €27.114.700,00.

Required quorum: 1/5 of the paid-up share capital of the Company.

Required majority: 50%+1 of the votes represented in the General Meeting.

The Chairman of the General Meeting informs the shareholders that the submission of the Company's investment plan in the aid regime "Mechanical Equipment Aids" of articles 32 to 36 of the Development Law 4399/2016 (cycle D), with the original number of Submission Decision 65804/28-06-2022 and file number ΥΠΕ/7/00047/E/N.4399/2016, has been approved.

The investment concerns the "expansion of the capacity of an existing unit with the addition of a new painting line for rolled aluminum products" – KAD main activity sector: 24.42, Aluminum production – at the Company's factory in the Municipality of Oinofyta, 61st km. E.O. Athens – Lamia, of the Regional Unity of Viotia of the Region of Central Greece, with the incentive of the tax exemption.

The total subsidized cost according to the above decision of submission amounts to €27.114.700,00.

The approved financial scheme of the investment according to the above decision of submission will be as follows:

Financial scheme	Percentage	Amount
Aided investment costs (L.4399/2016)		
OWN CAPITAL	15,00%	€4.067.205,00
EXTERNAL FINANCING	85,00%	€23.047.495,00
TOTAL AIDED INVESTMENT COST	100,00%	€27.114.700,00

Due to the liquidity available to the Company during the implementation of the investment, the use of External Financing was reduced and the use of the own capital (Own Participation) of the Company for the financing of the investment increased equally.

Consequently, the financing scheme will be as follows:

Financial scheme	Percentage	Amount
Aided investment costs (L.4399/2016)		
OWN CAPITAL	38,5573%	€10.454.700,00

EXTERNAL FINANCING	61,4427%	€16.660.000,00
TOTAL AIDED INVESTMENT COST	100,00%	€27.114.700,00

The additional amount of the Company's Own Participation, totalling €6.387.495,00 (= new amount €10.454.700,00 – original amount €4.067.205,00), according to Chapter B (par. 4) of the Annex to the submission decision will be covered by funds coming from the consumption/release of existing taxed reserves and/or retained earnings, which will be reserved in a special account (namely in the taxed extraordinary special reserve formed for this purpose by virtue of the relevant resolution on the 13th item of the agenda of the Ordinary General Meeting of the Company's shareholders of 24.05.2023) and cannot be distributed before seven (7) years have elapsed from the date of completion of the investment project and the start of productive operation of the investment.

For this purpose, the Chairman informs the General Meeting of the existence of (a) a reserved taxable special reserve of €2,962,891.75 to cover the equity participation for the Company's investment approved by the Prot. Nr. 39874/YPE/6/00242/C/N.3908.2011/5-8-2014 under Law 3908/2011, for which the five-year period from its completion has elapsed, and (b) an amount of €3,424,603.25 from Available Taxed Profits of Previous Years.

The Board of Directors unanimously recommends to the General Meeting to decide on the one hand the commitment of the amount of €3.424.603,25 from Available Taxed Profits of Previous Years and on the other hand the release of the amount of €2.962.891,75 from the taxed special reserve to cover the equity participation for the aforementioned investment approved under Law 3908/2011, and its re-commitment, i.e. the commitment of a total amount of €6.387.495,00 to a special account, namely to the taxed special extraordinary special reserve formed for this purpose by virtue of the relevant resolution on the 13th item on the agenda of the Ordinary General Meeting of the Company's shareholders of 24.05.2023, as Own Participation (Own Capital) of the Company for the above investment which has been included in the provisions of Law 4399/2016 by the Submission Decision 65804/28-06-2022 and file number YPE/7/00047/E/N.4399/2016, with eligible and supported costs of €27,114,700.00.

Following a legal vote the General Meeting, with votes, namely by majority of% of the votes represented at the General Meeting, approves the commitment of the amount of €3.424.603,25 from Available Taxed Profits of Previous Years and the release of the amount of €2.962.891,75 from the taxed special reserve to cover the equity participation for the aforementioned investment approved under Law 3908/2011, and its re-commitment, i.e. the commitment of a total amount of €6.387.495,00 to a special account, namely to the taxed special extraordinary special reserve formed for this purpose by virtue of the relevant resolution on the 13th item on the agenda of the Ordinary General Meeting of the Company's shareholders of 24.05.2023, to cover the Own Participation of the Company in the aided cost of the

investment Nr. Prot. Nr. 65804/28-06-2022 YPE/7/00047/E/N.4399/2016 of Law 4399/2016, which (taxed extraordinary special reserve) is committed in a special account, as mentioned above, and may not be distributed before seven (7) years have elapsed from the date of completion of the investment project and the start of productive operation of the investment in question.

Shareholders representing votes vote against.

Shareholders representing votes abstain from the vote.

Item 13: Presentation to the General Meeting of the annual Activity Report of the Audit Committee of the Company of the financial year 2023 (01.01.2023 – 31.12.2023) in accordance with article 44 paragraph 1 point i) of L. 4449/2017, as in force.

Announcement to the General Meeting – not put to a vote.

The Chairman of the General Meeting gave the floor to the outgoing Chairman of the Audit Committee of the Company, Mr. Vasileios Loumiotis, who was present at the General Meeting, who informed the Shareholders of the Company for the activities of the Audit Committee at the end of the financial year 2023, by presenting to the General Meeting the Annual Report of the Audit Committee of the Company for the financial year 2023 (01.01.2023 – 31.12.2023), in accordance with article 44 par. 1 point i) of L. 4449/2017, as in force. It is noted that the above Report of the Audit Committee is included in the Annual Financial Report for the financial year 2023 of the Company and has been posted and is available on the Company's website <https://www.elvalhalcor.com/investor-relations/shareholder-information/shareholders-meetings/>.

It is pointed out that this item and the above Report are not put to a vote.

Item 14: Presentation to the General Meeting of the Report of the Independent Non-Executive members of the Board of Directors of the Company in accordance with article 9 par. 5 of L. 4706/2020, as in force.

Announcement to the General Meeting – not put to a vote.

The Chairman of the General Meeting brought to the attention of the General Meeting the Report of the Independent Non-Executive Members of the Board of Directors of the Company in accordance with article 9 par. 5 of L. 4706/2020, as in force. It is noted that the above, submitted to discussion, Report of the Independent Non-Executive Members of the Board of Directors of the Company has been posted and is available on the Company's website <https://www.elvalhalcor.com/investor-relations/shareholder-information/shareholders-meetings/>.

It is pointed out that this item and the above Report are not put to a vote.

Item 15: Various announcements.

Various announcements.