

**REPORT OF THE INDEPENDENT NON-EXECUTIVE MEMBERS OF THE BOARD OF  
DIRECTORS OF THE S.A. COMPANY UNDER THE NAME  
“ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.”  
AND THE DISTINCTIVE TITLE “ELVALHALCOR S.A.” (G.C.R. NR. 303401000)  
TO THE ORDINARY GENERAL MEETING OF ITS SHAREHOLDERS OF 22.5.2025,  
ACCORDING TO ARTICLE 9 PAR. 5 OF LAW 4706/2020**

This report is submitted jointly by the independent non-executive members of the Board of Directors of the societate anonima under the name “ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.” (hereinafter the “*Company*”), in compliance with the provision of article 9 par. 5 of Law 4706/2020 and the relevant guidelines of the Hellenic Capital Market Commission, and is addressed to the Ordinary General Meeting of the shareholders of the Company of May 22<sup>nd</sup>, 2025, among others, to inform the shareholders about the responsibilities and role of independent non-executive members of the Board of Directors of the Company during the year 2024 and until the date hereof. The issues covered in this report were discussed at a meeting held on 30.04.2025 in the presence of the existing independent non-executive members of the Board of Directors, who subsequently co-authored the text of the report.

The Board of Directors of the Company comprises four (4) independent non-executive members in accordance with the provisions of article 5 par. 2 of Law 4706/2020, who were elected pursuant to the decision of the Ordinary General Meeting of the Company’s shareholders of 23.05.2024 with an annual term of office.

In the context of the obligations set out in Article 7 of Law 4706/2020 for the independent non-executive members, the latter:

- a) monitor and examine the Company’s strategy and its implementation, as well as the achievement of its objectives;
- b) ensure effective oversight of the executive members, including the monitoring and control of their performance; and
- c) consider and express views on proposals submitted by the executive members, on the basis of existing information.

In view of the above, the above a meeting of the independent non-executive members of the Board of Directors of the Company was held, without the presence of the executive members, to discuss the operation of the Board of Directors and the role of the independent non-executive members in corporate governance, recognizing that good Corporate Governance plays a key role in the successful implementation of the strategy of each large and listed Company, in strengthening its competitiveness and growth prospects, as well as in creating long-term value to all stakeholders and shareholders.

The independent non-executive directors, at this meeting, exchanged views on their role and duties, both as independent Board members and as committee members, and how this contributes to the better functioning of the Board of Directors. It was unanimously noted that the Company has implemented the policies and regulations contained in its Rules of Operation, as well as complied with and implemented the corporate governance practices of the Greek Corporate Governance Code of the HCGC of June 2021, with any deviations being reflected and justified in the Corporate Governance Statement. In addition, in the meeting it was noted that the Company's Executive Management monitors the changes and has a thorough understanding of the institutional framework and corporate governance rules and contributes effectively to the monitoring and implementation of these rules.

As regards the monitoring of the implementation of the Company's strategy and the achievement of its objectives, they agreed that they fulfil this role by participating in presentations of the executive Management and receiving the required information material. For a better understanding and information on issues that may affect the Company's strategy, the independent members proposed to include in the annual agenda of the Board of Directors regular discussions on the Group's strategy and medium-term business planning, as well as on the risk management strategy in the new business environment, characterized by major geopolitical turmoil and trade protectionism, along with the upcoming policy changes or new acquisitions (e.g. Clean Industrial Deal and Omnibus). In these regular discussions, views will be exchanged between the members based on their experience and individual presentations will be made, whenever necessary, on the Aluminium and Copper Sectors in relation to developments in international markets and competition. Apart from obviously the regular reports of the Committees on matters within their competence, it is important that discussions are held regarding the implementation of reporting obligations on sustainability issues (including in relation to the value chain, especially in relation to key suppliers), in the context of both the ESG strategy and the targets set by the Company, as well as discussions on issues of organisation and development of the workforce and how cutting-edge technologies, such as AI, are impacting the Company and the market.

Through their participation in the Board of Directors and its Committees (which consist by a majority of independent non-executive members of the Board of Directors), the independent non-executive members of the Board of Directors also exercised effective oversight over the executive members of the Board of Directors, acting with a view to the independent expression of opinion, promoting constructive dialogue with due diligence and a high sense of duty, allowing sufficient time for the effective performance of their duties and acting at all times in the interests of all parties concerned.

The independent non-executive directors also agreed that they have always had constructive discussions and updates from the executive directors, both with regard to the agenda items for the regular Board meetings and any other items that required additional information for decision making. They also agreed that the executive members of the Board of Directors are distinguished for their integrity, objectivity and professionalism, work together harmoniously and have in-depth knowledge and experience of the Company's operations and activities. In general, the actions of the

executive members are in accordance with the provisions of the Company's Rules of Operation.

At the above meeting, the independent non-executive directors also discussed the issues they would like to focus their attention on at Board level in 2025, taking into account the new trends and challenges of the international environment (regulatory and environmental requirements, European green transition policy, geopolitical risks, tariffs and the impact on world trade, as well as global economic forecasts). They also discussed areas where further improvements could be made in the functioning of the Board.

Finally, the independent non-executive members of the Board of Directors of the Company, confirm their agreement with the content of the Management Report of the Board of Directors of the Company and the Corporate Governance Statement for the year 2024, which is an integral part of the Management Report and was approved by the Board of Directors on 14.04.2025. The Management Report of the Board of Directors has been included in the Annual Financial Report for the year ended 31.12.2024.

This report is available on the Company's website at <https://www.elvalhalcor.com/investor-relations/shareholderinformation/shareholders-meetings/>.

Athens, 30.04.2025

The independent non-executive members of the Board of Directors

Vasileios Loumiotis

Plutarchos Sakellaris

Ourania Aikaterinari

Georgios Lakkotrypis