



Drafts of the proposed resolutions for the items on the Agenda of the Ordinary General Meeting of Shareholders on June 28^h, 2024 of the Société Anonyme “E. PAIRIS S.A”
Registration Number 121724607000

Item One: Submission and approval of the Annual Financial Statements and the Consolidated Annual Financial Statements for the fiscal year from 01.01.2023 to 31.12.2023, along with the Management's and Statutory Auditor's Report, as well as the Corporate Governance Statement.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

It is proposed that the General Meeting approves the Annual Financial Statements and Consolidated Annual Financial Statements for the fiscal year from 01.01.2023 to 31.12.2023, the relevant reports of the Board of Directors and Certified Auditor and the Corporate Governance statement.

The Annual Financial Report for the financial year 2023, which includes the Annual and Consolidated Financial Statements and the relevant reports of the Board of Directors, including the Corporate Governance Statement, in addition to the relevant statements of the Auditors is available at the company's website www.pairis.gr.

Item Two: Approval of the appropriation of results for the fiscal year from 01.01.2023 to 31.12.2023

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

It will be proposed that dividends will not be distributed to the shareholders, because there are no distributional net profits.

Item Three: Submission of the Annual Audit Committee Report for the fiscal year from 01.01.2023 to 31.12.2023, in accordance with article 44 par. 1 of Law 4449/2017

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

The Annual Audit Committee Report for the fiscal year from 01.01.2023 to 31.12.2023 will be submitted before the Ordinary General Meeting of the Company to be discussed. It is noted that the above report mainly states in detail the actions of the Audit Committee and the issues that were addressed during the fiscal year 2023.





The Annual Audit Committee Report is available at the Company's website www.pairis.gr and is also included in the Annual Financial Report of the Company for the financial year 2023.

Item Four: Approval of the overall management of the Board of Directors for the fiscal year from 01.01.2023 to 31.12.2023, according to article 108 of Law 4548/2018 and Discharge of the Certified Auditors-Accountants from the audit for the fiscal year from 01.01.2023 to 31.12.2023, in accordance with Article 117 (1)(c) of Law 4548/2018.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

It is proposed that the General Meeting approves the overall management that took place during the fiscal year 2023, as well as the release of the Certified Auditors from any responsibility for compensation arising from the audit for the aforementioned fiscal year.

Item Five: Election of Regular Certified Auditors - Accountants (regular and substitute) of the auditing firm for the regular and tax audit during the current year 2024 (01.01.2024-31.12.2024) and determination of its remuneration.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

Following the relevant proposal of the Audit Committee of the Company it is proposed that the General Meeting appoints the Auditing Firm under the name «Grant Thornton ANONYMI ETAIREIA ORKOTON ELEGKTON KAI SYMVOULON EPICHEIRISEON» as Auditor for the audit for the current fiscal year from 01.01.2024 to 31.12.2024, and more specifically appoints as Regular Certified Auditor and as Alternate Certified Auditor and offers as their remuneration.

It is noted that natural persons who act both as shareholders and as Members of the Board of Directors of the Company can participate to the voting of the General Meeting and they are counted for the necessary quorum and majority, as the majority of the independent non-executive members of the Board of Directors has stated that they agree with the assignment of the Audit to the proposed persons.

Item Six: Approval of the remuneration and compensation paid to the members of the Board of Directors of the Company for the services provided to the Company for the fiscal year 2023 (01.01.2023 - 31.12.2023) and pre-approval of the relevant remuneration and compensation for the current fiscal year 2024 (01.01.2024-31.12.2024), according to the Law and Remuneration Policy of the Company.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.





Required Majority: 50%+1 of the voting rights represented at the General Meeting

It is proposed that the General Meeting approves the gross remuneration paid to the members of the Board of Directors for the financial year 2023, for the services they offered to the Company, in their capacity as members of the Board, in accordance with the Law and Remuneration Policy of the Company, which is available at the Company's website www.pairis.gr. It is also proposed that the General Meeting pre-approves, according to the Law and the Remuneration Policy of the Company, the total maximum gross salaries which will be paid to the members of the Board of Directors for the services they are offering to the Company for the duration for the current financial year 2024, in their capacity as board members.

Item Seven: Submission for discussion and voting of the Remuneration Report for the fiscal year 2023 (01.01.2023 - 31.12.2023) according to Article 112 of Law 4548/2018.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

The report of the remuneration of the Members of the Board for the fiscal year 2023 is submitted for discussion and voting. The report includes a comprehensive overview of the total amount of remuneration paid to the members of the Board of Directors and senior executive members of the Company within the fiscal year 2023, according to the specific provisions of art. 112 of Law 4548/2018 and the Remuneration Policy of the Company.

The Remuneration Report of the Company for the fiscal year 2023 is available at the company's website at www.pairis.gr.

Item Eight: Submission of the report - statement by the Independent Non-Executive Members of the Board of Directors in accordance with article 9 (5) of Law 4706/2020.

Required Quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required Majority: 50%+1 of the voting rights represented at the General Meeting

The Report of the Independent Non-Executive Members of the Board of Directors for the fiscal year 2023 will be submitted to the General Meeting.

The Report of the Independent Non-Executive Members of the Board of Directors is available on the Company's website here www.pairis.gr.

Item Nine: Announcements and other issues.

There are no further announcements and other issues.

