



37th Annual Meeting of the shareholders of the

societe anonyme under the name

**« SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY
SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES
PRIVATE ENTERPRISE »**

(GEMI No. 375501000)
(FISCAL YEAR 01.01.2022 – 31.12.2022)

Monday, 12 June 2023, at 11:00 a.m.

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1. INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY "SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE"

(General Commercial Registry Number 375501000)

In accordance with the law, the company's articles of association and by virtue of resolution of the company's board of directors dated 16/05/2023, the shareholders of ordinary, registered, dematerialized shares with a voting right (hereinafter the "shareholders") of "SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE" (hereinafter "SPACE HELLAS S.A.") are hereby invited to the thirty seventh (37th) annual general meeting of shareholders that will be held on Monday, 12 June 2023 at 11:00 (hereinafter the "annual general meeting") at the company's head quarters (Agia Paraskevi, 312 Messogion Avenue, 1st floor), in order to discuss and decide upon the following issues of the daily agenda:

AGENDA

Item 1: Submission and approval of the annual financial statements (standalone and consolidated) according to the international financial reporting standards for the fiscal year 2022 (1/1/2022 – 31/12/2022) along with the relevant reports and declarations of the board of directors and the independent auditor.

Item 2: Approval of the distribution of financial results of the fiscal year 2022 (1/1/2022 - 31/12/2022) including dividend distribution for the same fiscal year. Provision of authorizations to the company's board of directors.

Item 3: Approval of the overall management of the fiscal year 2022 (1/1/2022 - 31/12/2022) and release of the independent auditors for the same fiscal year according to the articles 108 and 117 para. 1 case c) of the law 4548/2018.

Item 4: Election of the certified auditors' company for (i) the audit of the annual and overview of the interim financial statements (standalone and consolidated) for the fiscal year 2023 (1/1/2023 - 31/12/2023) according to the international financial reporting standards, and (ii) the issuance of tax certificate for the said fiscal year, as well as the determination of this remuneration.

Item 5: Submission for discussion and consulting voting of the remuneration report of the fiscal year 2022 (1/1/2022 - 31/12/2022).

Item 6: Approval of the paid compensation and remuneration to the members of the board of directors for the fiscal year 2022 (1/1/2022 - 31/12/2022) and pre-approval of compensation and remuneration for the fiscal year 2023 (1/1/2023 - 31/12/2023).

Item 7: Submission for approval of the new remuneration policy due to the lapse of four (4) years since its last approval in accordance with article 110 para. 2 case 2 of the law 4548/2018.

Item 8: Submission to the shareholders of the annual activities report of the audit committee for the fiscal year 2022 (1/1/2022 - 31/12/2022).

Item 9: Announcement of the decision of the company's board of directors for the election of a new independent non-executive member of the board of directors in substitution of a resigned independent non-executive member and decision of the characterization of the new member elected by the board of directors as independent non-executive member of the board of directors. Confirmation of the number of the independent non-executive members of the board of directors.

Item 10: Submission of the reports of the independent non-executive members of the board of directors for the period 1/1/2022 - 12/6/2023 according to article 9 para. 5 of the law 4706/2020.

I. RIGHT TO PARTICIPATE TO THE ANNUAL GENERAL MEETING AND TO THE ADJOURNED GENERAL MEETING (IN CASE NEEDED)

At the above annual general meeting, only natural or legal persons that have the status of shareholder at the beginning of **June 7th 2023**, day of **Wednesday** (the beginning of the 5th day before the annual general meeting, hereinafter referred to as the "record date") have the right to participate and vote, that is the persons that are registered in the Dematerialized Securities System which is administered by the company "HELLENIC CENTRAL SECURITIES DEPOSITORY S.A." (ELKAT). Proof of shareholder status is evidenced through confirmation that the company receives from ELKAT in the context of the provision by the latter of the relevant registry services.

In case the quorum required by the articles of association and the law is not reached during the annual general meeting, an adjourned general meeting of the company's shareholders will be held on **June 19th, 2023, day of Monday and at 11:00** (hereinafter referred to as the "adjourned general meeting"). The above record date is also valid in the case of an adjourned general meeting, for which no new invitation is required to be published, or in case of a postponement, if the postponed meeting is organized in a period no longer than thirty (30) days from the record date. If this does not happen then the person who holds the share at the beginning of the third date before the day of the postponed meeting participates to the postponed meeting. It is noted that, in order to prove the shareholder status, the shareholder is not required to present a relevant written certificate.

Against the company as a shareholder who is entitled to participate in the annual general meeting or in the adjourned general meeting and to exercise the right to vote is considered the above registered or the above identified as such at the record day. The exercise of the above participation and voting rights does not require share commitments of the holder or to follow any other relevant procedure, which restricts the possibility of selling or transferring of the said shares during the period between the record date, as above defined, and the date of the annual general meeting.

Shareholders that do not comply with the deadline in par. 4 of article 128 of law 4548/2018, i.e., that do not submit in writing or by electronic means the appointment of proxies or representatives to the company at least forty-eight (48) hours before the appointed date of the annual general meeting, participate at the annual general meeting unless the annual general meeting refuses this participation for good reason which justifies this refusal.

II. PARTICIPATION AND VOTING PROCESS BY PROXY.

Shareholders who are entitled to participate in the annual general meeting can vote either in person or by proxy, in accordance with the article 128 of the law 4548/2018.

Each shareholder (natural or legal person) may appoint up to three (3) proxies. However, if a shareholder holds shares of the company which appear in more than one securities' account, such limitation does not prevent that shareholder to appoint different proxies for the shares which appear in each securities' account in relation to the annual general meeting. A proxy appointment can be freely recalled. A proxy that acts for more than one shareholder can vote differently for each shareholder.

A shareholder may appoint a proxy for one or more general meetings and for a specific timeframe. The proxy is obliged to vote according to the shareholder's instructions if there are any. Any non-compliance of the proxy with the instructions it has received does not affect the validity of the decisions of the annual general meeting, even if the representative's vote was decisive for achieving the majority.



The shareholder's proxy is obliged to file the voting instructions for at least one (1) year from the date of the annual general meeting or any adjourned general meeting, in which he used the power of attorney.

Form of appointment or revocation or replacement of proxies is available to the shareholders on the company's website www.space.gr and then: SPACE HELLAS-Investors Relations/General Meetings/2023, and in case a shareholder is not possible to have internet access to such forms, in a typed version at the company's Investor Relations and Corporate Announcements Unit (302 Messogion Av., Cholargos 155 62, 210-6504458), which is possible to be sent to the interested shareholder by post office without charge. In accordance with the article 128 par. 4 v. 4548/2018 the said form shall be submitted at least forty-eight (48) hours before the specified date of the general meeting, i.e., until June 10, 2023, 11:00.

The document is either:

a) submitted within the said deadline be filled-in and signed with the authenticity of the signature verified, to the company's Investor Relations and Corporate Announcements Unit, at: 302 Messogion Av., Cholargos, Attica, or alternatively digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the shareholder or

b) by e-mail within the said deadline be filled-in and signed with the authenticity of the signature verified, or alternatively digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the shareholder at sharehold@space.gr (Company's Investor Relations and Corporate Announcements Unit) or by fax to the number + 30 210 6504153 (daily 09.00 to 16.00).

Shareholders are asked to ensure that the proxy appointment document is successfully dispatched and received by the company and may call for this purpose: +30 210 6504458 (Investor Relations and Corporate Announcements Unit).

The appointed proxy is obliged to notify to the company, prior to the commencement of the annual general meeting, any specific fact, which might be useful to the shareholders, in their assessment of the risk of the proxy serving interests other than their own.

Conflict of interest may arise in particular in cases where the proxy: a) is a controlling shareholder of the company or is a legal person or entity controlled by such shareholder; b) is a member of the board of directors or in general of the management of the company or of a controlling shareholder, or of another legal person or entity controlled by such shareholder; c) is an employee or an auditor of the company or of a controlling shareholder, or of another legal person or entity controlled by a controlling shareholder; d) is a spouse or a first degree relative of a natural person referred to in cases a to c above.

III. MINORITY RIGHTS

According to article 121, paragraph four (4), of the law 4548/2018, all shareholders are hereby informed that, inter alia, they have the following rights provided for in article 141 paragraphs 2, 3, 6 and 7, of the law 4548/2018:

Article 141 paragraph 2 of the law 4548/2018: At the request of shareholders representing 1/20 of the paid-up share capital, the board of directors is obliged to include additional items in the agenda of the general meeting, provided that the relevant request is received by the board of directors at least fifteen (15) days prior to the general meeting. The additional items must be published or disclosed under the responsibility of the board of directors in accordance with Article 122 of Law 4548/2018 at least seven (7) days prior to the general meeting. The request to have additional items included in the agenda must be accompanied by a justification or by a draft decision to be adopted by the general meeting. The revised agenda must be published in the same manner as the previous agenda, thirteen (13) days before the date of the general meeting and at the same time must be also made available to shareholders on the company's website, or alternatively digitally signed by using a recognized digital signature (www.space.gr) and then: SPACE HELLAS/Investors Relations/General Meetings/2023) along with the

justification or the draft decision submitted by the shareholders, in accordance to the article 123 paragraph 4 of the law 4548/2018. If these additional items are not published, the requesting shareholders are entitled to request the adjournment of the general meeting in accordance with paragraph 5 of article 141 of law 4548/2018 and to make the publication themselves, in accordance with the second subparagraph of this paragraph (and paragraph 2 of article 141 of law 4548/2018) at company's expense.

Article 141 paragraph 3 of the law 4548/2018: Shareholders representing 1/20 of the paid-up share capital, have the right to input drafts decisions which have been included in the initial or revised agenda of the general meeting. at least seven (7) days before the date of the general meeting, the drafts decisions on the items, are been given to the shareholders in accordance with the article 123 paragraph 3 of the law 4548/2018 at least six (6) days before the date of the general meeting.

Article 141 paragraph 6 of the law 4548/2018: Following a request submitted by any shareholder to the company at least five (5) full days prior to the general meeting, the board of directors is obliged to provide to the general meeting the requested specific information on the company's affairs, to the extent that this may be useful for the assessment of the items on the agenda. The board of directors may provide a single response to shareholders' requests with the same content. The obligation to provide information does not apply in the event that the information requested is already available on the company's website, especially in the form of questions and answers. At the request of shareholders representing 1/20 of the paid-up share capital, the board of directors is obliged to announce to the general meeting the amounts that have been paid during the last two years to each member of the board of directors or to the company's managers, as well as any benefits that were granted to them for any reason or on the basis of their contract with the company. In all the above cases, the board of directors may refuse to provide the information for substantive reasons, as recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting shareholders to the board, in accordance with articles 79 or 80 of law 4548/2018. In the cases of this paragraph, the board of directors may respond in a single application to shareholders with the same content.

Article 141 paragraph 7 of the law 4548/2018: At the request of shareholders representing at least one tenth (1/10) of the paid-up capital which is presented to the company within the period referred to in paragraph 6 of article 141 law 4548/2018, the board is obliged to provide to the general meeting information on the course of corporate affairs and asset situation of the company. The board may refuse to provide such information for substantive ground, which is indicated in the minutes. Such a reason might be, as the case may be, the representation of the applicant shareholders on the board of directors, in accordance with articles 79 or 80 of the law 4548/2018, provided that the respective members of the board have received relevant information in a sufficient way.

In all the above cases, the requesting shareholders must demonstrate their status as shareholders, as well as the number of shares they hold, at the time of the exercise of their right. Such proof is the presentation of a certificate from ELKAT or the certification of the shareholder status by a direct electronic connection of ELKAT and company.

All of the above information on minority rights and the terms for enforcing them are available on the website of the company (www.space.gr and then: SPACE HELLAS/Investors Relations/General Meetings/2023).

IV. AVAILAIBLE DOCUMENTS AND INFORMATION

In the company's internet website (www.space.gr and then: SPACE HELLAS/Investors/General Meetings/2023) are available or will be available, according to the law and the company's articles of association, electronically and also available in hard copies in the company's offices (302 Messogion Av., Cholargos, Attica, Investor Relations and Corporate Announcements Unit, Tel.:+30 210 6504458), in accordance with the law 4548/2018, the present invitation, the total number of shares and voting rights that these shares incorporate on the invitation date, the documents that need to be used for the participation and voting by proxy, any documents



to be submitted to the annual general meeting, the draft decisions for each item of the agenda, or, in case there is no decision to be proposed for approval, comments of the board of directors as well as the draft decisions that are proposed by the shareholders, in accordance with paragraph 3 of article 141 of law 4548/2018, immediately upon their receipt by company, as well as information regarding the exercise of minority rights of par. 2, 3, 6 and 7 of article 141 of law 4548/2018.

Agia Paraskevi, May 16th, 2023

On behalf of the company

The Chairman of the BoD

SPYRIDON MANOLOPOULOS

2. PROPOSALS OF THE BOARD OF DIRECTORS ON THE ITEMS OF THE DAILY AGENDA

ITEM 1st: Submission and approval of the annual financial statements (standalone and consolidated) according to the international financial reporting standards for the fiscal year 2022 (1/1/2022 – 31/12/2022) along with the relevant reports and declarations of the board of directors and the independent auditor.

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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The board of directors proposes to the general meeting to approve the annual financial report (standalone and consolidated) according to the international financial reporting standards (IFRS) for the fiscal year 2022 (1/1/2022-31/12/2022) that have been approved from the board of directors (meeting dated 29-03-2023) accompanied by the relevant reports and statements of the board of directors and the independent auditor and published in accordance with the law.

The annual financial report and the relevant documents are available in the company's site (www.space.gr end then SPACE HELLAS/Investors/Financial Results/2022).

ITEM 2nd: Approval of the distribution of financial results of the fiscal year 2022 (1/1/2022 -31/12/2022) including dividend distribution for the same fiscal year. Provision of authorizations to the company's board of directors.

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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The board of directors proposes to the general meeting to approve the distribution of the profits of the fiscal year 2022 amounting 2.332.060,65 euros after taxes according to the legislation as in force as follows:

- a) Formation, as provided in article 158 of Law 4548/2018, of the regular reserve 5% on net profits after taxes amounting to € 166.603,03.
- b) Distribution of dividend € 848.388,04 on profits, amounting to Euro 0,1314 per share, which exceeds the minimum dividend required by law under Article 161 of Law 4548/2018, taking into account Article 160 and the restrictions of Article 159 of the same law. According to the current tax provisions, the dividend to be distributed is subject to a 5% withholding tax (with the exception or variation of the withholding rate for shareholders subject to special provisions) and after the above withholding the net dividend payable per share amounts to ten euro cents and fourteen centimeters per minute (€ 0.1248).
- c) The remaining balance shall remain as retained.

With regard to the dividend for the fiscal year 2022, as already announced by the company with the financial calendar 2023, the general meeting is required to approve the ex-dividend date, the record date file of the beneficiary shareholders and the payment date for the remaining dividend of the financial year 2022, as follows: Ex-dividend date: Monday, July 17, 2023. Beneficiaries of dividend (record date): Tuesday, July 18, 2023. Dividend payment date: Friday, July 21, 2023. The payment of the dividend for the financial year 2022 will be made through a relevant bank.

Finally, the board of directors requests the authorization by the general meeting for the implementation of its decisions on the current item of the agenda, including the payment of the dividend to the beneficiary shareholders, as mentioned above.

ITEM 3rd: Approval of the overall management of the fiscal year 2022 (1/1/2022 - 31/12/2022) and release of the independent auditors for the same fiscal year according to the articles 108 and 117 para. 1 case c) of the law 4548/2018.

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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The board of directors proposes to the general meeting to approve the overall management of the company's board of directors for the fiscal year 1/1/2022 – 31/12/2022, according to the article 108 of the Law 4548/2018 and release of independent auditors who carried out the audit of the financial statements from any liability for compensation for of the fiscal year 1/1/2022 - 31/12/2022, according to the article 117 par.1 case c) of the Law 4548/2018.

ITEM 4th: Election of the certified auditors' company for (i) the audit of the annual and overview of the interim financial statements (standalone and consolidated) for the fiscal year 2023 (1/1/2023 - 31/12/2023) according to the international financial reporting standards, and (ii) the issuance of tax certificate for the said fiscal year, as well as the determination of this remuneration.

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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Note: According to article 124 par. 8 of law 4548/2018: "8. A natural person who holds shares listed on a regulated market and who is a member of the board of directors of that company, does not participate in the vote of the general meeting and is not counted on to form the quorum and majority when the general meeting decides to assign the mandatory audit of financial statements by a certified auditors or audit firm. This paragraph shall not apply when the majority of the independent members of the Board of Directors declare that they agree with the assignment of the audit to the proposed persons".

Following the recommendation of the company's audit committee and with the approval of all the independent members of the board of directors, according to article 124 para. 8 of the law 4548/2018, the board of directors proposes to the general meeting of shareholders, the annual audit and review of the company's interim financial statements (standalone and consolidated) for the fiscal year 1/1/2023 - 31/12/2023 to be carried out by the auditing company "PKF EUROELEGGTIKI SA" with an annual fee of € 18.722,00, plus VAT for the audit of the company's annual financial statements 2021 (standalone and consolidated), € 3.542,00 plus VAT for the review of the semi-annual financial statements of the company 2021 (standalone and consolidated) of € 11.500,00 plus VAT for issuance of the annual tax certificate 2023.

Following the above proposal, and after the recommendation of the company's audit committee and with the approval of all the independent members of the board of directors, according to article 124 para. 8 of the law 4548/2018, the Board of Directors also proposes to the general meeting of shareholders the general meeting to elect as ordinary and alternate independent auditors of the company for the audit of the financial statements of company and the group of companies of the fiscal year 1/1-31/12/2023, according to the provisions of law 4548/2018 and the legislation in force, the following certified public accountants of the Auditing Company "PKF EUROELEGGTIKI SA": a) as ordinary auditor it is proposed to be elected Mr. Dimos Pitelis son of Nikolaos, certified public accountant, resident of Athens, 16 Aitolias Street, ID AO 024845, tax reference number 028169699 and S.O.E.L. registration number 14481 as an ordinary auditor and b) as substitute auditor it is proposed to be elected Mr. Athanasios G. Chiolos certified public accountant, resident of Peristeri, 16 Nigritis Street, ID N 850778, tax reference number 061942025 and S.O.E.L. registration number 27661.

It is noted that the total remuneration of the certified auditors by the company for the fiscal year 2022, according to the decision of the 36th annual general meeting of the company's shareholders amounted to € 18.722,00 plus VAT for the audit of the annual financial statements 2021 (standalone and consolidated), to € 3.542,00 plus VAT for the review of the 2021 semi-annual financial statements (standalone and consolidated) and to € 11.500,00 plus VAT for the issuance of the annual tax certificate 2022.

According to the above, there is no change in the annual fee for the audit of the annual and the review of the interim financial statements (corporate and consolidated) for the fiscal year 2023, according to the international financial reporting standards.

Also, according to the above recommendation of the audit committee, it should be taken into account that:

a) The two (2) certified auditors of the auditing company "PKF EUROAUDIT SA" have audited a number of companies in several industries over a number of years. Mr. Pitelis has the appropriate audit experience and extensive knowledge of IFRS issues.

b) Due to the specialization of the executives of the auditing company with the issues of SPACE HELLAS, they are able to carry out the audit of the company more efficiently and more purposefully.

c) The communications with the executives of the financial management show that their cooperation with the executives of the auditing company is excellent and particularly effective, achieving the observance of the strict deadlines for the publication of the financial statements.

It is noted that based on their statements to the audit committee, the above certified auditors and members of the audit team are independent in relation to the company SPACE HELLAS and there is no obstacle in their appointment.

Taking into account all the above, the audit committee evaluated that the objectivity and independence of the statutory auditors in order for the above services to be provided to the company for the fiscal year 2023 are adequately guaranteed, while, in addition, their independence is confirmed in writing by the audit company in a letter to the audit committee.

ITEM 5th: Submission for discussion and consulting voting of the remuneration report of the fiscal year 2022 (1/1/2022 - 31/12/2022).

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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The board of directors submits for discussion and voting to the general meeting the remuneration report of the fiscal year 2022, according to the article 112 of the law 4548/2018, and proposes its approval. The company's remuneration and nominations committee has examined the remuneration report, before its submission, according to sub. para. c of article 11 of law 4706/2020.

It is clarified that the vote of the Shareholders on the Remuneration Report is of an advisory nature, according to article 112 par. 3 of Law 4548/2018.

The Remuneration Report for the fiscal year 2022 is as follows:

“REMUNERATION REPORT OF THE BOARD OF DIRECTORS (article 112 L. 4548/2018)

The board of directors of the company under the name “SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE” and the distinctive title "SPACE HELLAS" submits the present remuneration report (hereinafter the "Report") for discussion as the subject of the 5th item of the agenda of the annual general meeting of shareholders of the company of 12 June 2023, pursuant to article 112 of the law 4548/2018, as amended and in force. The Report contains a comprehensive overview of the total remuneration of the members of the board of directors of the company for the last fiscal year (2022) and the minimum information required by law. After the annual general meeting, it will be available on the company's corporate website for a period of ten (10) years, as required by law. According to the law, the vote of the shareholders has an advisory character and the company's BoD will explain in the next Report the manner in which the result of the vote was taken into account during the annual general meeting of 12 June 2023.

A. TOTAL REMUNERATION PAID

Total remuneration of members of the board of directors of “Space Hellas” for the year 2022 (article 112 par. 2 a' of the law 4548/2018 as in force). Remuneration policy covers all remuneration provided and in particular:

- Fixed remuneration (salary) 616.681,85 euros (net 352.313,11 euros),
- Variable remuneration (bonus) 139.000 euros (net 77.780,90 euros),
- Fees from participation in the board of directors meetings, and of its committees, 386.000 euros (net 235.100,00 euros).

NAME	GROSS REMUNERATION	GROSS BONUS	FEES FOR PARTICIPATION IN BoD	FEES AS A MEMBER OF A COMMITTEE OF BoD	TOTAL GROSS REMUNERATION
SPYRIDON MANOLOPOULOS (Executive Chairman)	142.624,90	40.000,00	54.000,00	0,00	234.624,90
IOANNIS MERTZANIS (Chief Executive Officer)	140.624,90	40.000,00	54.000,00	0,00	234.624,90
IOANNIS DOULAVERIS (Executive Member)	137.906,15	27.000,00	54.000,00	0,00	218.906,15
PANAGIOTIS MPELLOS (Vice President-Executive Member)	126.562,00	27.000,00	54.000,00	0,00	207.562,41
ANASTASIA PAPARIZOU (Executive Member)	70.963,49	5.000,00	54.000,00	0,00	129.963,49
THEODOROS CHATZISTAMATIOU (Non-Executive Vice President)	0,00	0,00	44.000,00	0,00	44.000,00
CHATIRAS EMMANOUEL (Independent Non-Executive member)	0,00	0,00	24.000,00	0,00	24.000,00
GAKIS THEODOROS (Independent Non-Executive member until 9/10/2022)	0,00	0,00	0,00	18.000,00*	18.000,00
THEODOROU EIRINAIOS (Independent Non-Executive Member since 10/10/2022)	0,00	0,00	0,00	6.000,00*	6.000,00
ANNA KALLIANI (Independent Non-Executive Member)	0,00	0,00	24.000,00	0,00	24.000,00
TOTAL	616.618,85	139.000,00	362.000,00	24.000,00	1.141.681,85

*refers to remuneration of the Chairman of the Audit Committee under a contract.

The fixed remuneration of the executive and non-executive members (except the independent ones) of the board of directors is determined by the indefinite employment relationship they have concluded with the company.

Variable remuneration is linked to corporate goals that are determined by quantitative and qualitative criteria (financial results, economic indicators, retention of high-potential employees, social responsibility, adaptation to ever-changing technological developments in the field of information and communication technologies). These criteria contribute depending on the percentage of their achievement but also their predetermined gravity in the percentage of the achievement of the general corporate goal. This goal is specified during the preparation of the annual budget (annual target) and the company's business plan (three-year target). Regarding 2021 the total annual target achievement fee amounted to € 139.000,00 was paid in 2022 and is analyzed in the above table.

Regarding the fees for preparation and participation in the meetings of the Board of Directors and depending on the distinction of the members of the Board of Directors in executive and non-executive, the amounts of the attached table were given as an extraordinary fee for the preparation and participation per meeting. These amounts resulted from the approved remuneration policy of the members of the board of directors by the general meetings of the company's shareholders of 07/05/2019 and 18/6/2020.

Finally, the Company provides non-monetary benefits to most Members of the Board of Directors due to the needs of their position to support the performance of their duties such as the use of a corporate mobile phone, the use of a corporate car and private health insurance based on the approval of the competent corporate bodies.

B. ANNUAL ALTERATION OF REMUNERATION, COMPANY'S PERFORMANCE & AVERAGE REMUNERATION OF EMPLOYEES (except for executives)

A comparative Table of annual total remuneration of the members of the board of directors of Space Hellas and average annual mixed remuneration of employees (except for executives) for the years 2018- 2022 (article 112 par. 2 b of Law 4548/2018) is presented.

Year	Total Gross Annual remuneration of BoD	Annual Change %	Annual Gross Remuneration of employees except for executives (average)	Annual Change %
2022	1.141.682 €	1,49%	25.633 €	2,79%
2021	1.124.866 €	4,22%	24.937 €	2,07%
2020	1.079.281 €	-3,79%	24.432 €	-0,04%
2019	1.121.839 €	-2,47%	24.441 €	1,92%
2018	1.150.299 €	2,60%	23.981 €	-2,03%

Notes:

- (1) The average is calculated on the basis of the period of service (i.e., total gross remuneration by the number of staff in proportion to the months of service)

A comparative table with financial data and indicators that reflect the time course of the company's performance figures for the years 2018 – 2022 (article 112 par. 2 b of law 4548/2018) is presented.

YEAR	Turnover ¹	Profit before interest, tax, depreciation and amortization (EBITDA) ¹	Profit before interest and tax (EBIT) ¹	After- tax profit (EAT) ¹	net debt/ EBITDA (times) ¹	Index of the Company's performance (ROE) ¹
2022	128.686.000 €	10.816.000 €	7.294.000 €	4.685.000 €	3,80	16,40%
2021	103.323.000 €	9.451.000 €	6.451.000 €	3.845.000 €	3,60	18,90%
2020	80.732.000 €	6.818.000 €	4.826.000 €	1.760.000 €	1,32	9,75%
2019	72.250.000 €	6.283.000 €	4.471.000 €	1.516.000 €	1,26	9,25%
2018	66.112.000 €	5.942.000 €	4.720.000 €	1.281.000 €	1,37	8,05%

Notes: (1) Economic indicators are derived from the consolidated balance sheet.

C. The members of the board of directors do not receive remuneration from any company of the same group (article 112 par. 2 cd of the law 4548/2018 as in force).

D. By decision of the 36th annual general meeting of the company's shareholders dated 22-06-2022, in the 7th item of the agenda, the payment of extraordinary remuneration to the executive members of the company's board of directors, Mr. Ioannis Mertzanis, CEO and Mr. Ioannis Doulaveris, CFO in the form of granting of free own shares (articles 109, paragraph 1 and 114 of law 4548/2018), and specifically: (a) sixty thousand (60,000) own shares to Mr. Ioannis Mertzanis, CEO and (b) forty-three thousand three hundred and eight (43,308) own

shares to Mr. Ioannis Doulaveris, Chief Financial Officer, with an obligation to retain them for a period of twelve (12) months from the date of their transfer to further align the interests of the company with those of the two beneficiaries, in accordance with the company's remuneration policy, and authorized the board of directors of the company to take all legal actions to implement this decision.

E. There are no rights for option for the members of BoD.

F. It is not possible to recover variable remuneration (article 112 par. 2 f of the law 4548/2018 as in force).

G. There is no reason to deviate from the remuneration policy".

ITEM 6th: Approval of the paid compensation and remuneration to the members of the board of directors for the fiscal year 2022 (1/1/2022 - 31/12/2022) and pre-approval of compensation and remuneration for the fiscal year 2023 (1/1/2023 - 31/12/2023).

Required quorum: 1/5 off the share capital Majority: 50% + 1 of the votes represented

The board of directors proposes the approval of compensations and remunerations paid to the members of the board of directors in the fiscal year 2022, in accordance with the article 109 of the law 4548/2018 which were determined and pre-approved by decision of the 22-06-2022 annual general meeting.

Specifically, for the year 2022, have been paid (a) fixed remuneration (gross salary) of a total amount of 616.681,85 euros (net 352.313,11 euros) to the members of the board of directors with an employment relationship with the company and variable remuneration (bonus) totaling 139.000,00 euros (net 77.780,90 euros), pertain to the goals of the fiscal year 2020 paid in 2021, and (b) to all members of the Board of Directors fees for participation in meetings of the body, and where appropriate, of its committees, totaling 386.000,00 euros (net 235.000,00 euros).

A relevant table follows:

NAME	GROSS REMUNERATION	GROSS BONUS	FEES FOR PARTICIPATION IN BoD	FEES AS A MEMBER OF A COMMITTEE OF BoD	TOTAL GROSS REMUNERATION
SPYRIDON MANOLOPOULOS (Executive Chairman)	142.624,90	40.000,00	54.000,00	0,00	234.624,90
IOANNIS MERTZANIS (Chief Executive Officer)	140.624,90	40.000,00	54.000,00	0,00	234.624,90
IOANNIS DOULAVERIS (Executive Member)	137.906,15	27.000,00	54.000,00	0,00	218.906,15
PANAGIOTIS MPELLOS (Vice President-Executive Member)	126.562,00	27.000,00	54.000,00	0,00	207.562,41
ANASTASIA PAPARIZOU (Executive Member)	70.963,49	5.000,00	54.000,00	0,00	129.963,49
THEODOROS CHATZISTAMATIOU (Non-Executive Vice President)	0,00	0,00	44.000,00	0,00	44.000,00
CHATIRAS EMMANOUEL (Independent Non-Executive member)	0,00	0,00	24.000,00	0,00	24.000,00

GAKIS THEODOROS (Independent Non-Executive member until 9/10/2022)	0,00	0,00	0,00	18.000,00*	18.000,00
THEODOROU EIRINAIOS (Independent Non-Executive Member since 10/10/2022)	0,00	0,00	0,00	6.000,00*	6.000,00
ANNA KALLIANI (Independent Non-Executive Member)	0,00	0,00	24.000,00	0,00	24.000,00
TOTAL	616.618,85	139.000,00	362.000,00	24.000,00	1.141.681,85

*refers to remuneration of the Chairman of the Audit Committee under a contract.

The above remuneration (salary) as well as the variable remuneration (bonus) are within the framework of the pre-approval of the general meeting of 22-06-2022.

In accordance with the updated remuneration policy approved by the general meeting of 18-06-2020, regarding the extraordinary remuneration of the members of the board of directors for their preparation and participation in the meetings of the body, the payment of a fixed (flat rate) fee, which (fee) amounts to € 54,000 for executive members and € 24,000 for non-executive members, excluding the non-executive vice president who will be remunerated with € 44,000, in any case regardless of the number of meetings.

The amounts of the remuneration of the members of the board of directors for their participation in the meetings of the body for the year 2022 mentioned in the table above, are in accordance with the above-mentioned updated remuneration policy of the company and are in line with those approved by previous general meetings of the company's shareholders based on the relevant previous policies of the company.

The amount of remuneration differs for the executive members of the board of directors, compared to the non-executive members, because the executive members, due to their position, are also responsible for the analysis of the agenda items, the briefing of the non-executive members of the board, the preparing and advising on decision-making.

Consequently, the board of directors proposes the pre-approval of compensation and remuneration of the members of the board of directors for the fiscal year 2023 and proposes that the fixed remuneration for the members with an employment relationship with the Company to be increased to the level of 617.000 euros from 616.681,85 euros in 2022 and that the variables (bonus) amount to a maximum of € 150.000 from 139.000 euros in 2022; which relate to the achievement of the objectives set for the fiscal year 2022 and will be paid in 2023.

Regarding the extraordinary remuneration of the members of the board of directors for their preparation and participation in the meetings of the body, it is proposed the payment of a fixed remuneration (standard fee) according to the approved by the general meeting of the company's shareholders of 18-06-2020 updated remuneration policy, which (remuneration) will amount to € 54,000 for executive members and to € 24,000 for non-executive members, except a) the independent non-executive member of the company' board of directors who is also the chairman of the audit committee and who will receive a fee of € 24,000 for performing the duties of the chairman of the audit committee and will not receive any fee for attending board meetings, in accordance with the relevant provision of the company's updated remuneration policy; and b) the non-executive vice president who will be receiving € 44,000, in any case regardless of the number of meetings.

Finally, the variable remuneration (bonus) regarding the achievement of the goals for the year 2023 to be paid within 2024 is proposed to be formatted in accordance with the company's remuneration policy, and, in any case, up to the maximum quantitative limit given by this pre-approval.

ITEM 7th: Submission for approval of the new remuneration policy due to the lapse of four (4) years since its last approval in accordance with article 110 para. 2 case 2 of the law 4548/2018.

Required quorum: 1/5 off the share capital

Majority: 50% + 1 of the votes represented

Due to the expiry of the period of validity of the company's approved remuneration policy, following a proposal of the company's remuneration and nomination committee, which was accepted by the board of directors in its relevant decision (meeting dated 22-05-2023), the board of directors, in accordance with article 110 par. 2 of the law 4548/2018, submits to the general meeting for approval the new remuneration policy of the company, which is as follows:

**“REMUNERATION POLICY
(L. 4548/2018)**

1. According to the provisions of the law 4548/2018 (article 110), a remuneration policy for the members of the board of directors is established.

2. The remuneration policy has been formulated in accordance with the Law 4548/2018 with a view to promoting creative performance in conjunction with the alignment of the company's objectives with the objectives of stakeholders and motivates the members of the board of directors to act with a view to maximizing the long-term economic value of the company and optimally defending the corporate interest. The principles of corporate governance, the distinction between executive and non-executive (and independent non-executive) board members in accordance with applicable legislation, and corporate social responsibility are taken into account.

It is also taken into account the salary and working conditions of the company's employees according to the data available from the payroll service, in compliance with the provisions for the protection of personal data, in combination with market conditions and technological developments in the sector of information and communication technologies (ICT) per job sector in the company, with particular emphasis on the creation of a sustainable working environment.

The remuneration policy is also based on the following principles: (a) Maximizing performance, (b) Adapting to the developments of the information and communication technology (ICT) market with the constant change of technological data on a scientific and practical level, (c) Linking remuneration and rewards to profitability and sustainable development, (d) Compliance with the applicable legal and regulatory framework, (e) Transparency.

Based on the above criteria and adherence to its principles, the remuneration policy contributes to the company's business strategy, long-term interests and sustainability.

3. The remuneration policy is drawn up and approved by the board of directors at a special meeting, taking into account or adopting the recommendation of the remuneration and nomination committee, and its review and revision shall require the same procedure, and in any case the unanimous vote of all independent members of the board of directors shall be required. The term of this remuneration policy is four (4) years from the date of its approval by the general meeting. The company shall submit the remuneration policy for approval to the general meeting whenever there is a material change in the circumstances under which the approved remuneration policy was established and in any case every four (4) years after its approval.

4. In case the company has a remuneration policy approved by the general meeting and the general meeting does not approve the proposed new remuneration policy, the company may continue to pay the remuneration of the members of the board of directors only in accordance with the previously approved remuneration policy and submit a revised remuneration policy for approval at the next general meeting.

5. In exceptional cases, a temporary deviation from the approved remuneration policy is permitted provided that there is a recommendation to the board of directors formulated by the remuneration and nomination committee, it is applied to individual elements of fixed or variable remuneration without affecting the principles and criteria of the remuneration policy and such deviation is necessary to serve the long-term interests of the company as a whole or to ensure its viability.

6. The remuneration policy covers all the remuneration received, namely: fixed, variable remuneration, meeting fees and allowances paid by the company in accordance with applicable legislation.

Total remuneration includes fixed and variable components to ensure that remuneration is linked to short and long term operational effectiveness: Fixed remuneration for executive members and/or non-executive members (other than independent members) with a fixed-term or indefinite employment contract or service contract respectively and variable remuneration that rewards the above persons for their performance. The employment contracts are of fixed or indefinite duration and the determination and payment of salary and all employment contracts are in accordance with the labor legislation and there are no notice periods or grounds for termination other than those provided for in the labor legislation.

Furthermore, in the event of early termination and/or written termination by mutual consent of the employment contract, or, where applicable, of the provision of services or work, and/or in the event of termination of the same due to the retirement and/or voluntary departure of the relevant executive member of the board of directors with the company, the company may pay additional compensation, i.e. in addition to that provided for by law, to be decided on a case-by-case basis by the board of directors, following the recommendation of the remuneration and nomination committee, taking into account the duties, responsibilities, position and performance of the member concerned, and the amount of the additional remuneration may not exceed two years of the member's annual non-variable remuneration. In any case, the amount of this additional remuneration, if any, and the terms and conditions of payment shall be laid down in the relevant employment contracts.

Depending on the position (executive / non-executive / independent non-executive members of the board of directors), the individual duties and the possible assignment of a managerial position in the company, additional remuneration is also provided due to the needs of the position and the level of responsibility, such as, but not limited to the use of a company mobile phone, the use of a company car and private health insurance.

Expenses covered by the company that do not constitute remuneration are expenses for entertainment, travel, accommodation and meals in connection with the performance of the duties of the members of the board of directors.

Fixed salaries should be competitive so that it is possible to attract and retain individuals with the appropriate skills, abilities and experience needed by the company.

The maintenance of competitiveness is ensured by monitoring remuneration levels in the company's sector of activity, at a greek and/or european level, through relevant surveys. In parallel with the assessment of the importance of the position, academic background, previous experience and talent are taken into account in order to determine the level of fixed remuneration.

Fixed pay is the highest percentage of total remuneration. Fixed salaries are paid through the company's payroll service.

The company rewards performance based on predetermined measurable, quantitative and qualitative targets, both short and long term. Variable remuneration is linked to the performance of the individual, the department where he or she may be employed, and the company and the group itself. The achievement of objectives at the above-mentioned levels is a key component of the company's culture, which is oriented towards efficiency combined with a healthy and sustainable working environment.



The level of variable remuneration given depends on performance on a number of quantitative and qualitative criteria, namely financial results, economic indicators, retention of high potential employees, social responsibility, adaptation to ever-changing technological developments in the information and communication technology (ICT) sector.

Targets are set each year according to the company's annual budget and business plan, taking into account the group's annual budget and business plan. Criteria include profitability, cost management versus revenue management, market conditions at domestic, european and international level. Qualitative criteria will also be taken into account, in particular: effectiveness and goal-orientation, entrepreneurial initiative, influence and persuasiveness, judgement and creativity, change management and flexibility, networking, management and development of people. The quantitative criteria are also determined according to the role that each member has taken on in the company (not applicable to independent non-executive members).

The amount of variable remuneration is calculated in the first quarter of the following year of each fiscal year, once the evaluation of the targets set has been completed, taking into account the prevailing economic environment and market conditions.

The percentages of variable remuneration are expressed as a percentage of fixed remuneration. Depending on the achievement of its quantitative and qualitative objectives, the company decides to distribute variable remuneration equal to a percentage of the total annual fixed remuneration. In each individual case the variable remuneration does not exceed 100% of the annual fixed remuneration. The payment of variable remuneration is intended to the motivation towards the achievement of corporate objectives and to maintain the company's competitiveness.

The payment of variable remuneration may be postponed only in exceptional cases and only where this is not prohibited by the legislation in force, without prejudice to the rights of the beneficiaries, following a recommendation from the remuneration and nominations committee and a decision by the board of directors in agreement with the beneficiaries for the period of postponement.

The case of the granting of share-based remuneration or rights for members to participate in the company's share acquisition programs shall be discussed and decided at the general meeting of the company's shareholders.

For the preparation of and participation in the meetings of the board of directors, the members of the board of directors will be entitled to an annual flat fee, the amount of which will be determined by a resolution of the annual general meeting of the company's shareholders, following a recommendation formulated by an independent member of the board of directors with the assistance of the company's chief financial officer, chief human resources officer and legal counsel and, after its establishment, by the company's remuneration committee. The company will have the possibility of paying this fee periodically during the relevant fiscal year in several instalments depending on its cash flow. In particular, as regards independent non-executive members who staff company committees, such as, but not limited to, the audit committee, the company may, instead of a flat fee, pay them, where appropriate, a fee for their preparation and participation exclusively in the meetings of the committee or committees of the company which they staff. This remuneration shall be monthly or annual and shall be structured as set out above.

7. The approved remuneration policy, together with the date and the results of the vote, shall be submitted to the publicity formalities provided for the publication of the copy of the minutes of the general meeting that decides on it (submission of the minutes of the general meeting to the general commercial register, posting of the minutes of the general meeting on the company's website) and shall remain available on the company's website, free of charge, at least for as long as it is in force.».

The board of directors recommends the approval of the above, new remuneration policy of the company.

ITEM 8th: Submission to the shareholders of the annual activities report of the audit committee for the fiscal year 2022 (1/1/2022 - 31/12/2022).

Required quorum: 1/5 off the share capital

Majority: 50% + 1 of the votes represented

The Chairman of the audit committee submits to the general meeting of the company the two (2) reports on the activities of the audit committee for the fiscal year 2022 (1/1/2022 - 31/12/2022), in accordance with the circular of the Hellenic Capital Market Commission no.: 1508 and dated 17/7/2020, with a reference date of 29/03/2023.

It is noted that two (2) audit committee activity reports have been prepared and submitted, and each report has been prepared by the respective active members of the audit committee, for the period of their term of office, in accordance with the notes, clarifications and recommendations of the Hellenic Capital Market Commission protocol number 784 dated 20/3/2023, which stipulate that in the event of a change in the composition of the audit committee during the reporting period of the activity report, the respective members of the committee shall prepare a report for the period during which they were active members.

The reports are as follows:

"Report of the Audit Committee

Corporate Fiscal Year 01.01.2022 - 31.12.2022

Period 01.01.2022 - 10.10.2022

of the Ordinary General Meeting of the shareholders of the Societe Anonyme with the name
**"SPACE HELLAS SOCIETE ANONYME TELECOMMUNICATIONS, INFORMATION AND
SECURITY SYSTEMS AND SERVICES - PRIVATE SECURITY SERVICES COMPANY"**

MARCH 2023

Dear Shareholders and representatives of the Company's shareholders,

On behalf of the Audit Committee of the Company and in my capacity as its Chairman, I submit the current Report of the Committee for the period 01.01.2022 - 10.10.2022), within which I served as Chairman of the Audit Committee, aiming to inform you about the work of the Committee as to ensure its compliance of the Company with the current legislative and regulatory "framework" governing its operation and the management of relevant risks.

Purpose & Composition of the Audit Committee

The purpose of the Audit Committee of the company "Space Hellas Societe Anonyme Telecommunications, Information Technology, Security Systems and Services - Private Security Services Company" (hereinafter the "Company") is the support of the Board of Directors in matters of quality supervision and financial integrity and the financial statements, the evaluation of the effectiveness of the internal control systems and the risk management as well as the monitoring of the obligatory audit of the annual and consolidated financial statements of the Company. Further analysis of the purpose of the Audit Committee is available in the Rules of Procedure of the Audit Committee, which is posted on the Company's website: (<https://www.space.gr/el/corporate-governance-code>).

The Rules of Procedure of the Audit Committee were drafted in accordance with the current legislation and the requirements of the Capital Market (Law 4706/2020, Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 and the relevant circulars of the Hellenic Capital Market Commission No. 1302 / 28.4.2017 and 1508 /

17.07.2020), and was approved by the Board of Directors of the Company with its Decision of 16.07.2021 (Minutes of the meeting of 16.07.2021).

The establishment and operation of the Audit Committee are governed by the provisions of article 44 of Law 4449/2017, Law 4706/2020, Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 and the relevant circulars of the Hellenic Capital Market Commission No. 1302 / 28.4.2017 and 1508 / 17.07.2020. According to circular No. 427 / 22.2.2022 of the Hellenic Capital Market Commission, the Income Statement is issued together with the annual financial report of the Company and is a distinct part of its content. The Audit Committee is a committee of the Board of Directors of the Company and consists of three (3) members. With the from 18.06.2020 34th Ordinary General Meeting of the Company's shareholders as members, with a term of six years, the following persons were elected:

The Audit Committee is a committee of the Company's Board of Directors and consists of three (3) members (non-executive members of the Company's Board of Directors, the majority of whom are independent).

With the 34th Annual General Meeting of the Company's shareholders, the following persons were elected as members, with a six-year term:

Name	Position in the Committee
Theodoros Th. Gakis	President, non-executive member of the BoD
Emmanouil I. Chatiras	Member, non-executive member of the BoD
Athanasios N. Patsouras	Member, non-executive member of the BoD

Subsequently, after the resignation of the independent non-executive member of the Company's Board of Directors and member of the Audit Committee, Mr. Athanasios Patsoura, as a member of the Board of Directors and by extension also of the Audit Committee, the Company's Board of Directors with its decision as of 13.05.2021 and after examining the eligibility criteria and independence conditions of article 44 of Law 4706/2020 and Articles 10 and 74 par. 4 of Law 4449/2017, as well as of the no. 1508/17-7-2020 of the Capital Market Commission's circular, appointed Mr. Theodoros Hatjistamatiou of Nikolaou, non-executive Vice-Chairman of the Company's Board of Directors, as a new member of the Audit Committee, for the remainder of the Committee's term, which coincides with that of the company's board of directors. This election was announced at the 35th Ordinary General Meeting of the company's shareholders on 17.06.2021.

Consequently, the Audit Committee at the meeting of 13.05.2021 was reconstituted into a body as follows:

Name	Position in the Committee
Eirinaios G. Theodorou	President, non-executive member of the BoD
Emmanouil I. Chatiras	Member, non-executive member of the BoD
Theodoros N. Chatzistamatiou	Member, non-executive member of the BoD

It is noted that with the decision of the 36th Annual General Meeting of the Company's shareholders of 22.06.2022 (item 8), the type, composition (the number of members and attributes) and term of office of the Company's Audit Committee was determined in accordance with articles 44 of Law 4449/2017 and 74 par. 4b of Law 4706/2020 and specifically that: (a) the type of Audit Committee to be a committee of the Board of Directors according to the Company's practice until then, i.e. a committee consisting of non-executive members of the Board of Directors of the Council (Article 44 par. 1 (aa) of Law 4449/2017, as applicable) the majority of which will be independent (Article 44 Par. 1 (d) of Law 4449/2017, as applicable) (b)



the composition of the Audit Committee to be, according to the company's practice until then, three members (c) the term of office of the members of the Committee to coincide with the term of office of the Board of Directors of the Company, which is six years and exceptionally extended until the end of the term, in which the next regular general meeting must be held and until the relevant decision is taken, i.e. no later than September 10, 2026, subject to any repeat or postponed meeting.

All members of the Committee are non-executive members of the Board of Directors of the Company, who meet the eligibility criteria and two (2) of the independent members who meet the conditions of independence of article 9 of Law 4706/2020, on independent non-executive members of the Board of Directors.

The Chairman of the Audit Committee is a Suspended Auditor and has proven sufficient knowledge in accounting and auditing and auditing and must be present at the meetings of the Committee concerning the approval of the financial statements of the Company. All members of the Audit Committee have sufficient knowledge of the sector in which the Company operates.

Operation of the Audit Committee

Without prejudice to the responsibility of the members of the administrative or management body or other members elected by the general meeting of the shareholders of the audited entity, the responsibilities of the Audit Committee are defined in paragraph 3 of article 44 of Law 4449/2017 and more specifically:

- a. informs the board of the audited entity about the result of the statutory audit and explains how the statutory audit contributed to the integrity of the financial information and what was the role of the Audit Committee in that process,
- b. monitors the financial reporting process and submits recommendations or proposals to ensure its integrity,
- c. monitors the effectiveness of the company's internal control, quality assurance and risk management systems and, as the case may be, its internal control department, with regard to the audited entity's financial information, without infringing the independence of this entity,
- d. monitors the mandatory audit of the annual and consolidated annual financial statements and in particular its performance, taking into account any findings and conclusions of the competent authority in accordance with par. 6 of article 26 of Regulation (EU) no. 537/2014,
- e. oversees and monitors the independence of certified public accountants or audit firms in accordance with articles 21, 22, 23, 26 and 27, as well as article 6 of Regulation (EU) no. 537/2014 and in particular the appropriateness of the provision of non-audit services to the audited entity in accordance with article 5 of Regulation (EU) no. 537/2014,
- f. is responsible for the selection process of certified public accountants or auditing firms and proposes the certified public accountants or auditing firms to be appointed in accordance with Article 16 of Regulation (EU) no. 537/2014, unless par. 8 of Article 16 of Regulation (EU) no. 537/2014.

The responsibilities of the Audit Committee are analyzed in article 4 of its Operating Regulations.

Meetings of the Audit Committee

According to the Minutes of the Audit Committee dated 01.02.2022, its annual Meeting Plan was approved and based on the Rules of Procedures of the Audit Committee, are provided: a) to conduct at least four (4) meetings to evaluate the findings of the quarterly Report of the Internal Auditor of the Company, b) the holding of at least four (4) meetings of the Audit Committee, c) the holding of two (2) semi-annual meetings before the publication of the Company's financial statements for the evaluation of the issues of the Audit Report / Overview Certified Auditor of the Company and the preparation of the Annual Activity Report; from a relevant suggestion of such issues by the Board of Directors of the Company and d) the holding of extraordinary meetings at the invitation of the President or any member of the Committee for the evaluation of findings that may have come to the knowledge of the members and relate to

the duties of the Committee or after a relevant proposal of such matters by the Company's Board of Directors.

The Audit Committee monitors and updates after each meeting the annual Meeting Plan, which includes, for example:

- Approving the annual program of the Internal Audit Unit and monitoring its execution – Audit Reports.
- Monitoring, examination and evaluation of the preparation process of the financial information.
- Monitoring the effectiveness of the Internal Control System, mainly through the work of the Internal Control Unit and the work of the Certified Auditor.
- Overview of the main accounting assumptions for the Company's Financial Statements, at an individual and consolidated level.
- Proposal to appoint a Certified Public Accountant.
- Timetable for drafting the financial information (updated by the Management).
- Review of financial reports prior to their approval by the Board of Directors.
- Audit Committee's Annual Report.

The above works have been adequately executed during the period 01.01.2022 – 10.10.2022.

Until 10.10.2022, twelve (12) meetings of the Committee were held. The meetings were held on the issues that fall within the areas of competence of the Committee, with an emphasis on the following topics: a) Financial Information, b) External Audit, c) Internal Audit and d) Other matters related to its responsibilities. In all the meetings, sixteen (16) issues were discussed and decisions were made. Of these, seven (7) related to Internal Audit issues, one (1) to the recommendation for the election of sworn auditors, four (4) to Financial Reporting, two (2) to Corporate Governance issues and two (2) which concerned the operation of the Audit Committee. Six (6) recommendations were made by the Audit Committee to the Board of Directors.

The Audit Committee carries out its tasks with full operational autonomy under the guidance of its Chairman, who is responsible for convening the meetings and defining the topics, which will be included in the agenda.

All members of the Audit Committee – during their term of office – participated in all the meetings and in every case the relevant minutes were kept. Depending on the topic of the meetings and as the case may be, the Certified Public Accountants, the Internal Auditor, the person in charge of the Evaluation of the Internal Control System as well as the Company's Executives charged with the administration and management of the company's operations, affairs and activities were invited and participated , in order to provide the necessary information and clarifications. All decisions of the Committee were taken unanimously.

Financial Statements – Financial Information procedures

The Audit Committee was informed in detail by the Statutory Auditor about the Company's Financial Statements, on an individual and consolidated level, which were prepared in accordance with IFRS for the year ended 31 December 2021. During the same presentation, the Audit Committee was also informed about the main accounting assumptions adopted by the Company and the Group for the preparation of the Financial Statements. After evaluating the preparation process of the Financial Statements, the Audit Committee recommended the approval of these Financial Statements by the Board of Directors.

Likewise, during the preparation of the interim Financial Statements of the Company and the Group for the period 01.01.2022 to 30.06.2022, the Statutory Auditor was informed of the review work carried out and recommended to the Board of Directors the approval of the Interim Financial Statements.

According to the Statutory Auditor - as depicted in his Supplementary Report towards the Audit Committee, - the areas of the corporate and consolidated Financial Statements that have been assessed as "high" risk as well as the other important accounting and auditing matters. They were the following:

- ✓ Investments – recoverability (impairment control)
- ✓ Group goodwill
- ✓ Intangible assets
- ✓ Revenue recognition
- ✓ Impairment of receivables
- ✓ Recoverability of deferred tax assets

Finally, we point out that the schedule for compiling the financial information was respected by the Management.

Internal Control Unit - Internal Control System (ICS) and Risk Assessment/Management Procedures

An important event during the fiscal year 2022 is the change of the Head of the Internal Control Unit. With the decision of 29.04.2022 of the Board of Directors of the Company, after a relevant recommendation of the Audit Committee, in accordance with the provisions of article 15 par. 2 of Law 4706/2020, and the appointment, as the head of the Internal Audit Unit of the Company, Mrs. Konstantina V. Zervou. Ms. Zervou holds a PhD from the Athens University of Economics and Business (AUEB), with many years of experience in Internal Audit. He holds professional certifications (CICA, COSO Framework, IT General Controls), while at the same time he has attended training seminars in fraud investigation and is a member of the Register of Internal Auditors of the Economic Chamber of Greece. She is a person of full and exclusive employ; she is personally independent and objective, while she possesses the appropriate knowledge and has the relevant professional experience. She does not subordinate hierarchically to any other service unit of the Company, while she assists in the exercise of the duties of the Board of Directors of the Company and cooperates with it, with the aim of safeguarding the interests of the Company and its shareholders.

Four (4) quarterly reports were submitted to the Audit Committee, three (3) for the year 2022 and one (1) related to the 4th quarter of the year 2021.

The work of the Internal Audit Unit was carried out on the basis of the Annual Audit Program, which was drawn up after evaluating and prioritizing the risks for the selection of audit areas.

Sampling audit procedures were carried out in all the Company's Directorates and Departments, and indicatively on the following basic business cycles:

- ✓ Treasury – Cash Available
- ✓ Reserves
- ✓ Purchases - Obligations
- ✓ Sales - Receivables
- ✓ Payroll
- ✓ Contracts (private, public and banking sectors)
- ✓ Procurement process - tenders

The Audit Committee evaluated, without making any changes, the relevant Reports issued by the Internal Audit Unit for the aforementioned period.

Within the fiscal year 2022, based on Law 4706/2020, the evaluation process of the Internal Control System began. The Audit Committee received a recommendation from the CEO as to the proposed company to be appointed as an appraiser. Subsequently, the Audit Committee informed the Board of Directors that it consented to the appointment of the appraiser for the project "Evaluation of the Internal Control System". The Internal Control Unit also actively participated in the evaluation process of the Internal Control System.

Also, additional Internal Audit work was carried out regarding Compliance with Law 4706/2020 on Corporate Governance, Law 4548/2018 on Limited Companies and the other Regulatory Framework and the mandates of the Hellenic Capital Market Commission.

External Audit

The Audit Committee proposed to the Board of Directors the re-appointment of the Audit Company PKF Euroauditing SA. as Statutory Auditors for the audit of the Company's Financial Statements for the year 2022. Within the framework of its responsibilities, the Audit Committee on 01.02.2022 was informed by the Statutory Auditor on the preliminary actions to audit the financial statements, i.e. the mandatory annual audit before its implementation and evaluated the plan, confirming that it covers the main areas of the audit and taking into account the main business and financial risks.

On 18.04.2022, the Draft Reports on the Company's Financial Statements were presented and the main issues that concerned the statutory auditor during his audits were discussed. Also, the draft special report provided for by the legislation (L.4449/2017 and E.537/2014), regarding the audit of the Company's Financial Statements for the year ended December 31, 2021, was presented to the Audit Committee.

From the audit work carried out by the Statutory Auditor, no cases of significant uncorrected errors were identified for which correction or reformation was needed in the individual and consolidated financial statements.

On 27.09.2022, the results of the review work on the Company's Interim Financial Statements were presented and the main issues that concerned the Statutory Auditor were discussed.

In general, the Commission examined all the services provided by the Certified Auditors and confirmed that no other services had been provided beyond the mandatory ones in the context of accounting, tax and other audits.

Meetings with Company Executives and other issues

The Audit Committee met with executives and members of the Board of Directors of the Company and was informed about the progress of the Company and the Group. In addition, he was briefed by the Chief Financial Officer on the procedures for compiling the Financial Information and on the procedures applied to ensure the completeness and validity of the required disclosures.

Sustainable Development Policy

Sustainable Development is an integral part of SPACE HELLAS' business strategy and its principles are integrated into its operation. The Company's Management estimates that the Company has sufficient resources to ensure the smooth continuation of its operation as a "Going Concern" in the foreseeable future.

In the context of its operation, the Company places special emphasis on issues of economic development, as well as the environment, human resources and society, in accordance with its values, i.e. responsibility, integrity, transparency, efficiency and innovation. More specifically, the Company invests in research and continuous improvement of its products and services as well as in the design and development of new ones, in order to cover the most specialized needs and requirements of its customers.

The Company takes care of the smallest impact of its activities on the environment and uses the best available techniques and the most modern systems of environmental protection, management and energy saving.

In terms of human resources, the Company operates with respect for internationally recognized human rights and implements policies of fair pay, based on the merits and equal opportunities for all its human resources, while supporting and making no distinction in terms of diversity. To this end, the Company has signed the Diversity Charter of Greece, which aims to act as a means of commitment for the implementation of equal opportunities and diversity in Greece, and has joined the Diversity Charter Greece (<https://diversity-charter.gr/signatories/>).



At the same time, it offers equal opportunities for development through continuous training and systematic evaluation. It consistently implements a long-term strategy, focusing on fundamental priorities such as attracting, training and retaining qualified human resources.

The Company encourages the exchange of ideas, opinions and information between employees, adheres to the legislation for the protection of personal data and demonstrates zero tolerance for malicious or offensive behavior of intimidation and harassment in the workplace, with the aim of creating a working environment and conditions, which they help to optimize the efficiency of the employees and, by extension, the sustainability of the Company. For this purpose, the Company has a Policy for Combating Violence and Harassment and for the Management of Internal Complaints (in accordance with articles 9 and 10 of Law 4808/2021 and the applicable regulatory legislation, YA 82063/22- 10-2021 of the Ministers of Education and Religious Affairs and Tourism – Official Gazette 5059B/01-11-2021 which covers the persons of paragraph 1 of article 3 of Law 4808/2021), which is notified to every employee and is freely accessible from all employees and posted on the company's website. The Company strives to provide its people with a unique work experience, earn their loyalty and provide incentives that will push them to give their best and develop their potential.

Space Hellas implements an integrated and certified Health and Safety management system in the Workplace which is designed to minimize risks, take continuous measures to prevent accidents and occupational diseases, continuously train employees as well as strengthen the work culture. The Health & Safety Management System in the workplace is certified according to the international standards OHSAS 18001 new version ISO 45001:2018.

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In carrying out its work, within the aforementioned period, the Audit Committee had unhindered and full access to all the information that was necessary and at the same time had the necessary infrastructure and resources for the effective exercise of its duties and the implementation of its work. Within the framework of its responsibilities, it will continue to contribute to the smooth adaptation of the Company to the new, upgraded but also very demanding framework that was established regarding Corporate Governance.

The Chairman of the Audit Committee
Theodoros Gakis”

“Report of the Audit Committee

Corporate Fiscal Year 01.01.2022 - 31.12.2022

Period 11. 10.2022 - 31.12.2022

of the Ordinary General Meeting of the shareholders of the Societe Anonyme with the name

"SPACE HELLAS SOCIETE ANONYME TELECOMMUNICATIONS, INFORMATION AND SECURITY SYSTEMS AND SERVICES - PRIVATE SECURITY SERVICES COMPANY"

Dear Shareholders and representatives of the Company's shareholders,

On behalf of the Audit Committee of the Company and in my capacity as its Chairman, I submit the current Report of the Committee for the period 11.10.2022 - 31.12.2022), within which I served as Chairman of the Audit Committee, aiming to inform you about the work of the Committee as to ensure its compliance of the Company with the current legislative and regulatory "framework" governing its operation and the management of relevant risks.

Purpose & Composition of the Audit Committee

The purpose of the Audit Committee of the company "Space Hellas Societe Anonyme Telecommunications, Information Technology, Security Systems and Services - Private Security Services Company" (hereinafter the "Company") is the support of the Board of Directors in matters of quality supervision and financial integrity and the financial statements, the evaluation of the effectiveness of the internal control systems and the risk management as well as the monitoring of the obligatory audit of the annual and consolidated financial statements of the Company. Further analysis of the purpose of the Audit Committee is available in the Rules of Procedure of the Audit Committee, which is posted on the Company's website: (<https://www.space.gr/el/corporate-governance-code>).

The Rules of Procedure of the Audit Committee were drafted in accordance with the current legislation and the requirements of the Capital Market (Law 4706/2020, Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 and the relevant circulars of the Hellenic Capital Market Commission No. 1302 / 28.4.2017 and 1508 / 17.07.2020), and was approved by the Board of Directors of the Company with its Decision of 16.07.2021 (Minutes of the meeting of 16.07.2021).

The establishment and operation of the Audit Committee is governed by the provisions of article 44 of Law 4449/2017, Law 4706/2020, Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 and the relevant circulars of the Hellenic Capital Market Commission No. 1302 / 28.4.2017 and 1508 / 17.07.2020. According to circular No. 427 / 22.2.2022 of the Hellenic Capital Market Commission, the Income Statement is issued together with the annual financial report of the Company and is a distinct part of its content. The Audit Committee is a committee of the Board of Directors of the Company and consists of three (3) members. With the from 18.06.2020 34th Ordinary General Meeting of the Company's shareholders as members, with a term of six years, the following persons were elected:

The Audit Committee is a committee of the Company's Board of Directors and consists of three (3) members (non-executive members of the Company's Board of Directors, the majority of whom are independent).

All the members of the Committee are non-executive members of the Company's Board of Directors, who meet the eligibility criteria and two (2) of them are independent members who meet the independence requirements of Article 9 of Law 4706/2020, on independent non-executive members of the Board of Directors.

The Chairman of the Audit Committee is a Suspended Auditor and has proven sufficient knowledge in accounting and auditing and auditing and must be present at the meetings of the Committee concerning the approval of the financial statements of the Company. All members of the Audit Committee have sufficient knowledge of the sector in which the Company operates. With the 34th Annual General Meeting of the Company's shareholders, the following persons were elected as members, with a six-year term:

Name	Position in the Committee
Theodoros Th. Gakis	President, non-executive member of the BoD
Emmanouil I. Chatiras	Member, non-executive member of the BoD
Athanasios N. Patsouras	Member, non-executive member of the BoD

Subsequently, after the resignation of the independent non-executive member of the Company's Board of Directors and member of the Audit Committee, Mr. Athanasios Patsoura, a member of the Board of Directors and by extension also of the Audit Committee, the Company's Board of Directors with its decision as of 13.05.2021 and after examining the eligibility criteria and independence conditions of article 44 of Law 4706/2020 and Articles 10 and 74 par. 4 of Law 4449/2017, as well as of the no. 1508/17-7-2020 of the Capital Market Commission's circular, appointed Mr. Theodoros Hatjistamatiou of Nikolaou, non-executive Vice-Chairman of the Company's Board of Directors, as a new member of the Audit Committee, for the remainder of the Committee's term, which coincides with that of the company's board of directors. This election was announced at the 35th Ordinary General Meeting of the company's shareholders on 17.06.2021.

With the decision of the 36th Annual General Meeting of the Company's shareholders of 22.06.2022 (item 8), the type, composition (number of members and attributes) and term of office of the Company's Audit Committee were determined in accordance with articles 44 of Law 4449/2017 and 74 par. 4b of Law 4706/2020 and specifically that: (a) the type of Audit Committee to be a committee of the Board of Directors according to the Company's practice until then, i.e. a committee consisting of non-executive members of the Board of Directors of the Council (Article 44 par. 1 (aa) of Law 4449/2017, as applicable) the majority of which will be independent (Article 44 Par. 1 (d) of Law 4449/2017, as applicable) (b) the composition of the Audit Committee to be, according to the company's practice until then, three members (c) the term of office of the members of the Committee to coincide with the term of office of the Board of Directors of the Company, which is six years and exceptionally extended until the end of the term, in which the next regular general meeting must be held and until the relevant decision is taken, i.e. no later than September 10, 2026, subject to any repeat or postponed meeting.

Subsequently, due to the resignation of the independent non-executive member of the Company's Board of Directors, Mr. Theodoros Gakis, as a member of the Board of Directors and by extension as a member of the Audit Committee, the Board of Directors of the company with its decision of 11.10.2022, after taking into account the relevant recommendation of the Company's Remuneration and Nominations Committee following its reasoning, with the content of which all the members of the board of directors agreed and the assumptions of which were adopted as is and in full, after verifying and finding that the new member is independent in accordance with the provision of article 44 paragraph 1 item (d) of Law 4449/2017 as long as it meets the independence criteria of Article 9 of Law 4706/2020 (as already verified by the Board of Directors of the Company by virtue of 10.10. 2022 of his decision) and confirmed, and based on his CV and all the documents, statements and information obtained from him, from the company internally and from external sources, that the new member meets the other specifications defined by article 44 of Law 4449/ 2017 appointed as a new independent member of the Audit Committee the independent non-executive member of the Board of Directors of the Company Mr. Eirinaios Theodorou, until the next general meeting of the Company's shares which will decide on the assignment of the status of the independent non-executive member to as above member elected by the Board of Directors either to another existing member or to a new member that the general meeting will elect, in accordance with the applicable provisions.

Consequently, the Audit Committee at the meeting of 11.10.2022 was reconstituted into a body as follows:

Name	Position in the Committee
Eirinaios G. Theodorou	President, non-executive member of the BoD

Emmanouil I. Chatiras	Member, non-executive member of the BoD
Theodoros N. Chatzistamatiou	Member, non-executive member of the BoD

The brief CVs of the members of the Audit Committee are as follows:

Eirinaios Theodorou, President: Mr. Eirinaios Theodorou has many years of professional experience and specialized knowledge at a high level as a suspended certified public accountant (A.M. SOEL 4016) with significant collaborations in the financial and audit sector. In particular, Mr. Theodorou is a partner of the consulting company FK Consulting Services SA. and has participated in numerous projects related to the preparation, analysis and audit of financial statements, international financial reporting standards, the preparation of consolidated financial statements, the preparation of budgets and financial reports, the preparation of strategic and business plans, the reorganization of companies and the assessment of business risks, the preparation of risk assessment and the general compliance of businesses with the respective legal framework of their operation and corporate governance. During the above many years of experience, Mr. Theodorou was involved in projects in the fields of IT and technology, areas of activity of the company. An indicative list is the following: advisory support in the application of IFRS 15 (recognition of income) for the NOVA & Forthnet companies, preparation of financial statements with the DIGEA company (digital provider), and participation in a special purpose control group for the OTE group. He also has significant knowledge and experience in matters of internal control, quality assurance and risk management, having participated in many projects to create and reorganize internal control departments, draw up annual audit programs and internal control operating manuals, in accordance with applicable legal and institutional requirements and international internal control standards (COSO methodology).

Theodoros Chatzistamatiou, Member: Mr. Theodoros Chatzistamatiou was born in Athens on 3-7-1949. He is a graduate of the Department of Mathematics of the University of Athens (1973) and of NCSR Democritus (degree of Analysis and Programming (1973), while in the period 1975-1976 he studied analysis and programming. In 1977, he served as Chief Payroll Officer in the Naval General Staff of the Ministry of National Defense, with responsibility for planning and analysis. name: Hellenic Informatics Systems SA, a subsidiary of ETVA and assuming the position of administrator of the Mediterranean Integrated Program (IMP) IT achieved the absorption of IMP to reach 97% within two years (from 13%). In 1993 he was a secretary at the General Secretariat of Information Systems of the Ministry of Finance. In the period 1994-1999 he held the position of director in the Hydrographic Service. In the period 1999-2006 he was the president of ISCHYS A.E.L.D.E. In the period 2000-2012 he was president and CEO of Master Hellas Consulting SA. In the period 2009-2013 he was chairman of the board of directors of DEFKALION SA. He is the author of the book: "Learning COBOL Language" (1982) and his articles have been published in industry and daily press (1983-1992). He also has many years of educational experience in computer science, as in the period 1981-1987 he was a professor of computer languages at the School of Computer Programming of the Ministry of National Defense. He has participated in a number of complex IT projects. He is fluent in English. From 17-03-2016 he was an independent non-executive member of the Board of Directors of Space Hellas.

Emmanuel Hatiras, Member: Manos Hatiras was born in Athens on 03-08-1977. He is a recognized executive with proven know-how and business experience with significant financial success in London and New York. His experience in building new business ideas in multinational organizations gives him invaluable knowledge of how international companies operate. Today he is the CEO & Co-Founder of CURITY PHARMA S.A. (former HEXO MED S.A.). He has over 15 years of experience in investment management and financial experience. From 2009 to 2019 he excels at Deutsche Bank in London. He started his career at Deutsche Bank as Head of Hedge Funds Research and Investment at Corporate & Investment Bank. In 2013 he transferred to the capital management department of Deutsche Bank as the Global Head of Hedge Funds. Since 2016 he has been the Chief Executive Officer - Global Head of Multi-Asset Products, at the Corporate & Investment Bank of Deutsche Bank and a Member of the Executive Committee of Global Investment Solutions. Under Mr. Hatiras' leadership, his

team was directly responsible for managing \$ 12 billion and had been repeatedly recognized as the Best Overall Investment Platform. Prior to joining Deutsche Bank, he was Credit Agricole's Chief Research Officer for European Holdings and a member of Credit Agricole's Investment Committee. He began his professional career in 2004 in New York as a hedge fund analyst at Lyra Capital LLC. During his financial career he was involved in most markets including the IT market having analyzed Hedge Funds investments in the IT field. He is the author of academic and practical articles with papers published by Wiley Publications as well as The Journal of Alternative Investments. He holds an MBA from the University of Massachusetts in the USA. and a bachelor's degree in Economics and IT Management from the University of Maine in the USA where he graduated with honors.

Operation of the Audit Committee

Without prejudice to the responsibility of the members of the administrative or management body or other members elected by the general meeting of the shareholders of the audited entity, the responsibilities of the Audit Committee are defined in paragraph 3 of article 44 of Law 4449/2017 and more specifically:

- a. informs the board of the audited entity about the result of the statutory audit and explains how the statutory audit contributed to the integrity of the financial information and what was the role of the Audit Committee in that process,
- b. monitors the financial reporting process and submits recommendations or proposals to ensure its integrity,
- c. monitors the effectiveness of the company's internal control, quality assurance and risk management systems and, as the case may be, its internal control department, with regard to the audited entity's financial information, without infringing the independence of this entity,
- d. monitors the mandatory audit of the annual and consolidated annual financial statements and in particular its performance, taking into account any findings and conclusions of the competent authority in accordance with par. 6 of article 26 of Regulation (EU) no. 537/2014,
- e. oversees and monitors the independence of certified public accountants or audit firms in accordance with articles 21, 22, 23, 26 and 27, as well as article 6 of Regulation (EU) no. 537/2014 and in particular the appropriateness of the provision of non-audit services to the audited entity in accordance with article 5 of Regulation (EU) no. 537/2014,
- f. is responsible for the selection process of certified public accountants or auditing firms and proposes the certified public accountants or auditing firms to be appointed in accordance with Article 16 of Regulation (EU) no. 537/2014, unless par. 8 of article 16 of Regulation (EU) no. 537/2014.

The responsibilities of the Audit Committee are analyzed in article 4 of its Operating Regulations.

Meetings of the Audit Committee

With the change in composition, the new Chairman of the Audit Committee, Mr. Theodorou, was informed by the former Chairman of the Audit Committee, Mr. Gakis, of the Audit Committee's actions until October 10, 2022. Examples include: a) approval of the Financial Statements for the fiscal year 2021 and the Interim Financial Statements for the period 01.01.2022 – 30.06.2022, b) selection of Certified Public Accountants, c) proposal to appoint a new Head of the Internal Audit Unit, d) establishment and staffing of the Risk Management Unit. He also informed that: a) there is an approved Meeting Plan of the Audit Committee, b) there is an Operating Regulation of the Audit Committee and c) there is an approved Audit Program of the Internal Audit Unit. The Head of Internal Audit Unit has delivered three (3) Internal Audit reports concerning the year 2022 and one (1) concerning the year 2021.

The Audit Committee monitors and updates after each meeting the annual Meeting Plan, which includes, for example:

- Approving the annual program of the Internal Audit Unit and monitoring its execution – Audit Reports.
- Monitoring, examination and evaluation of the preparation process of the financial information.
- Monitoring the effectiveness of the Internal Control System, mainly through the work of the Internal Control Unit and the work of the Certified Auditor.
- Overview of the main accounting assumptions for the Company's Financial Statements, at an individual and consolidated level.
- Proposal to appoint a Certified Public Accountant.
- Timetable for drafting the financial information (updated by the Management).
- Review of financial reports prior to their approval by the Board of Directors.
- Audit Committee Annual Report.

The above works have been adequately executed during the relevant period

From 11.10.2022 to 31.12.2022, five (5) meetings of the Committee were held. The meetings were held on the subjects that fall within the areas of competence of the Committee, with an emphasis on the following subjects: a) Financial Information, b) External Audit, c) Internal Audit and d) Other issues related to its responsibilities. In all the meetings, five (5) issues were discussed and decisions were made. Of these, one (1) relates to Internal Audit issues, one (1) to Financial Reporting, two (2) to Corporate Governance issues and one (1) related to the operation of the Audit Committee. During this period, no proposals were made to the Company's Board of Directors.

Within the fiscal year 2023, the Audit Committee held three meetings with the Company's Statutory Auditor. In the meetings, the Financial Statements funds and the work expected to be carried out on the most important funds were discussed in detail. The Statutory Auditor presented to the members of the Committee the Preliminary financial statements audit actions for the year 2022 as well as the audit work that would be carried out in the risk areas and more specifically in the following fields:

- Investments in companies: impairment testing
- Goodwill: impairment control
- Intangible assets
- Revenue recognition
- Impairment of receivables
- Deferred tax assets

Also, the Statutory Auditor notified the Audit Committee of the audit instructions sent to the Statutory Auditors of the Group Companies for the 2022 financial year.

The Audit Committee carried out its tasks with full operational autonomy under the guidance of its Chairman, who is responsible for convening the meetings and defining the topics, which will be included in the agenda.

All members of the Audit Committee participated in all the meetings and in each case the relevant minutes were kept. Depending on the topics of the meetings and as the case may be, the Statutory Auditor, the Internal Auditor and the person in charge of the Evaluation of the Internal Control System were invited and participated as well as the Directors of the Company who are charged with the administration and management of the company's work, affairs and activities, in order to provide the necessary information and clarifications. All decisions of the Committee were taken unanimously.

Financial statements - Financial Information procedures

The Audit Committee, in view of informing its new Chairman, contacted the Sworn Auditor and the interim Financial Statements of the Company and the Group for the period 01.01.2022 to 30.06.2022 were analyzed for the review work carried out. In particular, further information was requested and provided regarding the composition of certain funds of the Financial Statements and the audit procedures applied in the context of the conducted audit.

Also, the Audit Committee was informed about the process and the start of work for the audit of the year 2022. According to the Statutory Auditor, the areas of the corporate and consolidated Financial Statements that have been assessed as "high" risk during the audit process for use 2022 are as follows:.

- ✓ Investments – recoverability (impairment control)
- ✓ Group goodwill
- ✓ Intangible assets
- ✓ Revenue recognition
- ✓ Impairment of receivables
- ✓ Recoverability of deferred tax assets

Within the fiscal year 2023, the Audit Committee, in cooperation with the Statutory Auditors and the Financial Directorate, thoroughly examined and evaluated the important issues for the Company, as mentioned above (high risk areas). He also evaluated the process of preparing the Financial Statements and indicatively: the use of the going concern assumption, the accounting policies of the Company, the important judgments, assumptions and estimates during the preparation of the financial statements.

For the Company's Financial Statements, on an individual and consolidated level, which were drawn up in accordance with IFRS for the year ending on December 31, 2022, the Audit Committee recommended their approval by the Board of Directors, carrying out the prescribed procedure.

Internal Control Unit - Internal Control System (ICS) and Risk Assessment/Management Procedures

An evaluation of the Head of the Internal Audit Unit for the year 2022 was carried out based on a specially designed questionnaire, which resulted in a sufficient, unanimous from all EU members, for the professionalism and consistent work she has demonstrated since taking up her duties (April 2022) until the end of fiscal year 2022.

Findings of the reports of the Internal Audit Unit were made available to the Board of Directors, which acted accordingly to restore the findings, with an emphasis on those characterized as high and medium risk.

Communications were made to inform the Audit Committee with the Assessors of the Internal Control System, during which the Audit Committee was informed of the progress of the work.

Finally, the Audit Committee received the annual report from the Risk Management Unit, which states the most important risk areas to be taken into account in the process of drawing up the Unit's Annual Control Plan for the year 2023.

Meetings with Company Executives and other matters

The Audit Committee met with directors and members of the Company's Board of Directors and was informed about the progress of the Company's operations. He was informed by the Financial Director of the Company and the Group about the procedures for the preparation of the Financial Information for the preparation of the 2022 annual Financial Statements.

Sustainable Development Policy

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Company has sufficient resources to ensure the smooth continuation of its operation as a "Going Concern" in the foreseeable future.

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In carrying out its work, within the aforementioned period, the Audit Committee had unhindered and full access to all the information that was necessary and at the same time had the necessary infrastructure and resources for the effective exercise of its duties and the implementation of its work. Within the framework of its responsibilities, it will continue to contribute to the smooth adaptation of the Company to the new, upgraded but also very demanding framework that was established regarding Corporate Governance.

The Chairman of the Audit Committee
Eirinaios Tehodorou”.

ITEM 9th: Announcement of the decision of the company’s board of directors for the election of a new independent non-executive member of the board of directors in substitution of a resigned independent non-executive member and decision of the characterization of the new member elected by the board of directors as independent non-executive member of the board of directors. Confirmation of the number of the independent non-executive members of the board of directors.

Required quorum: 1/5 off the share capital	Majority: 50% + 1 of the votes represented
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It is announced at the annual general meeting of the company's shareholders, in accordance with article 82 par. 1 of the law 4548/2018, the decision of the company's board of directors dated 10-10-2022 for the election of Mr. Eirinaios Theodorou as a new independent non-executive member of the company's board of directors in replacement of the resigned independent non-executive member of the company's board of directors, Mr. Theodoros Gakis, and the temporary, until the next general meeting of shareholders, attribution to him of the capacity of the independent non-executive member.

The company, following the above decision, immediately and within the prescribed period of twenty (20) days from the meeting of the board of directors, announced the said election to the Athens Exchange (announcement of 11 and 14-10-2022), submitted to the capital market committee the copies of the relevant minutes (update of 11 and 14-10-2022) and posted on its website the relevant announcement (www.space.gr. and then SPACE HELLAS / Investors / Announcements / 2022) and the short CV of Mr. Theodorou (www.space.gr. and then SPACE HELLAS / Investors / Board of Directors).

The following is the recommendation of the board of directors for the new non-independent member of the board of directors, in accordance with article 18 of the law 4706/2022, which has been posted within the legal deadline (a. 18 of law 4706/2022) and on the company's website (www.space.gr. and then SPACE HELLAS / Investors / General Meetings / 2023):

**«PROPOSAL OF THE BOARD OF DIRECTORS OF
«SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND
SERVICES - PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE»
(GEMI No. 375501000) TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
12.06.2023
FOR THE INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS
ELECTED IN REPLACEMENT OF A RESIGNED MEMBER
(article 18 of law 4706/2020)**

With item 9 of the agenda, it is announced to the company's annual general meeting of shareholders the decision of the company's board of directors dated 10.10.2022, in accordance with article 9 par. 4 of law 4706/2020, for the election of Mr. Eirinaios Theodorou as a new independent non-executive member of the board of directors in replacement of the resigned independent non-executive member Mr. Theodoros Gakis and the temporarily, until the next general meeting of the company's shareholders, attribution to him of the capacity of the independent non-executive member.

The company's board of directors, in accordance with the provisions of article 18 par. 1 of law 4706/2020, informs the shareholders about the above new member of the board of directors, as follows:

(I) Justification of the proposal of new member

In accordance with the company's articles of association and article 9 para. 4 of law 4706/2020, given that after the resignation of Mr. Theodoros Gakis the number of the independent non-executive members of the company's board of directors remained below the legal minimum (art. 5 para. 2 of the law 4706/2020), i.e. remained less than 1/3 of its total members, the company's board of directors by its decision elected a new member in replacement of the resigned independent non-executive member, taking into account the relevant proposal of the company's remuneration and nominations committee, the company's suitability policy, the company's regulation code and the law 4706/2020.

The remuneration and nominations committee of the company at its meeting dated 7/10/2022 suggested as a new independent non-executive member of the board of directors Mr. Eirinaios Theodorou, son of George.

According to the said proposal the remuneration and nominations committee taking into account that the new candidate should meet the suitability criteria at an individual level for his participation in the board of directors, as these criteria are defined and specified in the company's suitability policy, and in particular he should have sufficient knowledge and practical experience, but also guarantees of ethics and reputation, independence of judgement, sufficient time, and there should be no conflict of interest, while, given the fact that he will be an independent non-executive member of the board of directors, he should also meet the conditions of independence as defined in article 9 para. 1 and 2 of law 4706/2020. In addition to the individual level, the suitability of the candidate had been also evaluated on a collective level, that is, the evaluation of the suitability of the members of the board of directors as a whole. Finally, given that the new member had to replace Mr. Gakis and as a member of the audit committee, which is a committee of the company's board of directors, the fact that he should meet the conditions of article 44 of the law 4449/2017 was also evaluated and in particular (a) to be independent in accordance with article 44 para. 1 (d) of the law 4449/2017 and (b) to have sufficient knowledge in the field in which the company operates, i.e. telecommunications, IT and security and sufficient knowledge and experience in audit or accounting, so that the audit committee is able to implement the responsibilities and obligations defined in paragraph 3 of article 44 of law 4449/2017.

Subsequently, the company's board of directors, at its meeting dated 10/10/2022, adopted the above proposal of the remuneration and nominations committee and ascertained, based on the CV and all the documents, statements and information obtained from Mr. Theodorou himself, from the company internally and from external sources, the fulfillment of the eligibility criteria of the candidate.

(II) Detailed curriculum vitae of the new member

Resume Mr. Eirinaios Theodorou:

CURRICULUM VITAE

LAST NAME	:	THEODOROU
NAME	:	EIRINAIOS
ADDRESS	:	--
REGION	:	--
T.K.	:	--
TEL.	:	--
E – MAIL	:	--
NATIONALITY	:	--
DATE OF BIRTH	:	--



MILITARY SERVICE
MARITAL STATUS

: --
: --

ACADEMIC EDUCATION – PROFESSIONAL CERTIFICATES

5/2013	:	CERTIFICATION CRMA (Certification in Risk Management Assurance) BY THE INTERNATIONAL INSTITUTE OF INTERNAL AUDITORS
9/2006-6/2008	:	MASTER' S DEGREE IN PROFESSIONAL TRAINING «INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS»
4/2005	:	GRADUATE OF THE DEPARTMENT OF ADMINISTRATION OF BUSINESS OF PATRAS UNIVERSITY "FINANCE-ACCOUNTING" GRADE 8.17 (VERY GOOD)
6/2000	:	1 st HIGH SCHOOL OF N. IRAKLEIO

PROFESSIONAL EXPERIENCE

9/2009 – as of today	:	Self-employed-Certified Public Accountant in suspension and Internal Auditor, Registered on Ministry of Finance's Register of Internal Auditors and the Institute of Internal Auditors
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6/2017 – up to date President of the Audit Committee of ELTON AEBE

Cooperation with Public Enterprises and Entities:

9/2009-4/2012 IDIKA SA

4/2012 - 4/2015 OASA SA.,

4/2015 – 4/2020 – ERT

11/2021 – up to date MEGARON ATHENS CONCERT HALL

Major responsibilities:

- Establishment of an Internal Audit Department, Preparation of Annual Audit Programs and Internal Audit Operating Statutes, Overview and recommendations during the process of drawing up Operating Regulations and Procedures Manuals, Conducting Audits for Compliance with the current Legal and Tax Framework, Conducting Special Audits (inventories, counts, supply control, etc.), Overview of the process of preparing the financial information required (budgets, Financial Statements (GAAP and IFRS), Monthly Monitoring of Budget Execution and other reports (Register of Commitments, etc.), Overview of the process of preparing Operational and Strategic Action Plans

Internal Auditor in Health Units in the framework of Law 4025/2011 period 2011 - 2016: (G.H.: Thiva, Leivadia, Kifisia, Kastoria, University Hospital Ioannina, Argos, Nafplio, Pentelis Kids Hospital)

"KSI Greece" CERTIFIED PUBLIC ACCOUNTANTS, KIFISIAS AV. 62 & PREMETIS, MAROUSI 15125 – Partner Internal Auditor. Project Manager:

Regular Audit of Financial statements,

Audit of financial reports NPDD

Control, agreements and Control, certification of financial data N.P.I.D., N.P.D.D. OTA

Recording of Internal Procedures in NPDD

Risk Assessment training in NPDD and NPID

Special Control in research institutions for research programs-co-financed by the European Union

"FK Consulting Services S.A." Business Consultants – Accounting Metamorfosi Attica, Vas.Deligianni 72 Partner – Administrator, Project Manager:

Creation - reorganization of Internal Audit Departments, in accordance with the applicable legal and institutional requirements, as well as the International Standards of Internal Audit (COSO methodology),

Support in the design and implementation of Internal Audit, Business reorganization and cost management (cut- costing), Development of Strategic and Business plans, Business Valuation, Development of management information systems (MIS), Business risk assessment, Compliance with applicable legal frameworks, Organization of Personnel Management Data. Participation in IT & technology sector projects, indicatively: advisory support in the implementation of IFRS 15 (revenue recognition) for Nova and Forthnet companies, preparation of the financial statements with the company DIGEA (Digital Provider), assistance of the audit company in the implementation of special purpose audit projects for the OTE group

EMI EFFECTIVE MANAGEMENT INTERNATIONAL 18, Dimitrakopoulou str., 11141 ATHENS. Lecturer of 80 hours seminars 80 with subject: "NEW TAX SYSTEM – ALL THE LATEST CHANGES" (L. 4172/2014).

Conducting a seminar on the procedures for recording operating regulations and evaluating internal control systems with optimization proposals at the organization "ATPSYTE" Mutual Care Fund of the Association of Bank Employees of Greece (RE-ENGINEERING)

9/2005 – 9/2009

: **"DRM STYLIANOU S.A."** CERTIFIED ACCOUNTANTS & BUSINESS ADVISORS.

9/2003 – 6/2004 &
1/2001 – 6/2003
6/2003 – 8/2003

: **"CELL INFORMATION"** ACCOUNTING OFFICE, 16, GOUNARI STR. PATRAS Assistant Accountant
: **«ALPHA FINANCE A.X.E.Π.E.Y»**, 6, DRAGATSANIOU STR., ATHENS

COMPUTERS

EXCELLENT KNOWLEDGE: **WINDOWS, MICROSOFT OFFICE, SPSS, INTERNET, ACL, WINERA, X_LINE, SINGULAR,**

VERY GOOD KNOWLEDGE :: **SAP, MANPOWER, SWOT ANALYSIS, STOCK PROGRAMS 'DIVIDEND, SAT, HRIMA & ALPHA-LINE', VISUAL BASIC, NLTSA v 2.0, ORACLE**

FOREIGN LANGUAGES

ENGLISH
FRENCH

: Fluently
: Basic

ADDITIONAL INFORMATION

2009 – up to date

: Continuous Attendance of Training Seminars on specialized topics of Audit (internal and external), and Taxation

2009 –

Member of the Greek and International Institute of Internal Auditors

2005 –

: Member of the Board of Certified Public Accountants and Member of the Chamber of Commerce with a First Class Accountant License

REFERENCE LETTERS

Available on request

[\(III\) Ascertainment of the fulfillment of the eligibility criteria of the new member, in accordance with the company's suitability policy and the conditions of independence according to article 9 para. 1 and 2 of law 4706/2020](#)

The company's board of directors appointed Mr. Theodorou in accordance with the company's articles of association and article 9 para. 4 of law 4706/2020, taking into account the relevant proposal and recommendation of the company's remuneration and nominations committee, the company's suitability policy, the company's operating regulation and law 4706/2020.

The company's remuneration and nominations committee verified that the new member of the board of directors meets all the individual criteria of the company's suitability policy, specifically: a. the adequacy of knowledge and skills, b. ethics and reputation, c. lack of conflict of interest, d. independence of judgment and e. sufficient time available. In addition to the suitability on an individual level, the suitability of the candidate was also assessed on a collective level, that is, the suitability of the members of the board of directors as a whole.

In particular, the remuneration and nominations committee of the company evaluated the new board member and ascertained that: Mr. Eirinaios Theodorou, according to his CV, has many years of professional experience and specialized knowledge at a high level as a certified auditor in suspension (A.M. SOEL 4016) with significant collaborations in the financial and audit sector. In particular, since September 2009, Mr Theodorou, as a partner of the consulting company FK Consulting Services S.A. as well as of the company of certified public accountants KSi Greece P.C., has participated in numerous projects with the object of preparation, analysis and control of financial statements, international financial reporting standards, preparation of consolidated financial statements, preparation of budgets and financial reports, preparation of strategies and business plans, reorganization of companies and assessment of business risks, preparation of risk assessment and general compliance of companies with the applicable legal framework and corporate governance. According to the above many years of experience, Mr. Theodorou as a partner of FK Consulting Services S.A. participated in projects in the telecommunications and technology sectors, the company's areas of activity, indicatively: advisory support in the implementation of IFRS 15 (recognition of income) for the NOVA & Forthnet companies, preparation of financial statements with the DIGEA company (digital provider), audit assistance company in the implementation of special purpose control projects for the OTE group. He also has significant knowledge and experience in matters of internal control, quality assurance and risk management, having participated in many projects to create and reorganize internal control departments, draw up annual control programs and internal control operating statutes, in accordance with applicable legal and institutional requirements and international internal control standards (COSO methodology) as an internal auditor of companies since 2009, and internal auditor at the Athens Concert Hall Organization and KSi Greece P.C. as of today. Mr. Theodorou also has significant experience in terms of the obligations and duties of an audit committee member, since 2017 he has been the chairman (as a third independent person, not a member of the board of directors) of the audit committee of the company under the name "ELTON INTERNATIONAL TRADING SA", a company active in the field of chemical raw materials and industrial machinery.

Moreover, the remuneration and nomination committee while evaluating the candidate new member based on his CV and all documents, statements and information obtained from him, from the company internally and from external sources, his professional experience and business activity (in particular the existence and importance of any possible cooperation between the company and companies in which it participates in capital and/or management), it had also ascertained that Mr. Theodorou has the guarantees of ethics and reputation, the independence of judgment, as well as sufficient time and there is no conflict of interest, and complies with the restrictions on the number of positions that a member of the company's board of directors may hold at the same time, while, as candidate independent member of the board of directors, he meets the conditions of independence as they derive from article 9 para. 1 and 2 of the law 4706/2020. In addition, it was ascertained that Mr. Theodorou also meets the eligibility conditions of article 44 para. 1 of the law 4449/2017 for his participation in the audit committee and in particular, has sufficient knowledge in the field in which the company operates, while, as a certified auditor in suspension, has sufficient knowledge and experience in auditing and accounting, so that the audit committee is able to implement the responsibilities and obligations defined in paragraph 3 of article 44 of the law 4449/2017.

It is noted that the committee requested and received from Mr. Theodorou a criminal record certificate from which the inscription "NONE" appears as well as tax and insurance information, which proved that he has no tax or social security debt. Furthermore, Mr. Theodorou confirmed that no final court decision has been issued against him that recognizes his culpability for loss-making transactions of a listed company or a non-listed company of the law 4548/2018, with related parties and also submitted to the company the required formal declaration that a final court decision has not been issued within one (1) year prior to his appointment that

acknowledges his culpability for loss-making transactions of a listed company or non-listed company of law 4548/2018, with related parties.»

The general meeting of shareholders should take a decision to grant to Mr Eirinaios Theodorou the capacity of independent non-executive member of the board of directors for the period until the expiry of the term of office of the members of the board of directors, which is six years and is exceptionally extended until the end of the period in between the next annual general meeting must be convened and until the issuance of the relevant decision which means at the latest until September 10, 2026, subject of any possible adjourned or postponed meeting.

Also, the general meeting should confirm, in accordance with the notices, clarifications and recommendations of the capital market committee (no. 1149/17.05.2021), the number of independent non-executive members of the company's board of directors, which are:

- Mr. Emmanouel Chatiras son of Ioannis, who has been elected by the resolution of the annual general meeting of 18-06-2020, pursuant to which he was granted the capacity of independent non-executive member of the board of directors

- Ms. Anna Kalliani son of Spyridon, who has been elected by the resolution of the board of directors dated 13-05-2021 to replace a resigned independent non-executive member of the company's board of directors and whose election was announced, in accordance with the law, at the immediately following 35th annual general meeting of shareholders of the company of 17-06-2021, by the resolution of which she was granted the capacity of independent non-executive member of the board of directors.

- Mr. Eirinaios Theodorou son of George, who has been elected by the resolution of the board of directors dated 10-10-2022 to replace a resigned independent non-executive director of the company and his election is announced, as required by law, at the next following (i.e. this) annual general meeting of the shareholders of the company to be accorded to him the capacity of independent non-executive member of the board of directors.

ITEM 10th: Submission of the reports of the independent non-executive members of the board of directors for the period 1/1/2022 - 12/6/2023 according to article 9 para. 5 of the law 4706/2020.

The independent non-executive members of the board of directors submit to the annual general meeting of the company's shareholders their reports according to article 9 par. 5 of the law 4706/2020.

It is noted that, according to the notes, clarifications and recommendations of the Hellenic Capital Market Commission under no. 784 dated 20/3/2023, the reports cover the period from the date of the last report (31-12-2021) to the date of the convening of the general meeting, i.e. from 1/1/2022 to 12/6/2023, while two joint reports have been prepared and each report has been prepared by the respective active independent members of the board of directors for the period during which they were active independent non-executive members of the board of directors.

The reports are presented in a single document with a distinction of the respective reporting periods as follows:

«[Report of the independent non-executive members of the board of directors to the annual general meeting of shareholders of 12/06/2023\(article 9 par. 5 law 4706/2020\)](#)»

[PERIOD 01/01/2022 - 12/06/2023](#)

This report (hereinafter "the Report") is submitted jointly by the independent non-executive members of the Board of Directors of " SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES PRIVATE

ENTERPRISE " (hereinafter referred to as the "Company") to the annual general meeting of shareholders of the company on 12-06-2023, in accordance to the provisions of article 9 par. 5 of the Law of the Republic of Cyprus, dated 12-12-2023, on 12-12-2023. 4706/2020 and the relevant circulars and replies (no. 428/21.02.2022) as well as the notices, clarifications and recommendations of the Hellenic Capital Market Commission (protocol no. 784 and dated 20/03/2023). It refers: A) The period from 01/01/2022 (time point to which the last report refers) until 10/10/2022 (when the independent non-executive member of the board of directors, Mr. Theodoros Gakis, was replaced from the board of directors due to his resignation) and B) The period from 11/10/2022 (i.e. the day following the election of Mr. Eirinaios Theodorou in replacement of the resigned, Mr. Theodore Gakis) until the date of the convening of the ordinary general meeting (12/06/2023). The independent non-executive members met without the presence of the executive members of the company's board of directors.

A. Report for the period 01/01/2022 to 10/10/2022

I. Monitoring and reviewing the Company's strategy and its implementation, as well as the evolution of its objectives:

During the period from 01/01/2022 to 10/10/2022, the Company served its strategic objectives and supported its holdings as they have developed in various sectors of the IT, communications and security market and its business planning, and at Group level, taking into account the significant unpredictable factors and the difficulties encountered mainly due to the fluctuations in the economy.

The Company is implementing its business planning in order to exploit the business opportunities created by the challenge of digital transformation in the public and private sectors and partnerships with highly qualified companies.

In parallel, the Company continued to support investment in human resources, expertise and infrastructure to support its solutions and the expansion of its products and services.

During the above period, in the context of corporate governance and regulatory compliance, in accordance with the law 4706/2020, the Company approved the policy against incidents of violence and harassment and for the handling of internal complaints, appointed a new head of the internal audit unit, established the company's compliance unit and risk management unit, appointed a compliance officer and a risk management unit officer, and approved the regulations of the above units, appointed a data protection officer (DPO) and revised and approved the company's code of conduct (resolutions of the company's board of directors dated 16/02/2022, 29/04/2022, 20/05/2022, 25/05/2022, 31/05/2022 and 19/12/2022, respectively).

Also, and in accordance with the provisions of paragraph i. 3 and para. 4 of article 14 of the law 4706/2020 and the decision 1/891/30.09.2020 of the board of directors of the Hellenic Capital Market Commission and following recommendations, the Company's board of directors assigned the company named "AMiD - Governance, Internal Controls and Internal Audit Services" the evaluation of its internal control system in order to assess its adequacy and effectiveness, with a reporting date of 31.12.2022 (decision of the company's board of directors dated 31/03/2022).

During the period from 01/01/2022 to 10/10/2022, the Company continued its presence in IT projects in the private and public sector by participating in tendering procedures and the implementation of relevant contracts, in accordance with the relevant decisions of its board of directors.

II. Supervision of the executive members of the board of directors, including the monitoring and controlling their performance.

The Company's strategy until 10/10/2022 was implemented in the framework of the decisions of the board of directors and the formulation of recommendations of its executive members following suggestions of the Company's relevant committees, as appropriate.



The independent non-executive members of the board of directors communicated with the management of the Company (the executive members of the board of directors) and were informed of the corporate issues, the course and the strategy of the Company either remotely using electronic means of communication or with individual meetings at the Company, as appropriate, to ensure effective monitoring of the executive members.

It was ascertained that the executive members of the Company's board of directors, in the context of promoting the corporate interest and competitiveness of the Company, monitor the specific conditions of the information and communication technologies market, as well as the ESG disclosure guide of the Athens Exchange and are informed by the competent bodies on developments in new technologies and environmental issues, as well as on the procedures for the integration of these new developments in the corporate environment.

Whereupon, the independent non-executive members, (a) discussing the strategic moves implemented by the Company until 10/10/2022 and which were presented in more detail in section I of the Report, (b) taking into account the positive initiatives, suggestions and proposals of the executive members of the Board of Directors, which resulted in the promotion and implementation of the corporate objectives and (c) evaluating the above mentioned work of the executive members until 10/10/2022 in relation to serving the overall strategy, vision and, by extension, the development of the Company, they note their outstanding performance, both individually and collectively.

III. Review of the proposals of the independent members on the recommendations of the executive members of the board of directors

From 01/02/2022 to 10/10/2022, the executive members of the Company's board of directors made proposals for the implementation of the Company's strategy in line with its business plan, the adoption of a new organizational structure, the utilization of its existing investments, the strengthening of its product base, the creation of a dynamic and more flexible operational structure, the adoption of corporate governance practices in accordance with the applicable legislation, the Company's response to innovation solutions, the participation in the development of the Company's business plan, the implementation of the Company's strategy and the implementation of its business plan. The meetings of the board of directors were attended by all its members, the recommendations of its executive members and/or the recommendations of the Company's relevant directorates were discussed and, after an interactive discussion, the decisions were unanimous in approving the relevant recommendations and no opposition, objection or amendment was made by the independent directors on these.

IV. Conclusion

The implementation of the Company's strategy for the period from 01/01/2022 to 10/10/2022, based on the decisions of the Board of Directors and the business moves and corporate reorganizations that took place during this period, is assessed as effective, always with a view to serving the Company's interests.

The independent non-exclusive members of the board of directors

Anna Kalliani

Emmanouil Chatiras

Theodoros Gakis (ex member)

A. Report for the period 11/10/2022 to 12/06/2023

I. Monitoring and reviewing the Company's strategy and its implementation, as well as the evolution of its objectives:

The reports for the period from 1/1/2022 to 10/10/2022 are confirmed, as the Company continued to serve its strategic objectives and support its business planning, taking into account

the business environment as shaped by the digital transformation in the IT, communications and security market and the fluctuations in the economy.

In parallel, the possibility of financing for the implementation of the Company's investment plan under the Recovery and Resilience Facility (RDF) was utilized by issuing a common bond loan with a total nominal value (principal) of nine million six hundred thousand euros (€9,600,000), in accordance with the provisions of the law 4548/2018 and the law 3156/2013. The Company's investment plan concerns its digital transformation with modern technologies and based on its needs, in the context of which (digital transformation) it will upgrade its infrastructure, network, security and applications and has been deemed definitively eligible to receive funding through the RDF. This loan will have a ten (10) year term (announcement to the Athens Stock Exchange dated 23/03/2023).

During the above period, the Company, in the context of corporate governance and regulatory compliance, in accordance with the law 4706/2020, updated and amended its internal regulations, reformulating its organizational structure and establishing a new General Division of Solutions & Products (decisions of the Company's board of directors 09/11/2022, 13/01/2023 and 04/04/2023, and press release to the Athens Stock Exchange dated 25/04-2023).

The evaluation of the Company's internal control system (ICS) was completed in order to assess its adequacy and effectiveness, with a reporting date of 31/12/2022, in accordance with the provisions of paragraph i. 3 and para. 4 of article 14 of the law 4706/2020 and the decision 1/891/30.09.2020 of the board of directors of the Hellenic Capital Market Commission by the company "AMiD - Governance, Internal Controls and Internal Audit Services".

The conclusion of the independent evaluators, which is included in the final evaluation report on the adequacy and effectiveness of the ICS dated 24/03/2023, states that: *"Based on our work performed, as described above under "Scope of Work Performed", and the evidence obtained, in relation to the assessment of the adequacy and effectiveness of the Company's ICS, as at the reporting date of 31 December 2022, nothing has come to our attention that could be considered a material weakness in the Company's ICS in accordance with the Regulatory Framework"* (the Company's corporate governance statement included in the 2022 Annual Financial Report).

During the same period, the reporting procedure of the law 4990/2022 "for the protection of persons reporting violations of EU law and the transposition of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019" was approved and a person responsible for receiving and monitoring reports was appointed (decision of the Company's board of directors 03/05/2023). The updated telework policy of the Company was also approved (decision of the Company's board of directors dated 04-05-2023).

During this period, the Company continued its active presence in IT projects in the private and public sector through its participation in tendering procedures and the implementation of relevant contracts, in accordance with the relevant decisions of its board of directors.

II. Supervision of the executive members of the board of directors, including the monitoring and controlling their performance.

With regard to the assessment of the performance of the executive members for the period under review, we refer to the findings set out in Section A. Report for the period 01/01/2022 to 10/10/2022, which apply in their entirety.

III. Review of the proposals of the independent members on the recommendations of the executive members of the board of directors.

The account set out in Section "A. Report for the period 01/01/2022 to 10/10/2022", is repeated as no opposition, objection or amendment was raised by the independent members on the recommendations of the executive members of the board of directors, which were unanimously adopted by all members.



IV. Conclusion

The implementation of the Company's strategy for the period 11/10/2022 until the date of the annual general meeting, based on the decisions of the board of directors and the business moves and corporate reorganizations that took place during this period, is assessed as effective, always with a view to serving the Company's interests.

The independent non-exclusive members of the board of directors

Anna Kalliani

Emmanouil Chatiras

Eirinaios Theodorou».

Item 11th: Various Announcements

3. FORM OF PROXY

FORM OF PROXY

To:

Space Hellas S.A.

Investor Relations & Corporate Announcements Unit

302, Messogion Ave.

155 62 Cholargos

Tel. : +30 210 6504458

FAX: +30 210 6504153

Email: sharehold@space.gr

**FORM OF APPOINTMENT OF PROXY FOR THE PARTICIPATION TO THE ORDINARY
GENERAL MEETING OF « SPACE HELLAS S.A. TELECOMMUNICATIONS, IT,
SECURITY SYSTEMS AND SERVICES - PROVISION OF SECURITY SERVICES PRIVATE
ENTERPRISE»
(SPACE HELLAS S.A.)**

The undersigned shareholder / legal representative of the legal person who is shareholder of the company "Space Hellas S.A." (furthermore the company or Space Hellas S.A.):

NAME:

SURNAME:

FATHER'S NAME:

LEGAL REPRESENTATIVE (IN CASE OF LEGAL
PERSON):

ADDRESS / HEADQUARTERS:

ID NUMBER/ Reg. Number at the Company's Registry
G.E.M.I.:

TELEPHONE NUMBER:

INVESTOR ACCOUNT (DSS ACCOUNT):

SECURITIES ACCOUNT:

NUMBER OF SHARES: _____ / or total number of shares owned for which I
have the right to vote on the corresponding Record Date



Being fully aware and informed of the invitation of the ordinary general meeting of the company, which will take place on Monday June 12th, 2023, at 11:00 am, at the headquarters of the company, 312 Messogion Ave. (1st floor), I hereby notify to you my intention to participate in the ordinary general meeting or in the case of postponed or repeated meeting, and to exercise my voting rights arising from the above mentioned shares or from the total number of shares owned, for which I will have the right to vote, on the corresponding record date, by law, through my representative(s).

Therefore, I authorize as my proxy / proxies:

1. NAME OF REPRESENTATIVE:

FATHER'S NAME:

EMAIL ADDRESS:

ADDRESS:

I.D. NUMBER or PASSPORT NUMBER: _____ issued the

by _____

or/and

2. NAME OF REPRESENTATIVE:

FATHER'S NAME:

EMAIL ADDRESS:

ADDRESS:

I.D. NUMBER or PASSPORT NUMBER: _____ issued the

by _____

or/and

3. NAME OF REPRESENTATIVE:

FATHER'S NAME:



EMAIL ADDRESS:

ADDRESS:

I.D. NUMBER or PASSPORT NUMBER: _____ issued the

by _____

and give them the order, the power and the right, acting jointly or each one of the above mentioned individually (*please delete the non-applicable*), to represent me in the abovementioned ordinary general meeting of the company (Space Hellas S.A.), which will take place on Monday June 12th, 2023, at 11:00 am, at the headquarters of the company, 312 Messogion Ave. (1st floor), as well as to any postponed or repeated meeting, independently of the way of convocation, and vote as regards the item of the daily agenda, as defined hereabove, to exercise all my legal rights at the general meeting and, in general, to act whatever is necessary for my legal participation through the above person/persons, in any meeting of abovementioned general meeting.

I hereby approve every action of the above person(s) that will take place within the scope of the present authorization, as legal, valid, and binding.

It is noted that every shareholder has the right to appoint up to three (3) representatives. However, in case a shareholder holds shares of the company which appear in more than one securities' account, such limitation does not prevent the shareholder to appoint different proxies for the shares which appear in each securities' account in relation to a certain general meeting.

The appointed proxy is obliged to notify to the company, prior to the commencement of the general meeting, any specific fact, which might be useful to the shareholders, in their assessment of the risk of the proxy serving interests other than their own according to the article 128 paragraph 5 of Law 4548/2018.

**please note with (x) your respective choice*

Agenda
(Outline description of Items on which a vote is predicted)

	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
FOR ALL THE ITEMS ON THE DAILY AGENDA VOTING AS HEREUNDER				

Item 1	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Submission and approval of the annual financial statements (standalone and consolidated) according to the international financial reporting standards for the fiscal year 2022 (1/1/2022 – 31/12/2022) along with the relevant reports and declarations of the board of directors and the independent auditor.				
Item 2	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION

Approval of the distribution of financial results of the fiscal year 2022 (1/1/2022 - 31/12/2022) including dividend distribution for the same fiscal year. Provision of authorizations to the company's board of directors.				
Item 3	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Approval of the overall management of the fiscal year 2022 (1/1/2022 - 31/12/2022) and release of the independent auditors for the same fiscal year according to the articles 108 and 117 para. 1 case c) of the law 4548/2018.				
Item 4	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Election of the certified auditors' company for (i) the audit of the annual and overview of the interim financial statements (standalone and consolidated) for the fiscal year 2023 (1/1/2023 - 31/12/2023) according to the international financial reporting standards, and (ii) the issuance of tax certificate for the said fiscal year, as well as the determination of this remuneration.				
Item 5	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Submission for discussion and consulting voting of the remuneration report of the fiscal year 2022 (1/1/2022 - 31/12/2022).				
Item 6	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Approval of the paid compensation and remuneration to the members of the board of directors for the fiscal year 2022 (1/1/2022 - 31/12/2022) and pre-approval of compensation and remuneration for the fiscal year 2023 (1/1/2023 - 31/12/2023).				
Item 7	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Submission for approval of the new remuneration policy due to the lapse of four (4) years since its last approval in accordance with article 110 para. 2 case 2 of the law 4548/2018.				
Item 9	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Announcement of the decision of the company's board of directors for the election of a new independent non-executive member of the board of directors in substitution of a resigned independent non-executive member and decision of the characterization of the new member elected by the board of directors as independent non-executive member of the board of directors. Confirmation of the number of the				

independent non-executive members of the board of directors.				
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In case I decide to attend the abovementioned general meeting in person, this authorization shall be deemed invalid provided however that I have notified to the company in writing of such revocation or replacement of the present authorization at least forty-eight (48) hours prior to the corresponding date of the general meeting.

I am fully aware that the authorization or the revocation of representatives is made in writing with the present document and not with electronically means, and it is submitted to the company at least forty-eight (48) hours prior to the corresponding date of the ordinary general meeting, i.e. **10 June 2023 and at 11:00 am**, as follows: either (a) it is submitted by the shareholder or the representative in between the above referred deadline to the company's Investor Relations and Corporate Announcements Unit at the address: 302 Messogion Ave, 155 62 Cholargos, Attica, completed, signed by the shareholder and validated with the validation of the shareholder's signature, or, alternatively, digitally signed with the use of a recognized digital signature (qualified certificate) by the shareholder or (b) it is sent by the shareholder or the representative in between the above referred deadline, completed, signed by the shareholder and validated with the validation of the shareholder's signature, or, alternatively, digitally signed with the use of a recognized digital signature (qualified certificate) by the shareholder, with an electronic mail (email) to the electronic mail address (email) of the company (Investor Relations and Corporate Announcements Unit) sharehold@space.gr or by fax in the following number: +30 210-6504458 (daily in between 09.00 am and 16.00 pm). The sender is informed to take care as regards the confirmation that he / she has successfully sent the relevant proxy as well as of its successful receipt by the company, by calling to the phone number + 30 210 – 6504458 (Investor Relations and Corporate Announcements Unit).

In any other case the representative/s will participate in the ordinary general meeting according the article 124 paragraph 5 of Law 4548/2018.

(place), (date)/....../2023

The undersigned shareholder

.....

Signature and full name

and in case of Legal entity company's stamp

4. TOTAL NUMBER OF SHARES AND VOTING RIGHT

The total number of shares and voting rights of the company “**SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY, SYSTEMS & SERVICES PRIVATE ENTERPRISE FOR PROVISION OF SECURITY SERVICES**” existing on the day of the invitation for the purpose of calculating the quorum and the majority on items of the agenda of the ordinary general meeting of June 12, 2023, amounts to six million four hundred fifty six thousand five hundred thirty (6,456,530).

5. SAMPLE DECISIONS OF GENERAL MEETING

SAMPLE DECISIONS OF THE ITEMS OF THE AGENDA OF THE ORDINARY GENERAL MEETING OF JUNE 12th, 2023

ITEM 1st: Submission and approval of the annual financial statements (standalone and consolidated) according to the international financial reporting standards for the fiscal year 2022 (1/1/2022 – 31/12/2022) along with the relevant reports and declarations of the board of directors and the independent auditor.

In the first item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the annual financial statements (standalone and consolidated) according to the international financial reporting standards for the fiscal year 2022 (1/1/2022 – 31/12/2022) along with the relevant reports and declarations of the board of directors and the independent auditor.

ITEM 2nd: Approval of the distribution of financial results of the fiscal year 2022 (1/1/2022 -31/12/2022) including dividend distribution for the same fiscal year. Provision of authorizations to the company's board of directors.

In the second item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the distribution of financial results of the fiscal year 2022 (1/1/2022 – 31/12/2022) including dividend distribution for the same fiscal year and provided authorizations to the company's board of directors.

ITEM 3rd: Approval of the overall management of the fiscal year 2022 (1/1/2022 - 31/12/2022) and release of the independent auditors for the same fiscal year according to the articles 108 and 117 para. 1 case c) of the law 4548/2018.

In the third item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the overall management of the company 2022 (1/1/2022 – 31/12/2022) according to the provisions of the article 108 of Law 4548/2018 and released the independent auditors for the same fiscal year according to the provisions of the article 117 para.1 case c) of Law 4548/2018 as regards the audit made to the financial statements of the fiscal year 2022 (1/1/2022 – 31/12/2022).

ITEM 4th: Election of the certified auditors' company for (i) the audit of the annual and overview of the interim financial statements (standalone and consolidated) for the fiscal year 2023 (1/1/2023 - 31/12/2023) according to the international financial reporting standards, and (ii) the issuance of tax certificate for the said fiscal year, as well as the determination of this remuneration.

In the fourth item of the agenda, presented and voted shareholders representing shares of the total shares, elected [unanimously / majority of (.... %)] the certified auditors' company for (i) the audit of the annual and overview of the interim financial statements (standalone and consolidated) for the fiscal year 2023 (1/1/2023 – 31/12/2023), according to the international financial reporting standards and (ii) the issuance of tax certificate for the said fiscal year and approved its remuneration, following the relevant proposal and determined this annual remuneration.

ITEM 5th: Submission for discussion and consulting voting of the remuneration report of the fiscal year 2022 (1/1/2022 - 31/12/2022).

In the fifth item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the remuneration report according to the provisions of the article 112 of Law 4548/2018.

ITEM 6th: Approval of the paid compensation and remuneration to the members of the board of directors for the fiscal year 2022 (1/1/2022 - 31/12/2022) and pre-approval of compensation and remuneration for the fiscal year 2023 (1/1/2023 - 31/12/2023).

In the sixth item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the paid compensation and remuneration to the members of the board of directors for the fiscal year 2022 (1/1/2022 – 31/12/2022), in accordance with the relevant proposal, and the compensation and remuneration to the members of the board of directors for the fiscal year 2023 (1/1/2023 – 31/12/2023) also according to the relevant proposal.

ITEM 7th: Submission for approval of the new remuneration policy due to the lapse of four (4) years since its last approval in accordance with article 110 para. 2 case 2 of the law 4548/2018. w 4548/2018).

In the seventh item of the agenda, presented and voted shareholders representing shares of the total shares, approved [unanimously / majority of (.... %)] the the new remuneration policy, according to article 110 para. 2 of the law 4548/2018.

ITEM 8th: Submission to the shareholders of the annual activities report of the audit committee for the fiscal year 2022 (1/1/2022 - 31/12/2022).

In the eighth item of the agenda, the chairman of the audit committee submitted to the presented shareholders representing shares of the total shares, the annual activities report of the audit committee for the fiscal year 2022 (1/1/2022 – 31/12/2022) and informed the annual general assembly for the activities of the audit committee.

ITEM 9th: Announcement of the decision of the company's board of directors for the election of a new independent non-executive member of the board of directors in substitution of a resigned independent non-executive member and decision of the characterization of the new member elected by the board of directors as independent non-executive member of the board of directors. Confirmation of the number of the independent non-executive members of the board of directors.

In the ninth item of the agenda, it has been announced to the annual general assembly of the company, the decision of the board of directors of the company dated 10-10-2022 for the election of a new independent non-executive member of the board of directors in substitution of a resigned independent non-executive member of the board of directors of the company. Moreover, presented and voted shareholders representing shares of the total shares, decided [unanimously / majority of (.... %)] to characterize the new member of the board as independent non-executive member of the board of directors according to the above referred and confirmed the number of the independent non-executive members of the board of directors.

ITEM 10th: Submission of the reports of the independent non-executive members of the board of directors for the period 1/1/2022 - 12/6/2023 according to article 9 para. 5 of the law 4706/2020.

In the tenth item of the agenda, the independent non-executive members of the board of directors submitted to the presented shareholders representing shares of the total shares, their reports for the period 1/1/2022 - 12/6/2023 according to article 9 para. 5 of the law 4706/2020.

ITEM 11th: Various announcements.