



**Extraordinary General 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)**

**Tuesday, 20 December 2022, at 11:00**



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1. INVITATION

**INVITATION TO EXTRAORDINARY 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 17/11/2022, the shareholders of ordinary, registered, dematerialized shares with a voting right (hereinafter the "shareholders") of SPACE HELLAS SOCIETE ANONYME TELECOMMUNICATIONS, IT, SECURITY SYSTEMS & SERVICES PRIVATE ENTERPRISE FOR PROVISION OF SECURITY SERVICES" (hereinafter "SPACE HELLAS S.A.") are hereby invited to an extraordinary general meeting to be held on Tuesday, 20 December 2022 at 11:00, at the company's headquarters (Agia paraskevi, 312 Messogion Avenue, 1<sup>st</sup> floor, in order to discuss the sole item of the daily agenda:

**AGENDA**

Grant of approval for the acquisition by the company of own shares in accordance with article 49 of Law 4548/2018.

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

At the above general meeting, only natural or legal persons that have the status of shareholder at the beginning of **December 15<sup>th</sup> 2022**, day of **Thursday** (5<sup>th</sup> day before the beginning of the extraordinary 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 or ATHEXCSD). 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 Extraordinary General Meeting, an adjourned General Meeting of the company's shareholders will be held on **December 27<sup>th</sup>, 2022, day of Tuesday 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 status 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 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 extraordinary 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 Extraordinary General Meeting, participate at the Extraordinary General Meeting unless the Extraordinary 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 Extraordinary 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 extraordinary 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 Extraordinary 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](http://www.space.gr) and then: SPACE HELLAS-Investors Relations/General Meetings/2022, 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 send 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 December 18, 2022, 11:00.

The proxy's email address and mobile phone number shall be filled in the relevant representation form in order to participate in the general meeting. 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](mailto:sharehold@space.gr) or by fax to the number + 30 210 6504153 (daily between 09.00 and 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 Extraordinary 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 Codified Law 4548/2018:

Article 141 paragraph 2 of the Codified 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](http://www.space.gr) and then: SPACE HELLAS – Investors Relations/General Meetings/2022) along with the justification or the draft decision submitted by the Shareholders, in accordance to the article 123 paragraph 4 of the Codified 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 Codified 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 Codified Law 4548/2018 at least six (6) days before the date of the general meeting.

Article 141 paragraph 6 of the Codified 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 Codified 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 L. 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, 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 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. The shareholder's status is certified through online connection with ATHEX and the company. Such proof is the presentation of a certificate from ATHEX or the certification of the shareholder status by a direct electronic connection of ATHEX 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](http://www.space.gr) and then: SPACE HELLAS – Investors Relations/General Meetings/2022).

#### **IV. AVAILABLE DOCUMENTS AND INFORMATION**

In the company's internet website ([www.space.gr](http://www.space.gr) and then: SPACE HELLAS – Investors/General Meetings/2022) 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 Extraordinary 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, November 17<sup>th</sup>, 2022**

**On behalf of the company**

**The Chairman of the BoD**

**SPYRIDON MANOLOPOULOS**

## **2. PROPOSAL OF THE BOARD OF DIRECTORS ON THE SOLE ITEM OF THE DAILY AGENDA**

**Sole Item: Grant of approval for the acquisition by the company of own shares in accordance with article 49 of Law 4548/2018.**

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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 Assembly the approval of the purchase of own shares in accordance with article 49 of Law 4548/2018 so that the company, in case it acquires these shares, can use them for future cooperation strategies and/or for the establishment of an incentive program to its executives and other personnel and/or the reduction of its share capital and/or for other legal purposes, in any case in accordance with the relevant decision of the Board of Directors by virtue of a special authorization to it.

The basic terms and conditions of the own share acquisition program that are put up for approval by the general meeting are as follows:

- The duration for which the present approval for the acquisition of own shares by the Company is granted by the Extraordinary General Meeting is set at twenty-four (24) months.
- The total of own shares that will be acquired by the Company will represent a percentage that will not exceed 5% of its total share capital.
- The acquisition of own shares will take place through stock market transactions.
- The minimum and maximum purchase price limits of the Company's own shares are set at €3 (nominal value) up to €13 per share respectively.

Purchases of own shares will be made to the extent deemed advantageous and the available liquidity of the company will allow it.

For this purpose, the Board of Directors proposes to be authorized to implement the decision of the general meeting and to regulate any other more specific matter, which is not defined in this decision, observing in any case the provisions of the relevant legislation, including the Delegated Regulation (EU) 2016/1052, as well as the special authorization for the disposal of the own shares, if purchased, in accordance with the above.



### 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](mailto:sharehold@space.gr)

**FORM OF APPOINTMENT OF PROXY FOR THE PARTICIPATION TO AN  
EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF «SPACE  
HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS & SERVICES,  
PRIVATE ENTERPRISE FOR PROVISION OF SECURITY SERVICES»  
(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:

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SURNAME:

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FATHER'S NAME:

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LEGAL REPRESENTATIVE (IN CASE OF LEGAL  
PERSON):

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ADDRESS / HEADQUARTERS:

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

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TELEPHONE NUMBER:

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INVESTOR ACCOUNT (DSS ACCOUNT):

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SECURITIES ACCOUNT:

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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 extraordinary general meeting of the company, which will take place on Tuesday December 20<sup>th</sup>, 2022, at 11:00, at the headquarters of the company, 312 Messogion Ave. (1<sup>ST</sup> 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 extraordinary general meeting of the company (Space Hellas S.A.), which will take place on Tuesday December 20th, 2022, at 11:00, 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

Sole Item	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
Grant of approval for the acquisition by the company of own shares in accordance with article 49 of Law 4548/2018.				

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. **18 December 2022 and at 11:00**, 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](mailto: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) ....../....../2022

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 Extraordinary General Meeting of December 20, 2022, 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 EXTRAORDINARY GENERAL MEETING**

**Sole Item: Grant of approval for the acquisition by the company of own shares in accordance with article 49 of Law 4548/2018.**

On the sole item of the agenda, shareholders present and voting, representing ..... shares of the company out of a total of .....shares, approved [unanimously/by majority (.....%)] the acquisition of own shares by the company according to article 49 of the Law 4548/2018 subject to the following basic terms and conditions:

- The duration for which the present approval for the acquisition of own shares by the Company is granted by the Extraordinary General Meeting is set at twenty-four (24) months.
- The total of own shares that will be acquired by the Company will represent a percentage that will not exceed 5% of its total share capital.
- The acquisition of own shares will take place through stock market transactions.
- The minimum and maximum purchase price limits of the Company's own shares are set at €3 (nominal value) up to €13 per share respectively.

Purchases of own shares will be made to the extent deemed advantageous and the available liquidity of the company will allow it.

Furthermore, the Extraordinary General Meeting of Shareholders authorized the Board of Directors to implement the decision of the general meeting and to regulate any other more specific matter, which is not defined in this decision, observing in any case the provisions of the relevant legislation, including Cat. Authorization of Regulation (EU) 2016/1052, as well as the special authorization for the possibility of disposal of own shares, if acquired, in accordance with the proposals.