



## Supplementary Clarifications on the 1st item of EGM 30.4.2024

### **Item 1<sup>st</sup>: Election of two (2) Independent Members to the Board of Directors of PPC S.A. in order to fill two (2) vacancies.**

In view of the election of members to the Board of Directors by the upcoming Extraordinary General Meeting (EGM), and the possible redefinition of the composition of the Audit Committee for those members of the Audit Committee who are also members of the Board of Directors, it is deemed appropriate to put to the discretion of the General Meeting the proposal for confirmation of the structure and redefinition of the composition of the Audit Committee by the General Meeting.

More specifically, the type and composition of the Audit Committee, as redefined by the resolution of the Extraordinary General Meeting of the Company dated 31.3.2023, are currently as follows:

Type of the Audit Committee: The Audit Committee is an independent "mixed" committee consisting of Independent Non-Executive Members of the Board of Directors and third persons (Non-Members of the Board of Directors) pursuant to Article 44 par. 1, case (a), subcase (ab) of Law 4449/2017, as in force.

Composition of the Audit Committee: The Audit Committee shall consist of six (6) members of which:

a) three (3) members coming from the Independent Non-Executive Members of the Board of Directors of the Company

and

b) three (3) Non-Members of the Board of Directors, independent within the meaning of Article 9, par. 1 and 2 of Law 4706/2020,

were elected as per below:

a) The Extraordinary General Meeting of the Company's Shareholders held on 14.12.2022 elected Mr. Christos-Stergios Glavanis as member of the Audit Committee, Independent, Non-Member of the Board of Directors, for a three-year term of office.

b) The Board of Directors, following its authorisation by the Ordinary General Meeting of the Company's Shareholders on 29.6.2022, by its Decision No. 79/5.7.2022 appointed as members of the Audit Committee, from among its Independent Non-Executive Members, Ms. Despina Doxaki, Mr. Stefanos Kardamakis and Ms. Maria Psyllaki, for a three-year term coinciding with their term on the Board of Directors.

c) The Extraordinary General Meeting of the Company's Shareholders on 8.5.2020 elected as Member of the Audit Committee, Independent, Non-Member of the Board of Directors, Mr. Evangelos Angeletopoulos for a three year term of office and the Extraordinary General Meeting held on 31.3.2023 appointed Mr. Nikitas Glykas, Independent, Non-Member of the Board of Directors, as Member of the Audit



Committee for the remainder of the term of office of the resigned member Mr. Konstantinos Cholevas, namely, until 7 May 2023.

d) The Extraordinary General Meeting of the Company's Shareholders on 31.3.2023 elected as Members of the Audit Committee, Mr. Evangelos Angeletopoulos, Independent, Non-Member of the Board of Directors and Mr. Nikitas Glykas, Independent, Non-Member of the Board of Directors, for a three-year term of office, namely, from 8 May 2023 to 7 May 2026

with a term of office, as follows (listed according to the Greek alphabetical order):

1. Evangelos Angeletopoulos, son of Dimitrios, Non-Member of the Board of Directors, with a term of office ending on 7.5.2026
2. Christos-Stergios Glavanis, son of Michael, Non-Member of the Board of Directors, with a term of office ending on 13.12.2025
3. Nikitas Glykas, son of Ioannis, Non-Member of the Board of Directors, with a term of office ending on 7.5.2026
4. Despina Doxaki, daughter of Ioannis, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 28.6.2025
5. Stefanos Kardamakis, son of Ioannis, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 21.8.2025 and
6. Maria Psyllaki, daughter of Michael, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 16.12.2024.

It is also noted that, self-evidently, if the upcoming General Meeting elects Mr. Christos-Stergios Glavanis in the capacity of Independent Non-Executive Member of the Board of Directors and since he is already a member of the Audit Committee of PPC S.A., he will now be a member of the Audit Committee in the above capacity. Therefore, the structure and the composition of the Audit Committee should be confirmed and redefined accordingly.

The upcoming EGM is, therefore, called, subject to the election of Mr. Christos - Stergios Glavanis as Independent Non-Executive Member of the Board of Directors, to confirm the aforementioned type - structure and to redefine the composition (capacity of members) of the Audit Committee, as follows:

*(Proposal to the Extraordinary General Meeting)*

**"Type of the Audit Committee:** The Audit Committee is an independent "mixed" committee consisting of Independent Non-Executive Members of the Board of Directors and third persons (Non-Members of the Board of Directors) pursuant to Article 44 par. 1, case (a), subcase (ab) of Law 4449/2017, as in force.

**Composition of the Audit Committee:** The Audit Committee shall consist of six (6) members of which:



a) four (4) members coming from the Independent Non-Executive Members of the Board of Directors of the Company

and

b) two (2) Non-Members of the Board of Directors, independent within the meaning of Article 9, par. 1 and 2 of Law 4706/2020,

were elected as per below:

a) The Extraordinary General Meeting of the Company's Shareholders held on 14.12.2022 elected Mr. Christos-Stergios Glavanis as member of the Audit Committee, Independent, Non-Member of the Board of Directors, for a three-year term of office.

b) The Board of Directors, following its authorisation by the Ordinary General Meeting of the Company's Shareholders on 29.6.2022, by its Decision No. 79/5.7.2022 appointed as members of the Audit Committee, from among its Independent Non-Executive Members, Ms. Despina Doxaki, Mr. Stefanos Kardamakis and Ms. Maria Psyllaki, for a three-year term coinciding with their term on the Board of Directors.

c) The Extraordinary General Meeting of the Company's Shareholders on 8.5.2020 elected as Member of the Audit Committee, Independent, Non-Member of the Board of Directors, Mr. Evangelos Angeletopoulos for a three-year term of office and the Extraordinary General Meeting held on 31.3.2023 appointed Mr. Nikitas Glykas, Independent, Non-Member of the Board of Directors, as Member of the Audit Committee for the remainder of the term of office of the resigned member Mr. Konstantinos Cholevas, namely, until 7 May 2023.

d) The Extraordinary General Meeting of the Company's Shareholders on 31.3.2023 elected as Members of the Audit Committee, Mr. Evangelos Angeletopoulos, Independent, Non-Member of the Board of Directors and Mr. Nikitas Glykas, Independent, Non-Member of the Board of Directors, for a three-year term of office, namely from 8 May 2023 to 7 May 2026.

*e) The Extraordinary General Meeting of the Company's Shareholders on [.../.../...] elected Mr. Christos - Stergios Glavanis as Independent (Non-Executive) Member of the Board of Directors*

with a term of office, as follows (listed according to the Greek alphabetical order):

1. Evangelos Angeletopoulos, son of Dimitrios, Non-Member of the Board of Directors, with a term of office ending on 7.5.2026
2. Christos-Stergios Glavanis, son of Michael, *Independent (Non-Executive)* Member of the Board of Directors, with a term of office ending on 13.12.2025
3. Nikitas Glykas, son of Ioannis, Non-Member of the Board of Directors, with a term of office ending on 7.5.2026
4. Despina Doxaki, daughter of Ioannis, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 28.6.2025



5. Stefanos Kardamakis, son of Ioannis, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 21.8.2025 and
6. Maria Psyllaki, daughter of Michael, Independent Non-Executive Member of the Board of Directors, with a term of office ending on 16.12.2024."