

Draft resolutions of the Extraordinary General Meeting of shareholders of the Company
under the registered name «INTRACOM S.A. HOLDINGS»
and the distinctive title “INTRACOM HOLDINGS”
General Commercial Registry No. 000303201000
(Former Reg. No. 13906/06/B/86/20)
of October 22, 2020

Re the first item on the agenda: Election of a new Company’s Board of Directors for a 5-year term in office and definition of its Independent Non-Executive Members.

The Board of Directors, on a recommendation and proposal from the Remuneration and Nominations Committee, proposed to the General Meeting:

A) The election of Messrs Sokratis P. Kokkalis, Konstantinos S. Kokkalis, Dimitris Ch. Klonis, George Ar. Anninos, Costantinos G. Antonopoulos, Petros K. Souretis, Ioannis Michael Mavrofrydis, Ioannis Em. Kallergis, Ioannis K. Tsoumas, as members of the Company’s new Board of Directors, stating that the proposed 9-member line-up allows the effective exercise of the Board’s powers, reflects the size and activity of the Company and characterises the diversity of knowledge, qualifications and experience which could contribute to achieving its business objectives.

CVs of proposed BoD members are available on the Company’s website at <https://www.intracom.com/ir/shareholder-meetings>.

The term in office of the Company’s new Board of Directors is 5 years, in other words until 21.10.2025, which shall be extended after its expiry until the end of the deadline within which the next Annual General Meeting must convene, and until a decision is taken, which however may not exceed 6 years.

B) the election of Messrs Ioannis Em. Kallergis and Ioannis K. Tsoumas as Independent Non-Executive members of the Board.

It should be noted that all criteria and guarantees of independence laid down in the provisions of article 4 of L. 3016 apply to Messrs., who have already submitted a filled out form to the Company to meet the independence criteria in article 4 of L. 3016/2002.

Draft decision on this item on the agenda:

“Following a lawful vote with ___ valid votes corresponding to ___ % of the paid-up share capital with voting rights, the Extraordinary General Meeting approved by ___ votes, namely ___ % of the shareholders present, the election of Messrs Sokratis P. Kokkalis, Konstantinos S. Kokkalis, Dimitris Ch. Klonis, George Ar. Anninos, Costantinos G. Antonopoulos, Petros K. Souretis, Ioannis Michael Mavrofrydis, Ioannis Em. Kallergis, Ioannis K. Tsoumas, as Members

of the Company's new Board of Directors.

Its term in office is 5 years, that is until 21.10.2025, which is extended after expiry of the deadline within which the next Annual General Meeting must convene, until a decision is taken, which however may not exceed 6 years and

B) the election of Messrs Ioannis Em. Kallergis and Ioannis K. Tsoumas, as Independent Non-Executive Members of the Board meeting the independence criteria in article 4 of L. 3016/2002.

Re the second item on the agenda: Resolution regarding the type of Audit Committee, the term, size and capacity of its Members as well as the appointment of its Members in case it is declared independent, in accordance with article 44 of L. 4449/2017, as in force.

Taking into account the provisions of article 44 par. 1 of L. 4449/2017, as in force, which now allows the General Meeting to issue a decision, the Audit Committee shall be either:

- a) a Board of Directors Committee comprised of non-Executive Members appointed by the Board of Directors, or
- b) an independent Committee comprised of non-Executive Members of the Board of Directors and third parties, or
- c) an independent Committee composed only of third parties

and the recommendation made by the Remuneration and Nominations Committee on this matter, it recommended that the Company's Audit Committee be appointed as a Board of Directors Committee in accordance with the provisions of article 44 of L. 4449/2017, as in force, and that its term in office be equal to the term in office of the Board of Directors and that its members be a total of 3, comprised of 1 non-executive member and 2 independent non-executive members.

Draft decision on this item on the agenda:

"The Extraordinary General Meeting, following a lawful vote with ___ valid votes corresponding to ___ % of the paid-up share capital with voting rights, decided by ___ votes, i.e. ___% of the shareholders present, to appoint the Company's Audit Committee as a Board of Directors Committee, in accordance with the provisions of article 44 of L. 4449/2017, as in force, which must serve for a term equal to the term in office of the Board of Directors and its members must be three in total, comprising one (1) Non-Executive Board Member and two (2) Independent Non-Executive Members.

Re the third item on the agenda: Approval of the Company's Remuneration Policy in accordance with Articles 110 and 111 of L. 4548/2018

On a recommendation from the Remuneration and Nominations Committee and a unanimous

proposal from the Board of Directors, the Company's proposed Remuneration Policy shall be submitted for approval for a period of four years in accordance with the provisions of articles 110 and 111 of L. 4548/2018. The full text of the Remuneration Policy is available on the Company's website at <https://www.intracom.com/ir/shareholder-meetings>.

Draft decision on this item on the agenda:

“Following a lawful vote with valid ___ votes corresponding to ___ % of the paid-up share capital with voting rights, the Extraordinary General Meeting approved the Company's Remuneration Policy by ___ votes, namely ___% of the shareholders present, in accordance with article 110 par.2 of L. 4548/2018, as in force.

Re the fourth item on the agenda: Miscellaneous Announcements