

**INTRACOM HOLDINGS S.A.  
(d.t. INTRACOM HOLDINGS)**

**GCR No.: 000303201000 (former Companies Reg. No. 13906/06/B/86/20)**

**Draft Decisions  
on items on the agenda  
of the Extraordinary General Meeting of Shareholders  
of 08.04.2022 or/and the Repetitive E.G.M of 18.04.2022  
(Article 123 par. 4 of L. 4548/2018 as in force)**

**Re the first item on the agenda:**

Decision for the distribution of Company's shares free of charge to members of the Board of Directors and Company's personnel, in accordance with the provisions of article 114 of L. 4548/2018.

The Board of Directors, upon the recommendation of the Remuneration and Nomination Committee, proposes to the General Meeting the distribution of Company's shares free of charge to Members of its Board of Directors and its personnel, in accordance with the provisions of article 114 of L. 4548/2018 and within the framework of the current Remuneration Policy for the Members of the Company's Board of Directors, in order to compensate the recipients of the shares for their contribution to the Company's well - tuned and successful operation and the achievement of specific goals.

The nominal value of these shares that will be distributed free of charge may not exceed 1/10 of the seventy-six million euros (€ 76,000,000) paid-up Company's share capital.

It also recommends the provision of authorization to the Company's Board of Directors, in order to determine the beneficiaries of these shares free of charge as well as the terms and criteria for their distribution, indicative parameters such as the degree of responsibility of each beneficiary, it's participation and it's contribution to achieving specific goals.

The above shares will derive from the capitalization of a part of the reserve by the issuance of shares at premium, amounting to € 7,600,000 with the issuance of 7,600,000 new Common Registered shares, with voting rights, with a nominal value of € 1.00 each.

The General Meeting taking into account the relevant recommendation of the Board of Directors and following a lawful ballot, accepts the above recommendation and by ... votes, namely .....% of the shareholders present at the meeting, decides the distribution of the 7,600,000 Company's shares free of charge to Members of the Board of Directors and its personnel, in accordance with

the provisions of article 114 of L. 4548/2018 and within the framework of the current Remuneration Policy of the Company's Board of Directors Members.

The nominal value of these shares that will be distributed free of charge will not exceed 1/10 of the seventy-six million euros (€ 76,000,000) paid-up Company's share capital.

The General Meeting, also unanimously, authorizes the Board of Directors to appoint the beneficiaries of these shares free of charge according to article 114 of L.4548/2018 as well as the terms and criteria for their distribution, indicative parameters such as the degree of responsibility of each beneficiary, its participation and its contribution to achieve specific goals.

**Re the second item on the agenda:**

Increase of the Company's share capital by capitalization of a part of the reserve from the issuance of shares at share premium and issuance of new shares for the purpose of the distribution of them free of charge to members of the Board of Directors and the Company's personnel, according to article 114 of L. 4548/2018. Amendment of article 5 of the Company's Articles of Association, pertaining to its share capital.

Following its recommendation on the first item of the Agenda, the Board of Directors proposes the increase of the Company's share capital by the amount of € 7,600,000.00 with a capitalization of an equal part of the reserve with the issuance of € 7,600,000 new Common Registered shares, with a nominal value of one euro (€ 1) each.

The new shares resulting from the above share capital increase will be distributed free of charge to Members of the Board of Directors and its personnel, according to article 114 of L. 4548/2018.

Following the above, the Company's share capital will amount to eighty - three million six hundred thousand euros (€ 83,600,000.00), divided into eighty three million six hundred thousand (83,600,000) Common Registered shares, with voting rights, with a nominal value of one euro (€ 1,00) each.

The General Meeting taking into account the relevant recommendation of the Board of Directors and following a lawful ballot, accepts the above recommendation and by ... votes, namely .....% of the shareholders present at the meeting and decides the increase of the Company's share capital by the amount of € 7,600,000.00 with a capitalization of an equal part of the reserve with the issuance of € 7,600,000 new Common Registered shares, with a nominal value of one euro (€ 1) each.

The new shares resulting from the above share capital increase will be distributed free of charge to Members of the Company's BoD and its personnel, according to article 114 of L. 4548/2018.

Following the above, the Company's share capital will amount to eighty three million six hundred thousand euros (€ 83,600,000.00), divided into eighty three million six hundred thousand (83,600,000) Common Registered, with voting rights, with a nominal value of one euro (€ 1,00) each.

The article 5 of the Company's Articles of Association will be amended, as follows:

#### Article 5

.....  
By decision of the Extraordinary General Meeting of .....April 2022, the seventy six million euros (€ 76,600,000.00) Company's share capital was increased by the amount of seven million six hundred thousand euros (€ 7,600,000) with a capitalization of an equal part of the reserve with the issuance of € 7,600,000 new Company's Registered shares, with voting rights, with a nominal value of one euro (€ 1.00) each, which will be distributed free of charge to Members of the Board of Directors and Company's personnel, according to article 114 of L. 4548/2028.

Following the above, the Company's share capital amounts to eighty three million six hundred thousand euros (€ 83,600,000.00), divided into eighty three million six hundred thousand (83,600,000) Common Registered, with voting rights, with a nominal value of one euro (€ 1,00) each.

**Re the third item on the agenda:** Announcement of the election of a new Member of the Company's Board of Directors in replacement of a resigned Member.

Following a relevant recommendation of the Remuneration and Nomination Committee, the Board of Directors announces its decision of March 2, 2022 for the election of Mr. Dimitrios Theodoridis as a new Member of the BoD in replacement of the resigned Mr. Georgios Anninos and for the rest of his term, confirming the verification in the person of Mr. Dim. Theodoridis of the criteria of suitability and reliability according to the Suitability Policy of the Members of the Board of Directors of the Company within the framework of Law 4706/2020 for the composition of the BoD.

In particular, Mr Dimitrios Theodoridis, son of Savvas and Elenis, was born in Manhattan, New York in the United States of America on July 2, 1979 and has studied economics at Tufts University in Boston. As a Member of the Board of Directors of INTRAKAT since 2012, he shares the culture, values and the general strategy of the companies of INTRACOM HOLDINGS Group. Therefore, he has sufficient Knowledge, skills and experience to perform his duties as a Member of the BoD, as well as good reputation and integrity.

**Re the fourth item on the agenda:** Miscellaneous Announcements

The Board of Directors