

EKTER S.A.
INVITATION
OF THE SHAREOLDERS OF THE SOCIETE ANONYME UNDER THE NAME
“EKTER TECHNICAL – CONSTRUCTION – REAL ESTATE – HOTEL – COMMERCIAL –
INDUSTRIAL SOCIETE ANONYME”
TO AN EXTRAORDINARY GENERAL MEETING
General Electronic Commercial Registry (GEMI) Number: 285201000

By decision of the Board of Directors dated 18/10/2024 and in accordance with the company's Articles of Association, the shareholders are invited to an Extraordinary General Meeting to be held on **Monday, November 11, 2024, at 13:00**, at the ELECTRA PALACE ATHENS Hotel, 18-20 Navarchou Nikodimou Street, Athens 10557, (Alkyoni-Electra Hall, 1st floor), with the following items on the agenda:

1. Adoption of resolutions relating to the merger by acquisition of the company under the name "ENERGEIAKOS KOMVOS ANONYMI ENERGEIAKI - ANAPTYXIAKI - EPENDYTIKI ETAIREIA" by the société anonyme under the name "EKTER TECHNICAL – CONSTRUCTION – REAL ESTATE – HOTEL – COMMERCIAL – INDUSTRIAL SOCIETE ANONYME", in accordance with the provisions of articles 6-21 and 30-38 of Law 4601/2019, Law 4548/2018, article 54 of Law 4172/2013, as well as the provisions of the Athens Stock Exchange Regulation and the Capital Market legislation and in particular:
 - (a) submission and approval of the Joint Draft Merger Agreement dated 30/09/2024,
 - (b) submission and approval of the Detailed Report of the Company's Board of Directors on the Draft Merger by Acquisition Agreement pursuant to article 9 of Law 4601/2019, dated 30/09/2024,
 - (c) submission and approval of the Certified Public Accountants' Report dated 30/09/2024 under the title "REPORT OF EXPERTS UNDER ARTICLE 10 OF LAW 4601/2019 FOR THE MERGED COMPANIES For the examination of the Draft Merger by Acquisition Agreement of the société anonyme under the name "ENERGEIAKOS KOMVOS ANONYMI ENERGEIAKI - ANAPTYXIAKI - EPENDYTIKI ETAIREIA" (the "Absorbed Company"), with GEMI number 131245301000, by the société anonyme under the name "EKTER TECHNICAL - CONSTRUCTION - REAL ESTATE - HOTEL - COMMERCIAL - INDUSTRIAL SOCIETE ANONYME" (the "Absorbing Company"), with GEMI number 000285201000, pursuant to Articles 6-21 and 30-38 of Law 4601/2019 on corporate transformations, Articles of Law 4548/2018 on sociétés anonymes, the provisions of Article 54 of Law 4172/2013, as well as the provisions of the Athens Stock Exchange Regulation and the Capital Market legislation, as applicable" of the audit firm "IG AUDIT ORKOTOI ELEGKTES LOGISTES S.A.",
 - (d) submission and approval of the Valuation Report dated 27/09/2024 on the value of the assets and liabilities of the Absorbed Company "ENERGEIAKOS KOMVOS ANONYMI ENERGEIAKI - ANAPTYXIAKI - EPENDYTIKI ETAIREIA" by the audit company "IG AUDIT ORKOTOI ELEGKTES LOGISTES S.A.",
 - (e) approval of the transformation statement of the Absorbed Company "ENERGEIAKOS KOMVOS ANONYMI ENERGEIAKI - ANAPTYXIAKI - EPENDYTIKI ETAIREIA", dated 31/07/2024,
 - (f) increase of the Company's share capital as a result of the above merger by acquisition and amendment of Article 5 ("SHARE CAPITAL - SHARES - SHAREHOLDERS") of its Articles of Association,
 - (g) approval of the resolutions, statements, announcements, PoAs, legal acts and actions of the Company's Board of Directors, agents and proxies carried out for the purposes of the merger up to the date of this General Meeting,

(h) granting authorisations for the conclusion of the Merger Agreement and the completion of the merger, as well as regulating procedural matters and technical details for the issuance and commencement of trading of the new shares of the Company resulting from the merger.

2. Other announcements.

In the event that at the Extraordinary General Meeting of the Company's Shareholders of **11 November 2024**, the quorum required by law for the discussion and adoption of resolutions on one or more items on the agenda is not achieved for any reason, the Board of Directors shall invite the shareholders on **Monday, November 25, 2024, at 13:00 to a Repeat Meeting**, which will take place at the ELECTRA PALACE ATHENS Hotel, 18-20 Navarchou Nikodimou Street, Athens 10557, (Alkyoni-Electra Hall, 1st floor), without publishing a further invitation.

I. Right to participate in the General Meeting

The right to participate and vote in the Extraordinary General Meeting of the Company (initial and repeat General Meeting) is held by the natural or legal persons who are listed as shareholders of the Company in the records of the Dematerialised Securities System (S.A.T.) managed by "Greek Central Securities Depository SA " (EL.K.A.T.), where the securities of the Company are held, at the beginning of the fifth (5th) day preceding the meeting, i.e. of **November 6, 2024 (Record Date)**.

The same Record Date (i.e., **November 6, 2024**), shall also apply in the case of the Repeat Meeting, pursuant to Article 124 (6) of Law 4548/2018, provided that the date thereof is no later than thirty (30) days from the Record Date.

Proof of shareholding status on the Record Date is provided through the electronic connection of the Company with the EL.K.A.T. records.

Shareholders are not required to lock up their shares or follow any other similar procedure that restricts the possibility of selling and transferring shares during the period between the Record Date and the date of the (initial or repeat) General Meeting in order to participate in the (initial or repeat) General Meeting.

II. Procedure for the exercise of voting rights by proxy

Beneficiary shareholders may participate in the General Meeting in person or through legally authorised representatives. Each shareholder may appoint up to three (3) representatives. Legal entities may participate in the General Meeting by appointing up to three (3) natural persons as their representatives. However, if a shareholder holds shares listed in more than one securities account, this restriction does not prevent the shareholder from appointing different proxies for the shares listed in each securities account in relation to the General Meeting. A proxy acting for more than one shareholder may vote differently for each shareholder.

A Power of Attorney form for the appointment of a proxy is available to Shareholders on the Company's website (www.ekter.gr) and in hard copy at the Company's Shareholder Services Department (15 Nikis Street, Athens 105 57). The appointment and revocation or replacement of a proxy or representative shall be made in writing and notified to the Company's offices at the above address at least forty-eight (48) hours prior to the date set for the General Meeting of Shareholders, i.e. by 09.11.2024 at 13:00 for the Original Meeting or by 23.11.2024 at 13:00 for the Repeat Meeting.

The shareholder representative is required to disclose to the Company prior to the commencement of the General Meeting any fact that may be useful to the shareholders in assessing the risk of the representative possibly serving interests other than the interests of the shareholder. A conflict of interests in accordance with the above may arise in particular where the proxy : (a) is a shareholder controlling the Company or another legal person or entity controlled by that shareholder; (b) is a member of the Board of Directors or of the Company's management in general or a shareholder controlling the Company, (c) is an employee or statutory auditor of the Company or of a shareholder controlling the Company or of another legal person or entity controlled by a shareholder controlling the Company; or (d) is the spouse or a first-degree relative of one of the natural persons referred to in cases (a) and (c).

The Company's Articles of Association do not provide for the possibility of participation in the General Meeting by electronic means (without the physical presence of shareholders at the venue of the meeting) or the possibility of remote shareholder participation in voting. Furthermore, there is no provision in the Articles of Association that allows for notification of the appointment and revocation or replacement of a proxy by electronic means.

III. Minority shareholder rights

According to Article 141 of Law 4548/2018, shareholders have, among others, the following rights:

i) Shareholders representing 1/20 of the Company's paid-up capital are entitled to request the Board of Directors to include additional items on the agenda of the General Meeting that has already been convened, upon a relevant request that must be received by the Board of Directors at least fifteen (15) days prior to the General Meeting. The request to include additional items on the agenda shall be accompanied by a justification or a draft resolution for approval at the General Meeting and the revised agenda shall be published in the same manner as the previous one, thirteen (13) days prior to the date of the General Meeting and at the same time it shall be made available to the shareholders on the Company's website, together with the justification or the draft resolution submitted by the shareholders in accordance with the provisions of Article 123 (4) of Law 4548/2018.

ii) At the request of shareholders representing one twentieth (1/20) of the paid-up capital, the Board of Directors shall make available to the shareholders in accordance with the provisions of Article 141 (3) of Law 4548/2018, at least six (6) days prior to the date of the General Meeting, draft resolutions on matters included in the original or revised agenda, if the relevant shareholder request is received by the Board of Directors at least seven (7) days prior to the date of the General Meeting.

The Board of Directors is not obliged to include items on the agenda or to publish or disclose them, together with justification and draft resolutions submitted by shareholders in accordance with paragraphs i) and ii) above, if their content is manifestly contrary to law or morality.

(iii) At the request of shareholders representing one twentieth (1/20) of the paid-up capital, the chairman of the meeting shall be obliged to postpone only once the adoption of resolutions by the General Meeting, whether ordinary or extraordinary, on all or on certain matters, setting the date for the continuation of the meeting as specified in the shareholders' request, which may not be more than twenty days from the date of the postponement. A General Meeting following an adjournment shall be a continuation of the previous one and shall not require the repetition of the formalities for the publication of the invitation to shareholders. New shareholders may also participate in the meeting and the provisions of Article 124 (6) of Law 4548/2018 shall apply, i.e. (natural or legal) persons being shareholders on the Record Date may participate.

(iv) At the request of any shareholder, submitted to the Company at least five (5) full days prior to the General Meeting, the Board of Directors is obliged to provide the General Meeting with the requested specific information on the Company's affairs, insofar as such information is relevant to the items on the agenda.

There is no obligation to provide information when the relevant details are already available on the Company's website, in particular in the form of questions and answers.

(v) At the request of shareholders representing one twentieth (1/20) of the paid-up capital, the Board of Directors is required to communicate to the General Meeting, provided that it is an ordinary meeting, the amounts paid during the last two years to each member of the Board of Directors or to the directors of the Company, as well as any benefits paid to these persons for any reason or under any contract between the Company and them.

(vi) Upon the request of shareholders representing one-tenth (1/10) of the paid-up capital, submitted to the Company at least five (5) full days prior to the General Meeting, the Board of Directors shall provide the General Meeting with information on the progress of the Company's affairs and the Company's assets and liabilities.

(vii) In cases (iv), (v) and (vi) above, the Board of Directors may refuse to provide the information for a sufficiently important reason, which shall be recorded in the minutes. Also in cases (iv) and (v) above, the Board of Directors may respond uniformly to shareholder requests with the same content.

Corresponding dates for any exercise of minority shareholder rights shall also apply to any repeat General Meetings.

In all the cases mentioned above, the requesting shareholders must provide evidence of their shareholding status and, except in case (iv) above, the number of shares held at the time of exercising the relevant right. Such evidence is the certification of the shareholding status through the electronic connection of the Company with the records of the Greek Central Securities Depository SA (EL.K.A.T.).

IV. Documents and information available

The information referred to in Article 123 (3) and (4) of Law 4548/2018, including this invitation, the form for the appointment of a representative and the draft resolutions concerning the items on the agenda, will be

available in electronic form on the Company's website (www.ekter.gr) and in hard copy at the Company's Shareholder Services Department.

For further clarifications or information, please contact the Shareholders' Department of EKTER S.A., tel. +30 210 3259700, fax +30 210 3259710, on working days and hours.

Athens, 18/10/2024
The Board of Directors