



Thessaloniki Port Authority S.A.

Decisions of the Ordinary General Meeting of Shareholders of 09/05/2023

ThPA S.A. ("Company") announces that the Ordinary General Meeting of the Shareholders was held on May 9th, 2023, at the Company's headquarters in Thessaloniki, which convened remotely via teleconference in real time.

The General Meeting was attended in conformity by 18 shareholders, attending either in person or by proxy and representing **8.487.060** shares, that is **84,20%** of the Company's paid-up share capital. The General Meeting discussed the items of the agenda and after the voting process, the following decisions were taken:

1. Approved the Annual Financial Statements of the 23rd fiscal year (01.01.2022 – 31.12.2022), with the relevant Reports and Declarations by the Board of Directors and the Certified Auditors.

Number of shares for which votes have been validly cast: 8.487.060

Percentage of the share capital represented by the votes: 84,20%

Total number of the votes validly cast: 8.487.060

The voting results on the 1st item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

2. Approved the allocation of the profit for the fiscal year 2022 and distribution of dividends to the shareholders of the Company, which amounts to € 1,45 per share (gross amount). The General Meeting approved as ex-dividend date the 11th of May 2023, as dividend beneficiaries date (Record Date) the 12th of May 2023 and as dividend payment date the 17th of May 2023.

Number of shares for which votes have been validly cast: 8.487.060

Percentage of the share capital represented by the votes: 84,20%

Total number of the votes validly cast: 8.487.060

The voting results on the 2nd item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

3. Was informed by the Audit Committee about its activities during the fiscal year 01.01.2022 – 31.12.2022.

(Item relates to briefing, not for voting)

4. Approved the Overall Management by the Board of Directors of the Company for the fiscal year 01.01.2022-31.12.2022, in accordance with article 108 of Law 4548/2018



and the discharge of the Certified Auditors of the Company that carried out the audit of the financial statements for the fiscal year 2022, in accordance with par. 1, case c of article 117 of Law 4548/2018.

Number of shares for which votes have been validly cast: 8.487.060
Percentage of the share capital represented by the votes: 84,20%
Total number of the votes validly cast: 8.487.060

The voting results on the 4th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

5. Approved the amendment of the Company's Remuneration Policy, with the addition of an article for the concept of "significant remuneration" of article 9 par. 2 A L. 4706/2020.

Number of shares for which votes have been validly cast: 8.487.060
Percentage of the share capital represented by the votes: 84,20%
Total number of the votes validly cast: 8.487.060

The voting results on the 5th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

6. Approved the remuneration - compensation paid to the members of the Board of Directors and the Committees of the Board of Directors of the Company during the fiscal year 2022.

Number of shares for which votes have been validly cast: 8.487.060
Percentage of the share capital represented by the votes: 84,20%
Total number of the votes validly cast: 8.487.060

The voting results on the 6th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

7. Preapproved the remuneration and compensation of the members of the Board of Directors and the Committees of the Board of Directors of the Company for the fiscal year 2023.

Number of shares for which votes have been validly cast: 8.487.060
Percentage of the share capital represented by the votes: 84,20%
Total number of the votes validly cast: 8.487.060

The voting results on the 7th item were as follows:



- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

8. Approved the Remuneration Report for the fiscal year 2022 in accordance with article 112 of Law 4548/2018.

The shareholders' vote is of an advisory nature, in accordance with article 112 par. 3 of Law 4548/2018.

Number of shares for which votes have been validly cast: 8.487.060

Percentage of the share capital represented by the votes: 84,20%

Total number of the votes validly cast: 8.487.060

The voting results on the 8th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

9. Appointed the company "KPMG Certified Auditors S.A." as the Auditing Company for the fiscal year 2023 (regular and tax audit) and approved its fee.

Number of shares for which votes have been validly cast: 8.487.060

Percentage of the share capital represented by the votes: 84,20%

Total number of the votes validly cast: 8.487.060

The voting results on the 9th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

10. Was informed by the independent non-executive members of the Board of Directors, according to the provision of article 9 par. 5 of Law 4706/2020.

(Item relates to briefing, not for voting)

11. Approved the tenure of the new Audit Committee to commence on 24.06.2023 and to be equal to the remaining term of the current Board of Directors, that is until 12.07.2026.

Number of shares for which votes have been validly cast: 8.487.060

Percentage of the share capital represented by the votes: 84,20%

Total number of the votes validly cast: 8.487.060

The voting results on the 11th item were as follows:

- In favor: 8.487.060 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)



Subsequently, it was announced at the General Assembly:

- the resignation of Mr. Franco Nicola Cupolo from his position as Managing Director and Member of the Board of Directors on 15.07.2022, who was not replaced, and the appointment of the Executive Chairman of the Board of Directors Mr. Athanasios Liagkos as Managing Director from 15.07.2022.
- the replacement of the resigned member of the Board of Directors Mr. Baiqiao (Leon) FU, by Ms. Zonglyu (Jessie) LU who was ascertained to fulfil the suitability criteria in accordance with the Company Suitability Policy.
- the replacement of the resigned member of the Board of Directors Mr. Charalampis Karamaneas by the candidate proposed by the HRADF Mr. Panagiotis Stampoulidis who was ascertained to fulfil the suitability criteria in accordance with the Company Suitability Policy.
- the replacement of the resigned member of the Board of Directors Mr. Artur Davidian by Mr. Konstantinos Fotiadis who was ascertained to fulfil the suitability criteria in accordance with the Company Suitability Policy.