



**ATHEX**  
*Athens Stock Exchange*

**22<sup>nd</sup> Annual General Meeting**

Of the limited liability company

**HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.**

(General Electronic Commercial Registry (GEMI) No 003719101000)  
(former Companies Reg. Number 45688/06/B/00/30)

(Fiscal year 01.01.2022 – 31.12.2022)

**Thursday 8 June 2023 @ 18:00**

## 6<sup>th</sup> item of the Agenda

### Approve the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 – 31.12.2022

The Board of Directors proposes the approval of the remuneration and compensation that was paid out in fiscal year 2022 to Members of the Board of Directors of the Company in accordance with article 109 of law 4548/2018.

The remuneration of the outgoing Chief Executive Officer Mr. Socrates Lazaridis, executive member of the Board of Directors, for the period from 1.1.2022 to 8.3.2022 when he held the post, amounted to €519,845. This amount includes compensation of €463,994.40 which had been approved by the Board of Directors pursuant to the procedure provided by Law 4548/2018.

The remuneration of the Chief Executive Officer Mr. Yianos Kontopoulos, executive member of the Board of Directors, for fiscal year 2022 (from the assumption of his duties on 9.3.2022 to 31.12.2022) amounts to €406,246, which includes a signing bonus of €150,000.

The aforesaid remuneration of M. Yianos Kontopoulos covers his services to all the companies of the Group.

The total compensation for the non-executive members of the Board of Directors, for their participation in the Board of Directors and the Committees of the Company in 2022, in accordance with the decision of the General Meeting on 02.06.2022, amounts to €502,750.88.

In particular:

Name	Board of Directors	Strategic Planning Committee	Risk Committee	IT Advisory Committee	Nomination & Compensation Committee	Audit Committee	Total gross remuneration
George Handjinicolaou, independent non-executive BoD Chairman	55,416.66	5,000.04			5,000.04		65,416.74
Alexios Pilavios, non-executive BoD Chairman	31,666.66	2,000.04	2,000.04				35,666.74
Konstantinos Vassiliou, independent member	31,666.66	2,000.04			5,000.04		38,666.74
Dimitrios Dosis, independent member	31,666.66	2,000.04		2,000.04			35,666.74
Giorgos Doukidis, independent member	31,666.66	2,000.04	5,000.04	5,000.04		5,000.04	48,666.82
Ioannis Emiris	31,666.66	2,000.04	2,000.04				35,666.74
Polyxeni Kazoli, independent member	31,666.66				6,999.96	5,000.04	43,666.66
Theano Karpodini, independent member	31,666.66		2,000.04	2,000.04		6,999.96	42,666.70
Nicholaos Krenteras, independent member	31,666.66				5,000.04	5,000.04	41,666.74
Ioannis Kyriakopoulos independent member	31,666.66			2,000.04		5,000.04	38,666.74
Spyridoula Papagiannidou, independent member	31,666.66	2,000.04	2,000.04		5,000.04		40,666.78
Pantelis Tzortzakis, independent member	31,666.66	2,000.04		2,000.04			35,666.74
<b>GROSS TOTAL</b>	<b>403,749.92</b>	<b>19,000.32</b>	<b>13,000.20</b>	<b>13,000.20</b>	<b>27,000.12</b>	<b>27,000.12</b>	<b>502,750.88</b>

A detailed report on the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2022 - 31.12.2022 is provided in the Remuneration Report of the Members of the Board of Directors for 2022 in accordance with article 112 of Law 4548/2018.

## 7<sup>th</sup> Item of the Agenda

### Determine the remuneration and compensation of the members of the Board of Directors for fiscal year 01.01.2023 – 31.12.2023 and up until the Annual General Meeting in 2024

The Board of Directors, following a proposal by the Nomination & Compensation Committee proposes that the remuneration of the executive member (Chief Executive Officer) and of the non-executive members of the BoD remain the same. In the above context, the remuneration of the members of the BoD for fiscal year 2023 and until the Annual General Meeting in 2024 is proposed as follows:

- A.** The remuneration of the executive member of the BoD / Chief Executive Officer is determined by the contract concluded with the Company and paid by it. Specifically, the executive member / Chief Executive Officer Mr. Yianos Kontopoulos, is remunerated on the basis of the employment contract of indefinite duration concluded prior to his appointment to the BoD and approved by the Board of Directors. According to the terms of the aforementioned contract his remuneration is as follows
- i) A gross salary of €300,000 per year, (€21,333.35 gross per month). The gross salary will be paid after deduction of statutory deductions, including, among others, taxes and social security contributions.
  - ii) The Chief Executive Officer does not receive any additional remuneration for his participation in the BoD of the Company or its subsidiaries.
  - iii) The executive member is entitled to benefits in accordance with the BoD Member Remuneration Policy.
- B.** The remuneration of the non-executive members of the Board of Directors, for their participation in the meetings of the Board of Directors and the Committees of the Company for the fiscal year 2023 and until the Annual General Meeting of 2024 is proposed as follows:

Remuneration of non-executive members of the Board of Directors	
Proposed annual base pay for participating in the BoD	
Non-executive Chairperson of the BoD	€70,000.00
Non-executive Member of the BoD	€40,000.00

Supplementary to base pay annual remuneration for participation in Committees		
Committee	Chairperson	Member
Audit Committee	€7,000.00	€5,000.00
Nomination & Compensation Committee	€7,000.00	€5,000.00
Risk Committee	€5,000.00	€2,000.00
Strategic Planning Committee	€5,000.00	€2,000.00
Advisory Committee on IT	€5,000.00	€2,000.00

The above remuneration will be pro rata on a twelve-month basis, paid monthly and will be proportional to the participation time of each non-executive member in the Board of Directors and in the Committees of the Company.

All amounts up for preapproval mentioned above are gross, and subject to the withholdings foreseen by the current tax and social security legislation.