



## MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS DATED 13-06-2023

In Agia Paraskevi, today, on Tuesday, 13/06/2023 at 12:00 a.m., the members of the Board of Directors of “**SPACE HELLAS S.A. TELECOMMUNICATIONS, IT, SECURITY SYSTEMS AND SERVICES – PROVISION OF SECURITY SERVICES PRIVATE ENTERPRISE**” (the “company”) convened a meeting following invitation by the Chairman of the board, Spyridon Manolopoulos, to decide on the following:

1<sup>st</sup> ITEM: CONFIRMATION OF THE APPOINTMENT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS AND THE AUDIT COMMITTEE

2<sup>nd</sup> ITEM: CONFIRMATION OF THE APPOINTMENT OF THE INDEPENDENT MEMBER OF THE REMUNERATION AND NOMINATION COMMITTEE.

All the members of the board were present: Spyridon Manolopoulos, Theodoros Chatzistamatiou, Panagiotis Bellos, Ioannis Mertzanis, Ioannis Doulaveris, Anastasia Paparizou, Anna Kalliani, Emmanuel Hatiras and Eirinaios Theodorou.

The secretary of the board of directors Mr. Konstantinos C. Argyropoulos, legal counsel of the company, was also present in the meeting of the Board.

After the quorum was confirmed, the meeting began, and the Chairman of the board of directors Mr. Spyridon Manolopoulos informs the board on the first item as follows:

As you know, the board of directors, by its decision of 10/10/2022, in accordance with article 9 par. 4 of the law 4706/2020, elected Mr. Eirinaios Theodorou as a new member of the board of directors in replacement of the resigned independent non-executive member Mr. Theodoros Gakis, and appointed him as an independent non-executive member of the board of directors on a temporary basis until the next general meeting of the company's shareholders, which will decide on the attribution of the independent non-executive member status to the above member elected by the board of directors either to another existing member or to a new member elected by the general meeting, in accordance with the applicable provisions. Subsequently, the board of directors, by its resolution of 11/10/2022, appointed Mr. Theodorou as a new independent member of the audit committee, similarly on a temporary basis, as stated above.

Subsequently, at the next general meeting of the company's shareholders on 12/06/2023 (37<sup>th</sup> annual general meeting), the above decision of the company's board of directors of 10/10/2022 was announced (9<sup>th</sup> item on the agenda) and the general meeting decided the definitive attribution of the independent non-executive member of the company's board of directors to the new member elected by the board of directors, Mr. Eirinaios Theodorou. The general meeting also confirmed the number of independent non-executive members of the company's board of directors.

It is noted that, during the above general meeting, reference was made to the recommendation of the board of directors regarding the suitability of the new non-independent member of the board of directors, in accordance with article 18 of law 4706/2022. In the said recommendation of the board of directors, extensive reference is made to the examination, verification and determination of the new member's fulfilment of both the individual and collective suitability requirements in accordance with the company's suitability policy and article 44 para. 1 of law 4449/2017, as well as the criteria of independence according to article 9 par. 1 and 2 of law 4706/2020.

Following the above decision of the annual general meeting of the company's shareholders of 12/06/2023, by which it was decided that Mr. Theodorou be definitively granted the capacity of independent non-executive member of the board of directors and, following the above recommendation of the board of directors, by which the individual and collective suitability of this independent member was established, the company's board of directors, after an interactive discussion, confirms, unanimously:

1) the appointment of Mr. Eirinaios Theodorou son of ... (resident of ....., ....., ..... Street, ID number ....., date of birth ....., VAT number ....., Tax ID number ....., Tax Office. ...., Greek nationality) as an independent non-executive member of the board of directors, permanently, until the expiry of the term of office of the board of directors (which is six years and is exceptionally extended until the expiry of the term of office, within which the next annual general meeting must be convened and until the adoption of the relevant resolution, i.e. in this case no later than 10 September 2026, subject to any repeat or postponed meeting) and, further to its above mentioned recommendation of 18/05/2023 regarding the fulfilment of the eligibility criteria of Mr. Theodoros, the content of which it adopts in its entirety and without exception, reaffirms his individual and collective suitability in accordance with the company's suitability policy and law 4706 /2020 and,

2) the appointment of the above member as a member of the company's audit committee, given that, in addition to his suitability as established above, the criteria of article 44 of law 4449/2017 are fulfilled, and, consequently, upon confirmation of his final appointment, the audit committee is composed (until the expiry of the term of office of the board of directors, which is six years and is exceptionally extended until the expiry of the term of office, within which the next annual general meeting must be convened and until the adoption of the relevant resolution, i.e. in this



case no later than 10 September 2026, subject to any repeat or postponed meeting meeting) of the following members:

- Eirinaios Theodorou, son of ...
- Emmanuel Hatiras, son of ...
- Theodoros Hadjistamatiou, son of ...

Regarding the second item, the Chairman of the board of directors, Mr. Spyridon Manolopoulos, informs the board following:

As you are aware, by its resolution dated 11/10/2022, the board of directors appointed Mr. Eirinaios Theodorou, independent non-executive member of the board of directors and as a new member of the of the company's remuneration and nominations committee for the remainder of the term of the committee, which is identical to that of the company's board of directors, subject to the ratification of the appointment of Mr. Theodorou as independent non-executive member of the board of directors by the next general meeting of the company's shareholders.

Following the decision of the ordinary general meeting of the company's shareholders of 12/06/2023 (9<sup>th</sup> item on the agenda) (next general meeting), by which the capacity of independent non-executive member of the company's board of directors was definitively attributed to Mr. Theodorou, the board of directors, after a discussion, unanimously confirms the appointment of Mr. Eirinaios Theodorou son of ..., independent non-executive member of the company' s board of directors, and as a member of the company's remuneration and nomination committee, permanently, and for the remainder of the term of the committee, which is the same as that of the company's board of directors, as stated above.

Following the above appointment, the remuneration and nominations committee consists of the following members:

- Emmanuel Hatiras, son of ...
- Theodoros Hadjistamatiou, son of ...
- Eirinaios Theodorou, son of ...

Here being no further agenda, the present meeting was adjourned, and these minutes were signed as follows:

The Chairman

The Members

SPYRIDON D. MANOLOPOULOS

THEODOROS CHATZISTAMATIOU

PANAGIOTIS BELLOS

IOANNIS MERTZANIS

IOANNIS DOULAVERIS

ANASTASIA PAPARIZOU

EMMANUEL HATIRAS

ANNA KALLIANI

EIRINAIOS THEODOROU

True Copy from the Book of Minutes of the Board

Ag. Paraskevi, at the same day

The Chairman of the Board

SPYRIDON D. MANOLOPOULOS



## APPENDIX

Resume Mr. Eirinaios Theodorou:

### CURRICULUM VITAE

LAST NAME : THEODOROU  
NAME : EIRINAIOS  
ADDRESS : --  
REGION : --  
T.K. : --  
TEL. : --  
E – MAIL : --  
NATIONALITY : --  
DATE OF BIRTH : --  
MILITARY SERVICE : --  
MARITAL STATUS : --

### ACADEMIC EDUCATION – PROFESSIONAL CERTIFICATES

5/2013 : CERTIFICATION CRMA (Certification in Risk Management Assurance) BY THE INTERNATIONAL INSTITUTE OF INTERNAL AUDITORS  
9/2006-6/2008 : MASTER' S DEGREE IN PROFESSIONAL TRAINING «INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS»  
4/2005 : GRADUATE OF THE DEPARTMENT OF ADMINISTRATION OF BUSINESS OF PATRAS UNIVERSITY “FINANCE-ACCOUNTING” GRADE 8.17 (VERY GOOD)  
6/2000 : 1<sup>st</sup> HIGH SCHOOL OF N. IRAKLEIO

### PROFESSIONAL EXPERIENCE

9/2009 – as of today : Self-employed-Certified Public Accountant in suspension and Internal Auditor, Registered on Ministry of Finance’s Register of Internal Auditors and the Institute of Internal Auditors

6/2017 – up to date President of the Audit Committee of ELTON AEBE

Cooperation with Public Enterprises and Entities:

9/2009-4/2012 IDIKA SA

4/2012 - 4/2015 OASA SA.,

4/2015 – 4/2020 – ERT

11/2021 – up to date MEGARON ATHENS CONCERT HALL

Major responsibilities:

- Establishment of an Internal Audit Department, Preparation of Annual Audit Programs and Internal Audit Operating Statutes, Overview and recommendations during the process of drawing up Operating Regulations and Procedures Manuals, Conducting Audits for Compliance with the current Legal and Tax Framework, Conducting Special Audits (inventories, counts, supply control, etc.), Overview of the process of preparing the financial information required (budgets, Financial Statements (GAAP and IFRS), Monthly Monitoring of Budget Execution and other reports (Register of Commitments, etc.), Overview of the process of preparing Operational and Strategic Action Plans

Internal Auditor in Health Units in the framework of Law 4025/2011 period 2011 - 2016: (G.H.: Thiva, Leivadia, Kifisia, Kastoria, University Hospital Ioannina, Argos, Nafplio, Pentelis Kids Hospital)



“KSI Greece” CERTIFIED PUBLIC ACCOUNTANTS, KIFISIAS AV. 62 & PREMETIS, MAROUSI 15125 – Partner Internal Auditor. Project Manager:

Regular Audit of Financial statements,  
Audit of financial reports NPDD  
Control, agreements and Control, certification of financial data N.P.I.D., N.P.D.D. OTA  
Recording of Internal Procedures in NPDD  
Risk Assessment training in NPDD and NPID  
Special Control in research institutions for research programs-co-financed by the European Union

“FK Consulting Services S.A.” Business Consultants – Accounting Metamorfozi Attica, Vas.Deligianni 72 Partner – Administrator, Project Manager:

Creation - reorganization of Internal Audit Departments, in accordance with the applicable legal and institutional requirements, as well as the International Standards of Internal Audit (COSO methodology), Support in the design and implementation of Internal Audit, Business reorganization and cost management (cut- costing), Development of Strategic and Business plans, Business Valuation, Development of management information systems (MIS), Business risk assessment, Compliance with applicable legal frameworks, Organization of Personnel Management Data. Participation in IT & technology sector projects, indicatively: advisory support in the implementation of IFRS 15 (revenue recognition) for Nova and Forthnet companies, preparation of the financial statements with the company DIGEA (Digital Provider), assistance of the audit company in the implementation of special purpose audit projects for the OTE group

EMI EFFECTIVE MANAGEMENT INTERNATIONAL 18, Dimitrakopoulou str., 11141 ATHENS. Lecturer of 80 hours seminars 80 with subject: “NEW TAX SYSTEM – ALL THE LATEST CHANGES” (L. 4172/2014).

Conducting a seminar on the procedures for recording operating regulations and evaluating internal control systems with optimization proposals at the organization “ATPSYTE” Mutual Care Fund of the Association of Bank Employees of Greece (RE-ENGINEERING)

9/2005 – 9/2009

: “**DRM STYLIANOU S.A.**” CERTIFIED ACCOUNTANTS & BUSINESS ADVISORS.

9/2003 – 6/2004 &  
1/2001 – 6/2003  
6/2003 – 8/2003

: “**CELL INFORMATION**” ACCOUNTING OFFICE, 16, GOUNARI STR. PATRAS Assistant Accountant  
: «**ALPHA FINANCE A.X.E.Π.E.Y.**», 6, DRAGATSANIOU STR., ATHENS

#### COMPUTERS

EXCELLENT KNOWLEDGE: **WINDOWS, MICROSOFT OFFICE, SPSS, INTERNET, ACL, WINERA, X\_LINE, SINGULAR,**  
VERY GOOD KNOWLEDGE :: **SAP, MANPOWER, SWOT ANALYSIS, STOCK PROGRAMS ‘DIVIDEND, SAT, HRIMA & ALPHA-LINE’, VISUAL BASIC, NLTS v 2.0, ORACLE**

#### FOREIGN LANGUAGES

ENGLISH  
FRENCH

: Fluently  
: Basic



**ADDITIONAL INFORMATION**

**2009 – up to date**

: *Continuous Attendance of Training Seminars on specialized topics of Audit (internal and external), and Taxation*

**2009 –**

*Member of the Greek and International Institute of Internal Auditors*

**2005 –**

: *Member of the Board of Certified Public Accountants and Member of the Chamber of Commerce with a First Class Accountant License*

**REFERENCE LETTERS**

*Available on request».*