



INVITATION

to the Shareholders of the Société Anonyme under the corporate name "THESSALONIKI WATER SUPPLY & SEWERAGE Co S.A. (EYATH S.A.)", trading as "EYATH SA", General Commercial Registry (GEMI) No 58240404000 ("Company"):

of the Ordinary General Meeting.

Following resolution number 352/2023 of the Board of Directors of the Company, passed at the meeting of 8 August 2023, the Shareholders of the Company are notified of the Ordinary General Meeting, on

Monday 4 September 2023,

12:00 noon (Greek time), at the Thessaloniki Stock Exchange Centre (16-18 Katouni Street, GR 54625 Municipality of Thessaloniki), in person and with the option to participate remotely, in real time by electronic or audio-visual means, if requested, (according to article 125 (3) of law 4548/2018, as added by article 23 (6) of law 4712/2020), in order to discuss and decide on the following agenda items:

A. ITEMS ON THE AGENDA

Item 1: Approval of the Annual Financial Report of the Company and the Consolidated Financial Statements of the Group, prepared in accordance with International Financial Reporting Standards (IFRS) for the 22st fiscal year (01.01.2022 - 31.12.2022), the Annual Management Report of the Board of Directors and the Report of the Independent Certified Auditor-Accountant thereupon.

Item 2: Approval of the overall management of the Board of Directors for the fiscal year 01.01.2022 – 31.12.2022, under Article 108 of Law 4548/2018 and discharge of the Auditors under article 117(1)(c) of law 4548/2018.

Item 3: Making a decision on the appropriation of the results of 22nd fiscal year (01.01.2022 - 31.12.2022)

Item 4: Discussion on the Remuneration Report of the Remuneration and Nominations Committee pursuant to article 112 (3) and Approval of the Remuneration Report and the remuneration and compensation paid to the members of the Board of Directors, for the fiscal year 01.01.2022 – 31.12.2022, according to the Company's Remuneration Policy and the Remuneration Report.

Item 5: Election of new members of the Board of Directors due to the expiration of their term and/or resignation.

Item 6: Appointment of the Chairman and Vice-Chairman of the Board of Directors.

Item 7: Decision on the type, composition, and term of office of the new Audit Committee of the Board according to Article 44 of Law 4449/2017, in view of the end of the term of office of its members, and appointment of its members, if an independent committee is approved

Item 8: Election of Audit Company and approval of its fee for the statutory audit of the Annual Financial Statements, the Overview Report of the Interim Summary Semi-Annual Financial Statements and issuing of a Tax Certificate, for the fiscal year 01.01.2023 - 31.12.2023.

Item 9: Authorising the members of the Board of Directors of the Company and the executives of the Company's Divisions to participate in the Boards of Directors or in the management of other related parties in accordance with IAS 24, and legal persons controlled by them in accordance with IAS 24.

As part of the Ordinary General Meeting of the Company, the Audit Committee shall submit the annual activity report of the Audit Committee, in accordance with article 44 (1) point (i) of law 4449/2017, which will be presented to the shareholders by the chairperson of the Audit Committee, and the independent non-executive members, shall submit the report of the members, drawn up jointly, in accordance with article 9 (5) of law 4706/20.

According to Article 121 (4) and Article 123 (3), (4) and 5 of Law 4548/2018, the Company informs the shareholders as follows:

B. RIGHT TO PARTICIPATE IN THE GENERAL MEETING

Natural and legal persons that have the shareholder status at the beginning of the fifth day, before the day of the initial meeting of the General Meeting on 04/09/2023, i.e. at the beginning of **30/08/2023 (Record Date)** are entitled to participate in and vote at the Ordinary General Meeting. **The aforementioned record date shall also apply in the case of an adjourned or following postponement meeting**, provided that the adjourned or following postponement meeting is held no more than 30 days ahead of the record date.

The Company recognises as a shareholder anyone having a right to participate in and vote at the General Meeting, anyone registered in the Dematerialised Securities System (DSS) of the Société Anonyme "Hellenic Central Securities Depository Société Anonyme" (ELKAT) on the Record Date or anyone identified as such based on the relevant date through the registered intermediaries or other intermediaries, in compliance with the statutory provisions (Law 4548/18, Law 4569/2019, Law 4706/20, Regulation (EU) 2018/1212 and the Operation Regulation of the Hellenic Central Securities Depository (Government Gazette 1007/16.03.2021, Vol. B).

Proof of shareholder status is made by any legal means and in any case based on information received by the company electronically from ELKAT, if it provides registration services, or through the participating and registered intermediaries in the central securities depository in any other case. A shareholder may participate in the General Meeting, based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212, provided by the intermediary, unless the General Meeting refuses such participation for a material cause, which justifies its refusal, in compliance with the relevant statutory provisions (Article 19 (1), Law 4569/2018 and Article 124, Law 4548/2018).

The exercise of the participation and voting rights in the General Meeting is not subject to share-blocking or compliance with another similar procedure restricting the possibility to sell or transfer them during the period between the record date and the General Meeting.

If the quorum required is not reached for the agenda items, as well as in the event of cancellation or adjournment, the shareholders are notified of:

The 1st Adjourned General Meeting on Friday 22/09/2023, at 12:00 noon (Greek time), at the Thessaloniki Stock Exchange Centre (16-18 Katouni Street, GR 54625 Municipality of Thessaloniki). The agenda items of any adjourned General Meeting will be the same as stated above, as according to Article 130 (2) of Law. 4548/18, no new notice will be sent.

C. PARTICIPATION IN AND VOTING AT THE GENERAL MEETING BY REPRESENTATIVE (FOR LEGAL PERSONS) OR BY PROXY (FOR NATURAL AND LEGAL PERSONS)

Each share entitles the holder to one vote at the General Meeting.

I) In general, every shareholder is entitled to participate in and vote at the General Meeting. Shareholders participate in the General Meeting and votes either in person (in the event of a natural person) or by their duly authorized representative (in the event of a legal person) or by representative(s) in both cases.

A shareholder may appoint up to three (3) proxies. A proxy acting on behalf of several shareholders may vote differently for each shareholder.

The appointment and revocation or replacement of the representative or proxy shall be made in writing or by electronic means and shall be submitted to the company at least forty-eight (48) hours before the date set for the meeting.

A shareholder may appoint a proxy for one or several general meetings and for a specific period of time. The proxy shall vote in accordance with the shareholder's instructions, if any, and is obliged to file the voting instructions for at least one (1) year, from the date of the General Meeting or, in the event of an adjournment thereof, the last adjourned meeting at which the proxy was used. Any failure of the proxy to comply with the instructions received does not affect the validity of the resolutions of the General Meeting, even if the vote of the proxy was decisive for the achievement of the majority. The appointment and revocation or replacement of the proxy and the obligations of the shareholder's proxy are subject to the provisions of Article 128 (4) and (5) of Law 4548/2018.

However, if the shareholder holds shares in the Company, which appear in more than one securities account, such restriction does not prevent that shareholder from appointing different proxies for the shares appearing in each securities account in relation to the General Meeting. The shareholder's proxy is obliged to notify the Company, before the beginning of the General Meeting, of any specific event, which may be useful to the shareholders for the assessment of the risk that the proxy may serve interests other than the interests of the represented shareholder. For the purposes of this paragraph, a conflict of interest may arise in particular when the proxy: (a) is a shareholder exercising control of the Company or is another legal person or entity controlled by that shareholder, (b) is a member of the Board of Directors or of the general management of the Company or a shareholder exercising control of the Company, or of another legal person or entity controlled by a shareholder exercising control of the Company, (c) is an employee or auditor of the Company or shareholder exercising control of the Company or another legal person or entity controlled by a shareholder, who exercises control of the Company, (d) is a spouse or first degree relative of one of the natural persons referred to above under points (a) - (c).

II) Specifically, as regards the participation in the Ordinary General Meeting on 4 September 2023 and/or for the voting by letter vote that will be held before the General Meeting, the appointment, revocation or replacement of the representative or proxy must be submitted to the Company at least forty-eight (48) hours before the date of the meeting of the General Meeting, i.e. not later than 31/08/2023 at 12:00 noon (Greek time).

The Company has the proxy appointment form for participation in the General Meeting of 4 September 2022 in printed and electronic form, in order to be completed and signed with verification of signature authenticity by a public authority (including but not limited to consular or police authority, Citizen Service Centre (KEP)) or digitally signed using a qualified certificate on its website <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/>

That form shall be sent completed and signed by the shareholder to the Department of Shareholders & Corporate Announcements of EYATH S.A., at 91 Tsimiski Street, GR-54622 Thessaloniki, or via email at investors@eyath.gr at least forty-eight (48) hours before the date of the General Meeting. Shareholders are required to ensure that successful dispatch of the proxy appointment form has been confirmed.

D. PROCEDURE FOR REMOTE VOTING BEFORE THE GENERAL MEETING (LETTER VOTING)

Shareholders may participate **in person or by their appointed proxies** remotely in the voting on the items on the agenda of the Meeting, which (voting) will be held **before the General Meeting**.

For shareholders requesting that the meeting be held by teleconference (according to Article 125 (3) of Law 4548/2018, as added by Article 23 (6) of Law 4712/2020), **it is recommended** that they participate in the voting on the items on the agenda of the Meeting by letter vote, due to technical difficulties of remote voting during the General Meeting.

In particular, shareholders wishing to participate remotely in voting may use the following options:

a) either complete and send the "Letter Vote Form", signed and duly verified as to the authenticity of signature together with the proxy appointment forms of the shareholder's signatory representative or proxy, to the Department of Shareholders and Corporate Announcements of EYATH S.A., at 91 Tsimiski Street, GR-54622 Thessaloniki, or send it digitally signed using a qualified certificate by the proxy or shareholder via email at investors@eyath.gr **not later than twenty-four (24) hours before the date of the General Meeting (i.e. not later than 01/09/2023 at 12:00 noon (Greek time))**.

b) or participate based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

The "Letter Vote Form" and the "Proxy Appointment Form for remote voting before the General Meeting" are available to the Shareholders in electronic form on the Company's website <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/>

Shareholders voting according to the foregoing before the General Meeting shall be counted for the formation of the quorum and majority, only if the relevant votes have been received **not later than 01/09/2023 at 12:00 noon (Greek time)**.

After that deadline it will not be possible to participate in the voting to be held **before the General Meeting**.

E. ADJOURNED MEETING

In the event of failure to achieve the required quorum for the items on the agenda, or cancellation of the General Meeting on 4 September 2023, the Adjourned General Meeting will be held on **22/09/2023 at 12:00 noon (Greek time), at the Thessaloniki Stock Exchange Centre (16-18 Katouni Street, GR 54625 Municipality of Thessaloniki)**. In the event of adjournment, the Adjourned General Meeting will meet at the time to be set when exercising the right to adjourn.

F. LETTER VOTE, APPOINTMENT OF A REPRESENTATIVE OR PROXY AT THE ADJOURNED GENERAL MEETING

For any Adjourned General Meeting, shareholders that had not appointed a proxy at the original General Meeting or shareholders wishing to replace the proxy they had appointed, in order to participate remotely in the voting to be held before the Adjourned General Meeting, **the appointment of a proxy and, as the case may be, the revocation or replacement of the appointed proxy, must be submitted to the Company at least forty-eight (48) hours before the date of the Adjourned General Meeting.**

At the Adjourned General Meeting the right to vote remotely by letter vote **should be exercised again** at a voting to be held before the Adjourned General Meeting, in the following ways:

a) either by completing and sending again the "Letter Vote Form", signed and duly verified as to the authenticity of signature together with the proxy appointment forms of the shareholder's signatory representative or proxy, at 91 Tsimiski Street, GR-54622 Thessaloniki, or by sending it again digitally signed using a qualified certificate by the proxy or shareholder via email at investors@eyath.gr **not later than twenty-four (24) hours before the date of the Adjourned General Meeting (i.e. not later than 21/09/2023 at 12:00 noon (Greek time) or before the date to be set following the adjournment).**

b) or by participating based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote according to the foregoing before the Adjourned General Meeting shall be counted for the formation of the quorum and majority, only if the relevant votes have been received **not later than 21/09/2023 at 12:00 noon (Greek time) or, in the event of postponement, 24 hours before the date of the General Meeting held after the postponement.**

Moreover, shareholders are required to ensure that successful dispatch of the "Letter Vote Form" and its receipt by EYATH S.A. have been confirmed.

G. SHAREHOLDERS' MINORITY RIGHTS (duly proving their shareholding status)

1. At the request of shareholders representing one-twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to add additional items on the agenda of the General Meeting, which has already been convened, if the relevant request is submitted to the Board of Directors at least fifteen (15) days before the General Meeting, **i.e. by 17/08/2023**. Additional items shall be published or notified by the Board of Directors under Article 122 of Law 4548/2018, not later than seven (7) days before the General Meeting. The request for inclusion of additional items on the agenda shall be accompanied by a reasoning or a draft resolution for approval by the General Meeting and the revised agenda shall be published in the same way as the previous agenda, thirteen (13) days before the date of the General Meeting, and, at the same time, made available to the shareholders on the Company's website, together with the reasoning or the draft resolution submitted by the shareholders in accordance with the provisions of Article 123 (4) of Law 4548/2018. If those items are not published, the requesting shareholders shall be entitled to request the adjournment of the General Meeting in accordance with paragraph 5 and publish them themselves under the provisions of the second subparagraph of this paragraph at the Company's expense.
2. Shareholders representing one twentieth (1/20) of the paid-up capital shall be entitled to submit draft resolutions on items included in the original or any revised agenda of the general meeting. The relevant request must be submitted to the board of directors not later than seven (7) days before the date of the general meeting, **i.e. by 25/08/2023**, and the draft resolutions shall be made available to the shareholders, not later than six (6) days before the date of the general meeting.
3. At the request of any shareholder, submitted to the Company at least five (5) full days before the General Meeting, **i.e. by 27/08/2023**, the Board of Directors shall be obliged to provide to the General Meeting the specific information requested about the Company's affairs to the extent that it is useful for a real assessment of the items on the agenda. There is no obligation to provide information when the relevant information is already available on the Company's

website, in particular in the form of questions and answers. The Board of Directors may refuse to provide such information for due material grounds, which shall be recorded in the minutes. Grounds for refusal may be, depending on the circumstances, the representation of the requesting shareholders at the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. The Board of Directors may provide a single response to shareholder requests with the same content.

4. Moreover, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall be obliged to inform the Ordinary General Meeting of the amounts paid over the last two years to each member of the Board of Directors or managers of the Company and all benefits given to those persons on any ground or under any contract between them and the Company. The Board of Directors may refuse to provide such information for due material grounds, which shall be recorded in the minutes. Grounds for refusal may be, depending on the circumstances, the representation of the requesting shareholders at the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. The Board of Directors may provide a single response to shareholder requests with the same content.
5. At the request of shareholders representing one tenth (1/10) of the paid-up share capital submitted to the Company at least five (5) full days before the General Meeting, **i.e. by 27/08/2023**, the Board of Directors shall provide the General Meeting with information about the course of the corporate affairs and the Company's assets. The Board of Directors may refuse to provide such information for due material cause, which shall be recorded in the minutes. Grounds for refusal may be, depending on the circumstances, the representation of the requesting shareholders at the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018, provided that the relevant members of the Board of Directors have been adequately informed in this regard.

H. AVAILABLE DOCUMENTS & INFORMATION

The information of Article 123 (3) and (4) of Law 4548/2018 including :

- (a) the invitation of the General Meeting;
- b) the total number of shares and voting rights attached to the shares on the date of the notice;
- c) the notification forms and procedures for the appointment, revocation or replacement of the representative or proxy of the shareholder for participating in the meeting or exercising the voting right;
- d) the letter vote form and procedure;

e) the draft resolution on the agenda items

and the documents to be submitted to the meeting:

a) the 2022 Remuneration Report of the Remuneration & Nominations Committee (Article 112 (4) of Law 4548/2018);

b) the Audit Committee's annual activity report;

c) the report of independent non-executive members

are available in electronic form on the Company's website <https://www.eyath.gr/category/enimerosi-ependyton/etairikes-anakoinoseis/> and in paper form at the offices of the Company's Department of Shareholders & Corporate Announcements at the address: 91 Tsimiski Street, GR-54622 Thessaloniki, 2nd floor

Thessaloniki, 08/08/2023

The Board of Directors of EYATH S.A