



## INVITATION

to the Annual General Meeting of Shareholders  
of the société anonyme under the registered name  
"INTRACOM S.A. HOLDINGS"  
and the distinctive title "INTRACOM HOLDINGS"  
General Commercial Registry No: 000303201000  
(Former Registration No 13906/06/B/86/20)

According to Law and the Company's Articles of Association and by the 02/05/2024 decision of the Board of Directors, the Shareholders of the Company are invited to the Annual General Meeting (A.G.M.) to be held on Wednesday, **May 29<sup>th</sup>, 2024**, at **12:00 p.m.** in Paiania, Attica, building B7 (19<sup>th</sup> km Markopoulou Ave, 19002), in order to discuss and decide upon the following Agenda items:

### Agenda Items

1. Submission and approval of the annual Financial Report for the fiscal year 2023 (01/01/2023-31/12/2023), which includes the annual financial statements (corporate and consolidated), in accordance with I.F.R.S., along with the relevant Reports and Statements of the Board of Directors and the Certified Auditor Accountant
2. Approval of distribution of results for the financial year 2023, decision on the distribution of dividend and provision to the BoD of the Company of the necessary authorizations
3. Submission of the Annual Activities Report of the Audit Committee for the fiscal year 2023, according to article 44 par. 1h of L. 4449/2017
4. Approval of the overall management of the Company by the Board of Directors during the fiscal year 2023, in accordance with article 108 of L. 4548/2018 and discharge of the Certified Auditor Accountant, in accordance with the provisions of article 117 par. 1c of L. 4548/2018
5. Election of the Audit Company of Certified Auditors Accountants for the audit of the corporate and consolidated financial statements of the fiscal year 2024 (1/1/2024-31/12/2024) and determination of their fees
6. Approval of the remuneration and compensation paid to the Members of the BoD for the services provided by them during the fiscal year 2023
7. Submission for discussion and voting on the Remuneration Report of the Members of the BoD, for the year 2023, in accordance with the provisions of article 112 of L. 4548/2018

8. Determination of the remuneration and compensation of the Members of the BoD for the current fiscal year 2024 (1/1/2024-31/12/2024) and pre-approval for their payment for the time period until the next Annual General Meeting, in accordance with the provisions of article 109 of L. 4548/2018
9. Granting permission, according to article 98 par. 1 of L. 4548/2018, to the Members of the BoD and Company's Directors to participate in the Board of Directors or in the management of Company's subsidiaries and affiliates companies
10. Resolution regarding the reduction of the Company's share capital by the amount of € 5,852,000, with a reduction of the nominal value of each share of the Company and return of the share capital to the shareholders. Corresponding amendment of article 5 of the Company's Articles of Association, pertaining to its Share Capital
11. Submission of the Report of the Independent Non-Executive Members of the BoD to the Annual General Meeting, in accordance with the provisions of article 9 par. 5 of L. 4706/2020
12. Miscellaneous Announcements

In case the quorum required under the Law is not attained in order to decide the aforementioned items of the agenda, the shareholders are called to a Repetitive G.M. on Tuesday, June 4, 2024 at 12:00 p.m., at the same place, without publishing any further invitation, in accordance with par. 2 of article 130 of L. 4548/2018.

According to articles 121, 123 124 par. 6 and 128 of L.4548/2018, the Company informs shareholders on the following:

**A. Right to participate and vote at the General Meeting**

In the Annual General Meeting of May 29, 2024 is entitled to participate and vote whoever appears as a Company's shareholder in the Dematerialized Securities System (DSS) managed by "Hellenic Central Securities Depository "(ATHEXCSD), at the beginning of the (5th) day, that is May 24, 2024 ("Record Date"), before the date of the Annual General Meeting on 29.05.2024. The above record date is valid for the Repetitive General Meeting on Tuesday, June 4, 2024.

Also, the same Record Date is valid as well in case of postponement of the General Meeting, provided that the meantime between the Record Date and the Repetitive Meeting (after postponement) is no longer than thirty (30) days. If this is not the case, the person entitled to participate and vote is the one recognized as a shareholder, as per the above mentioned, at the beginning of the 3<sup>rd</sup> day before the date of the Repetitive General Meeting (after postponement) (article 124 par. 6 of L. 4548/2018).

The proof of the shareholding status can be done by any legal means and according to information received by the Company from the ATHEXCSD.

The exercise of these rights does not require blocking of shares or any other procedure that would restrict the possibility of sell and transfer of shares during the period between the Record Date and the General Meeting.

**B. Procedure for voting by proxy**

The shareholders may participate in the General Meeting and vote either in person or by proxies. Each shareholder may appoint up to three (3) proxies. Legal entities may participate at the General Meeting by appointing up to three (3) natural persons. However, if a shareholder has shares in a Company, which are held in more than one Securities Accounts, such limitation will not prevent the shareholder from appointing separate proxies for the shares appearing in each Account, in respect with the General Meeting. The proxy appointment is freely revoked. A proxy acting on behalf of several shareholders may vote differently for each shareholder.

The proxy votes in accordance with the shareholder's instructions, if there are any. Non-compliance by the proxy with the instructions received does not affect the validity of the resolutions of the General Meeting, even if the proxy's vote was decisive in achieving the majority.

A shareholder's proxy is obligated to inform the Company, before the General Meeting commences, any specific event which may be useful to the shareholders in assessing the risk of the proxy serving interests other than those of the shareholder's interests. Following the spirit of this paragraph, a conflict of interest may arise in particular when the proxy:

- a) is a shareholder controlling the Company or is another legal entity or an entity controlled by this shareholder,
- b) is a member of the Board of Directors or in general of the Company's management or shareholder controlling the Company, or another legal entity or an entity controlled by a shareholder who controls the Company,
- c) is an employee or auditor of the Company or shareholder controlling the Company, or other legal person or entity controlled by a shareholder who controls the Company,
- d) is a spouse or first degree relative to one of the natural persons mentioned above under cases (a) to (c).

The appointment and the revocation or replacement of a shareholder's proxy is made in writing and notified to the Company by one of the following ways, at least forty-eight (48) hours before the scheduled date of session of the General Meeting.

The Company has a form for the appointment of a proxy which is available to the shareholders: a) in hard copy at the Company's premises (64 Kifissias Avenue, 151 25 Maroussi, Attica) and b) in electronic form on the Company's website ([www.intracom.com](http://www.intracom.com)). This form completed and signed by the shareholder must be submitted to the Company's Shareholders Service Unit at: 64 Kifissias Avenue, 151 25 Maroussi, or sent by fax to: +30 210-6674203, within the above deadline. The shareholder is kindly requested to confirm that the proxy's appointment form is successfully received by the Company and to contact the Company at the telephone number: +30 210-6674451(Shareholders Service Unit).

### **C. Minority Shareholders rights**

According to article 141 par. 2, 3, 6 and 7 of L. 4548/2018, the shareholders have the following rights:

(a) At the request of the shareholders representing one twentieth (1/20) of the paid-up share capital, the Company's Board of Directors is obliged to include additional items in the General Meeting's agenda, provided that the relevant request is received by the BoD at least fifteen (15) days before the General Meeting, that is until May 14, 2024. The request for including additional items on the agenda must be accompanied by a justification or a draft resolution for approval at the General Meeting. The revised agenda is published in the same manner as the previous agenda thirteen (13) days before the date of the General Meeting, that is until May 16, 2024 and at the same time will be available to the shareholders on the Company's website along with the justification or the draft resolution that has been submitted by the shareholders in accordance with paragraph 4 of article 123 of L. 4548/2018.

If these items are not published, the shareholders are entitled to request the postponement of the General Meeting according to paragraph 5, article 141 of L. 4548/2018 and proceed by themselves to the publication, in accordance with article 122 of L. 4548 / 2018, at least seven (7) days before the General Meeting, that is until May 22, 2024, at Company's expenses.

(b) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft resolutions for items included in the original or revised agenda of the General Meeting. The relevant request is received by the Board of Directors seven (7) days before the date of the General Meeting, that is until May 22, 2024 and the draft resolutions are available to the shareholders, in accordance with paragraph 3, article 123 of L. 4548/2018, at least six (6) days before the date of the General Meeting, that is until May 23, 2024.

(c) Following the request of any shareholder, submitted to the Company at least five (5) full days before the General Meeting, that is until May 23, 2024, the Board of Directors is obliged to provide to the General Meeting any required information concerning Company affairs, in so far as they are relevant to the items on the agenda. There is no obligation to provide such information, when the relevant information is already available on the Company's website, especially in the

form of questions and answers. In addition, at the request of shareholders, representing one twentieth (1/20) of the paid up capital, the BoD is obliged to announce to the General Meeting, if it is Annual, the amounts, which during the last two years were paid to each member of the Board of Directors or to managers of the Company, as well as any benefit to these persons for whatever reason or by whatever contract of the Company with them. In all the above cases, the BoD may refuse to provide such information for sufficiently important reason, which is recorded in the minutes. Such a reason may be, the representation of the requesting shareholders to the BoD, in accordance with articles 79 or 80 of L. 4548/2018. In the cases referred to this paragraph, the BoD may provide an overall response to requests of shareholders having the same content.

(d) 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, that is until May 23, 2024, the BoD is obliged to provide to the General Meeting information about the course of corporate affairs and the Company's assets. The BoD may refuse to provide information for an efficient and substantial reason, which is recorded in the minutes. Such a reason may be the representation of the requesting shareholders to the BoD in accordance with articles 79 or 80 of L. 4548/2018, provided that the relevant members of the BoD have received this information in a manner that is adequate.

In all of the above aforementioned cases, requesting shareholders are obliged to prove their shareholder status and with the exception of the case of the first subparagraph of paragraph c, the number of shares held by them during the exercise of the relevant right.

#### **D. Available documents and information**

The documents and information of paragraphs 3 and 4 of article 123 of L. 4548/2018 (this invitation, the documents to be submitted to the General Meeting, the draft resolutions proposed by the Board of Directors on the agenda items, the documents for voting by a proxy or representative as well as the total number of shares and voting rights) are available in electronic form on the Company's website ([www.intracom.com](http://www.intracom.com)) and in hard copy at the Company's Shareholders Service Unit (64 Kifissias Avenue, 151 25 Maroussi), where shareholders can receive copies.

Maroussi, May 2, 2024

THE BOARD OF DIRECTORS