

Kifissia, May 31st, 2024

Announcement of Decisions of the Annual General Meeting of Shareholders on 31.05.2024.

The Société Anonyme operating under the trade name 'ELLAKTOR ANONYMI ETAIREIA' and the distinctive title 'ELLAKTOR S.A.' (hereinafter referred to as the 'Company'), announces, in accordance with the provisions of Law 3556/2007 and article 4.1.3.3 para.1 and 2 of the Hellenic Exchanges Regulation, the following:

On Friday, May 31st, 2024, at 11:00 am, the Company held at its registered seat, the Shareholders Annual Ordinary General Meeting, via electronic means, as well as with the physical presence of shareholders to discuss and vote on all items on the agenda.

108 shareholders participated in the meeting, representing 310,853,257 common nominal shares (and 310,853,257 voting rights) out of a total of 348,192,005 common nominal shares (and 348,192,005 voting rights), i.e. a percentage of 89.70% of the paid-up share capital, not including 1,650,000 own shares held by the Company, i.e. 0.47% of its share capital, which are not counted for the formation of a quorum.

Specifically, the Ordinary General Meeting of Shareholders held on May 31st, 2024, decided the following:

Item 1: Submission for approval of the Annual (Company and Group) Financial Report for the tax year 2023, which includes the Corporate and Consolidated Annual Financial Statements with the relevant Reports, including the non-financial reports and the corporate governance statement, and Declarations of the Board of Directors and the Auditor. Approval of the profit appropriation for the tax year 2023.

The Annual General Meeting having voted legally adopted a) the Annual (Company and Group) Financial Report for the tax year 2023, the Annual Corporate and Consolidated Financial Statements, the Annual Report of the Board of Directors and its other Reports and Declarations, the Audit Report of the auditors and b) the allocation of results and the non distribution of dividends for the tax year 2023, in accordance with the applicable legal and regulatory framework.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.843.257	99,997%
<i>Number of votes against</i>	0	0,00%
<i>Number of abstentions</i>	10.000	0,003%

Item 2: Presentation by the Chairman of the Audit Committee, of the Activity Report for the financial year 2023.

The Annual Activity Report was presented to the Ordinary General Meeting by the Chairman of the Audit Committee, with detailed reference to its actions and the matters with which it dealt during the financial year 2023.

The aforementioned Annual Activity Report of the Audit Committee for 2023 was presented to the Shareholders and is available on the Company's website and in particular at the link

<https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2024/annual-general-assembly-june-2024/>

Item 3: Submission of the Joint Report of the Independent Non-Executive Members of the Company's Board of Directors for the year 2023, in accordance with Article 9 (5) of Law 4706/2020.

The Joint Report of the Independent Non-Executive Members of the Board of Directors of the Company for the year 2023, as required by article 9, par. 5 of Law 4706/2020 was announced to the General Meeting without voting taking place.

The full text of the Joint Report of the Independent Non-Executive Members of the Board Directors is posted on the Company's website, specifically at the link <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2024/annual-general-assembly-june-2024/>.

Item 4: Approval of the overall management that took place during the tax year 2023, pursuant to Article 108 of Law 4548/2018 and release of the certified auditors from liability for the tax year 2023, in accordance with Article 117 par. 1 case (c) of Law 4548/2018.

The Annual General Meeting, following a lawful vote, approved the overall management, in accordance with Article 108 of Law 4548/2018, during the tax year from 01.01.2023 until 31.12.2023, and the release of the certified auditors of the auditing company "PriceWaterhouseCoopers" from any liability for the tax year from 01.01.2023 until 31.12.2023.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.743.257	99,965%
<i>Number of votes against</i>	100.000	0,032%
<i>Number of abstentions</i>	10.000	0,003%

Item 5: Submission for discussion and vote by the General Meeting of the Remuneration Report of Article 112 of Law 4548/2018 for the financial year 2023.

The Annual General Meeting, following the prior recommendation of the Nominations and Remuneration Committee, discussed and approved the proposed Remuneration Report of the members of the Board of Directors for the financial year 2023.

The full text of the Remuneration Report for 2023 was submitted to the Shareholders and is available on the Company's website for a period of ten years <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2024/annual-general-assembly-june-2024/>, as required by law.

It is noted, that under par. 3 of Article 112 of Law 4548/2018, the shareholders' vote on the aforementioned Remuneration Report is of an advisory nature, so it can be taken into account by the Board of Directors in the next remuneration report for the tax year 2024.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	303.229.080	97,547%
<i>Number of votes against</i>	6.535.302	2,102%
<i>Number of abstentions</i>	1.088.875	0,350%

Item 6: Election of Audit Firm for the regular audit of the Company's Stand-Alone and consolidated financial statements, the granting of the tax certificate of the tax year 2024 and for reviewing the interim financial statements of the same year and the determination of its fee.

The Annual General Meeting, following a lawful vote approved the election of the audit firm "Grant Thornton" to audit the annual corporate and consolidated financial statements of the financial year from 01.01.2024 to 31.12.2024, to review the corporate and consolidated interim financial statements of the same financial year, and to issue a tax certificate. The Audit firm appointed the Certified Auditors Mr. Noulas Panagiotis son of Ioannis (SOEL Reg. No. 40711/ ELTE 2570, and Mr. Ioannou Nicolaos son of Vasileios (SOEL Reg. No. 29301/ ELTE 1308), as the ordinary and alternate auditor – accountant, respectively. The Board of Directors was also authorized to determine the exact amount of the fee of Grant Thornton for the provision of the above services, following a relevant offer by the above company.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.706.975	99,953%
<i>Number of votes against</i>	136.282	0,044%
<i>Number of abstentions</i>	10.000	0,003%

Item 7: Clearance of account "Share premium account" with accumulated accounting losses of the Company of €55,458,750.84 from the account "Results carried forward" pursuant to Article 35 para. 3 of Law 4548/2018, as in force.

The Annual General Meeting, following a lawful vote approved the offsetting of the account "Share premium account" with the Company's accumulated accounting losses totaling €55,458,750.84 from the account "Results carried forward" pursuant to Article 35 para. 3 of Law 4548/2018, as in force.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.843.257	99,997%
<i>Number of votes against</i>	0	0,00%
<i>Number of abstentions</i>	10.000	0,003%

Item 8: Distribution of part of Other Reserves formed by taxed profits of previous years of the Company to members of the Board of Directors, to management executives and to employees. Granting relevant authorization.

The Annual General Meeting, following a legal vote approved the distribution of a part of the Company's Other Reserves derived from prior years' taxable profits, up to the total amount of €6,950,000, to members of the Board of Directors, executives, and staff. Granting of relevant authorisation to the Board of Directors for the implementation of this resolution.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	304.407.769	97,927%
<i>Number of votes against</i>	6.435.488	2,070%
<i>Number of abstentions</i>	10.000	0,003%

Item 9: Increase of the Company's Share Capital by the amount of €174,096,002.50 (one hundred seventy-four million ninety-six thousand two and fifty euros), with capitalization of part of the account "Share premium account" and an increase of nominal value of each share in the amount of fifty euro cents (€0.50)- Provision of relevant authorizations to the Company's Board of Directors.

The Annual General Meeting, following a legal vote, approved the increase of the Company's share capital, by the amount of one hundred seventy-four million ninety-six thousand two euros and fifty cents (174,096,002.50), with capitalization of part of the account "Share premium account" and a corresponding increase in the nominal value of each share by the amount of fifty cents of the euro (€0.50).

As a result of the above increase, the company's share capital will amount to 188,023,682.70 euros, divided into 348,192,005 registered shares, with a nominal value of fifty-four euro cents (€0.54) each.

Granting of relevant authorisation to the Board of Directors for the implementation of this resolution.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.843.257	99,997%
<i>Number of votes against</i>	0	0,00%
<i>Number of abstentions</i>	10.000	0,003%

Item 10: Reduction of the Company's Share Capital by the amount of €174,096,002.50 (one hundred seventy-four million ninety-six thousand two euros and fifty cents), with a reduction of the nominal value of each share by the amount of fifty euro cents (€ 0.50) and return of the amount of the reduction of the Share Capital to the shareholders by cash payment- Provision of relevant authorizations to the Company's Board of Directors.

The Annual General Meeting, following a legal vote approved the reduction of the share capital by the total amount of one hundred seventy-four million ninety-six thousand two euros and fifty cents (€174,096,002.50), with a reduction in the nominal value of each share by fifty euro cents (€0.50), i.e. from €0.54 to €0.04 per share and the equal return of the above capital to the shareholders, by cash payment, i.e. a return of fifty euro cents (€0.50) for each share.

After the above changes, the Company's share capital will amount to thirteen million nine hundred and twenty seven thousand, six hundred and eighty euros and twenty euro cents (**€13,927,680.20**), divided into three hundred and forty eight million one hundred and ninety two thousand and five (**348,192,005**) **common registered shares**, with a nominal value of four euro cents (**€0.04**) each.

After the completion of the above and the return of capital to the shareholders, it is estimated that the business activity, strategic priorities and expected returns of the Company will not be negatively affected, while the financial indicators will remain strong.

In particular, for the Return of Capital to the Company's shareholders, **the estimated dates** regarding the return of capital, subject to the relevant approvals from the competent supervisory authorities, are listed, namely:

- a) **Cut-off Date 22.07.2024** (i.e. after 19.07.2024 which marks the expiry date of Future Contracts on the share and on the FTSE/ATHEX Large Cap Index in which the Company is included).
- b) **Date of Beneficiaries 23.07.2024**
- c) **Commencement of repayment of capital 26.07.2024.**

The payment of the return of capital to the shareholders will be made through a paying Bank in accordance with the provisions of the Athens Stock Exchange and ELKAT Regulations. The details and exact dates will be given with a further announcement from the Company.

It is pointed out that the corporate actions under items 9 and 10 do not bring about any percentage change to the existing shareholders.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.843.257	99,997%
<i>Number of votes against</i>	0	0,00%
<i>Number of abstentions</i>	10.000	0,003%

Item 11: Amendment to Article 5 of of the Company's Articles of Association.

The Annual General Meeting, following a legal vote, approved the corresponding amendment of article 5 ("Share Capital- Shareholders") of the Company's Articles of Association.

The amendment of article 5 of the Company's Articles of Association is posted on the Company's website and specifically at link <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2024/annual-general-assembly-june-2024/>.

Finally, the General Meeting approved the granting of the special mandate and authority to the Chief Executive Officer, the Chief Financial Officer of the Company and the Legal Advisor of the Company, to prepare, codify and sign the new Articles of Association of the Company with the above changes and proceed to the prescribed publication and all necessary actions for the implementation of this decision.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.743.257	99,965%
<i>Number of votes against</i>	100.000	0,032%
<i>Number of abstentions</i>	10.000	0,003%

Item 12: Establishment of a program for the free distribution of own shares to executive members of the Board of Directors, and/or senior managers, and/or the staff of the Company, as well as its affiliated companies within the meaning of Article 32 of Law 4308/2014, according to article 114 of Law 4548/2018. Grant of special authorization to the Board of Directors to decide on the determination of the beneficiaries and any other condition of the distribution of the shares according to article 114 of Law 4548/2018 as applicable.

The Annual General Meeting approved, following a legal vote, the establishment of a program for the free distribution of 1,650,000 own shares already acquired, subject to the occurrence of specific events, with an obligation to hold the shares for two (2) years, and the authorization to the Board of Directors to determine the other terms of grant. The beneficiaries will be executive members of the Board of Directors of the Company and/or its subsidiaries, and/or senior and senior management of the Company and/or its subsidiaries within the meaning of article 32 of law 4308/2014 in accordance with article 114 of law 4548/2018, as recognition, reward, assurance and enhancement of their loyalty, regarding the completion of the Company's investment plans and business plan. The determination of the beneficiaries has been carried out by decision of the Board of Directors of 10.5.2024, following the recommendation of the Nominations & Remuneration Committee and includes the Group's CEO with the disposal of 800,000 shares, the Group's Finance Director with the disposal of 300,000 shares, the Group's Strategy Director with the disposal of 200,000 shares, the Group's Legal Services Director with the disposal of 100,000 shares, the Group's Human Resources Manager with the disposal of 50,000 shares, as well as other Group Senior Management with the disposal of 200,000 shares at the discretion of the CEO.

The General Meeting also authorized the Board of Directors of the Company to decide on the determination of the terms of issue of the shares according to no. 114 of Law 4548/2018, as in force, for the implementation of this decision and on the other hand in order to deal with all procedural issues related to the transfer of the Company's 1,650,000 own shares to the personal investor shares held by the beneficiaries in the Dematerialized Securities System (DSS).

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	307.541.548	98,935%
<i>Number of votes against</i>	3.217.709	1,035%
<i>Number of abstentions</i>	94.000	0,030%

Item 13: Grant of permission, pursuant to Article 98 of Law 4548/2018, to Company Directors and Managers to participate in the Board of Directors or in the management of subsidiary and affiliated Group companies, as well as in legal entities in which the Company or Group companies hold(s) a direct or indirect participation and which are engaged in objects similar or related to those of the Company.

The Annual General Meeting, following a lawful vote approved the participation of the Directors, as well as the Executives of the General Management and the Managers of the Company, in the Board of Directors or the Management of subsidiary or affiliated Group companies as well as of legal entities in which the Company or other Group companies participate directly or indirectly and which are engaged in objects similar or related to the Company's objects.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	310.743.257	99,965%
<i>Number of votes against</i>	100.000	0,032%
<i>Number of abstentions</i>	10.000	0,003%

Item 14: Authorization of the Board of Directors of the Company to negotiate and sign private agreements for the out-of-court settlement of disputes and the withdrawal of legal actions.

Following a request by the minority shareholder Reggeborgh Invest B.V. to add an additional item to the already published Agenda of this AGM and following a proposal by the shareholder, the Annual General Meeting approved the granting of authorization to the Board of Directors of the Company to negotiate and sign private agreements for out-of-court dispute resolution and revocation of court measures.

Addition of the subject following the shareholder request dated 16.05.2024. The Request and draft decision are posted on the link <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2024/annual-general-assembly-june-2024/>.

<i>Number of shares for which valid votes were cast</i>	310.853.257	<i>Percentage of the present and represented votes</i>
<i>Percentage of voting share capital</i>	89,70%	
<i>Number of votes in favour</i>	303.772.887	97,722%
<i>Number of votes against</i>	5.855.057	1,884%
<i>Number of abstentions</i>	1.225.313	0,394%

Item 15: Various Notifications

No announcements were made.