



Thessaloniki Port Authority S.A.

Decisions of the Ordinary General Meeting of Shareholders of 21/04/2022

ThPA S.A. ("Company") announces that the Ordinary General Meeting of the Shareholders was held on April 21st, 2022, at the Company's headquarters in Thessaloniki, which, for precautionary conditions to prevent the spread of the coronavirus Covid-19, was convened remotely via teleconference in real time.

The General Meeting was attended in conformity by 26 shareholders, attending either in person or by proxy and representing **8.531.758** shares, that is **84,64%** of the Company's paid-up share capital. The General Meeting discussed the items of the agenda and after the voting process, the following decisions were taken:

1. Approved the Annual Financial Statements of the 22nd fiscal year (01.01.2021 – 31.12.2021), with the relevant Reports and Declarations by the Board of Directors and the Certified Auditors.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 1st item were as follows:

- In favor: 8.531.758 votes (100% of those present)
- Against: 0 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

2. Approved the allocation of the profit for the fiscal year 2021 and distribution of dividend to the shareholders of the Company, which amounts to € 1,50 per share (gross amount). The General Meeting approved as ex-dividend date the 27th of April 2022, as dividend beneficiaries date (Record Date) the 28th of April 2022 and as dividend payment date the 4th of May 2022.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 2nd item were as follows:

- In favor: 8.531.458 votes (100% of those present)
- Against: 300 votes (0% of those present)
- Abstention: 0 votes (0% of those present)

3. Was informed by the Audit Committee about its activities during the fiscal year 01.01.2021 – 31.12.2021.
4. Approved the Overall Management by the Board of Directors of the Company for the fiscal year 01.01.2021-31.12.2021, in accordance with article 108 of Law 4548/2018 and the discharge of the Certified Auditors of the Company that carried out the audit



of the financial statements for the fiscal year 2021, in accordance with par. 1, case c of article 117 of Law 4548/2018.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 4th item were as follows:

- In favor: 8.503.915 votes (99,67% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 300 votes (0% of those present)

5. Approved the amendment of the Company's Remuneration Policy, with the addition of a paragraph for the remuneration of the independent non-executive members of the Board of Directors participating in committees of the Board of Directors and also with the rephrasing of the paragraph 2 of article 3 of the Remuneration Policy.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 5th item were as follows:

- In favor: 8.504.215 votes (99,68% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 0 votes (0% of those present)

6. Approved the remuneration - compensation paid to the members of the Board of Directors and to the Audit Committee of the Company during the fiscal year 2021.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 6th item were as follows:

- In favor: 8.503.915 votes (99,67% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 300 votes (0% of those present)

7. Preapproved the remuneration and compensation of the members of the Board of Directors and the Committees of the Board of Directors for the fiscal year 2022.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 7th item were as follows:

- In favor: 8.503.915 votes (99,67% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 300 votes (0% of those present)



8. Approved the Remuneration Report for the fiscal year 2021 in accordance with article 112 of Law 4548/2018.

The shareholders' vote is of an advisory nature, in accordance with article 112 par. 3 of Law 4548/2018.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 8th item were as follows:

- In favor: 8.503.915 votes (99,67% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 300 votes (0% of those present)

9. Appointed the company "KPMG Certified Auditors S.A." as the Auditing Company for the fiscal year 2022 (regular and tax audit) and approved its fee.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 9th item were as follows:

- In favor: 8.504.215 votes (99,68% of those present)
- Against: 27.543 votes (0,32% of those present)
- Abstention: 0 votes (0% of those present)

10. Was informed by the independent non-executive members of the Board of Directors, according to the provision of article 9 par. 5 of Law 4706/2020.

11. Approved the modification of the authorization granted according to article 98 par. 1 of Law 4548/2018 to the members of the Board of Directors, as well as to Directors of the Company, to participate in the Boards of Directors or in the Management of companies pursuing same or similar purposes and in particular, granted the authorization to the members of the Board of Directors, according to article 98 par. 1 of Law 4548/2018, to participate in Boards of Directors or in the Management of companies pursuing same or similar purposes, as well as granted authorization to the Directors of the Company, in accordance with the same article as above, to participate in Board of Directors of companies pursuing same or similar purposes, provided that it is a subsidiary company of the Company.

Number of shares for which votes have been validly cast: 8.531.758

Proportion of the share capital represented by the votes: 84,64%

Total number of the votes validly cast: 8.531.758

The voting results on the 11th item were as follows:

- In favor: 8.502.215 votes (99,65% of those present)
- Against: 29.543 votes (0,35% of those present)
- Abstention: 0 votes (0% of those present)



Subsequently, it was announced at the General Assembly the replacement of the resigned member of the Board of Directors Mr. Angelos Vlachos by the candidate proposed by the HRADF Mr. Charalambis Karamaneas, who is deemed to fulfil the individual and collective suitability criteria, as ascertained in accordance with the Company's Suitability Policy.