Thessaloniki Port Authority S.A.
Summary of Internal Regulation

in accordance with article 14 par. 2 of Law 4706/2020

June 2026

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ThPA S.A.
PORT OF THESSALONIKI

1. Introduction

ThPA S.A. is the legal entity that has taken over the management and operation of the Port of Thessaloniki with the concession agreement between the Company and the Greek State of 27 June 2001, as amended on 2.2.2018 (Law 4522/18, A'39) regarding the use and exploitation of certain areas and assets within the port of Thessaloniki as amended at time and in force.

The Internal Regulation defines, inter alia:

a) The organizational structure, the roles of the organizational units, the standing committees of the Company, as well as the duties of their heads and their reporting lines.
b) A reference to the main characteristics of the Internal Control System, i.e. the operation of the internal audit department and compliance and risk management officer.
c) The process of hiring C-level executives and evaluating their performance.
d) The process of compliance of persons holding managerial duties, as defined in num. 25 of par. 1 of Article 3 of Regulation (EU) 596/2014, and persons having close ties with them, including the obligations arising from the provisions of Article 19 of Regulation (EU) 596/2014.
e) The process of notifying any dependent relations of the independent non-executive members of the Board of Directors and the persons who have close ties with them.
f) The process of compliance with the obligations related to related party transactions.
g) The policies and procedures for the prevention and response to situations of conflict of interest.
h) The policies and procedures for compliance of the Company with the laws and regulations governing its organization and operation, and its activities.
i) The procedure adopted by the Company for the management of inside information and the proper information of the public, in accordance with the provisions of Regulation (EU) 596/2014.
j) The policy and procedure for conducting a periodic assessment of the Internal Control System, in particular concerning the adequacy and effectiveness of financial information, on an individual and consolidated basis, risk management and regulatory compliance, in accordance with recognized evaluation and internal audit standards, as well as the implementation of corporate governance provisions. This assessment is carried out by persons who have proven relevant professional experience and do not have dependent relations with ThPA S.A. or its subsidiaries.
k) The training policy of the members of the Board of Directors, the senior executives, as well as the other executives of the Company, especially those involved in the internal audit, risk management, regulatory compliance and information systems.
l) The sustainable development policy followed by the Company.

1.1 Scope - Role of the Internal Regulation

The Internal Regulation includes the binding principles and individual competences for:

- the Members of the Board of Directors of the Company,
- other members of the Senior Management, Directors and Heads of Departments of the Company,
- the staff of the Company that has signed an employment contract or any kind of contract for its employment at ThPA S.A., such as provision of services, employment or other, etc.

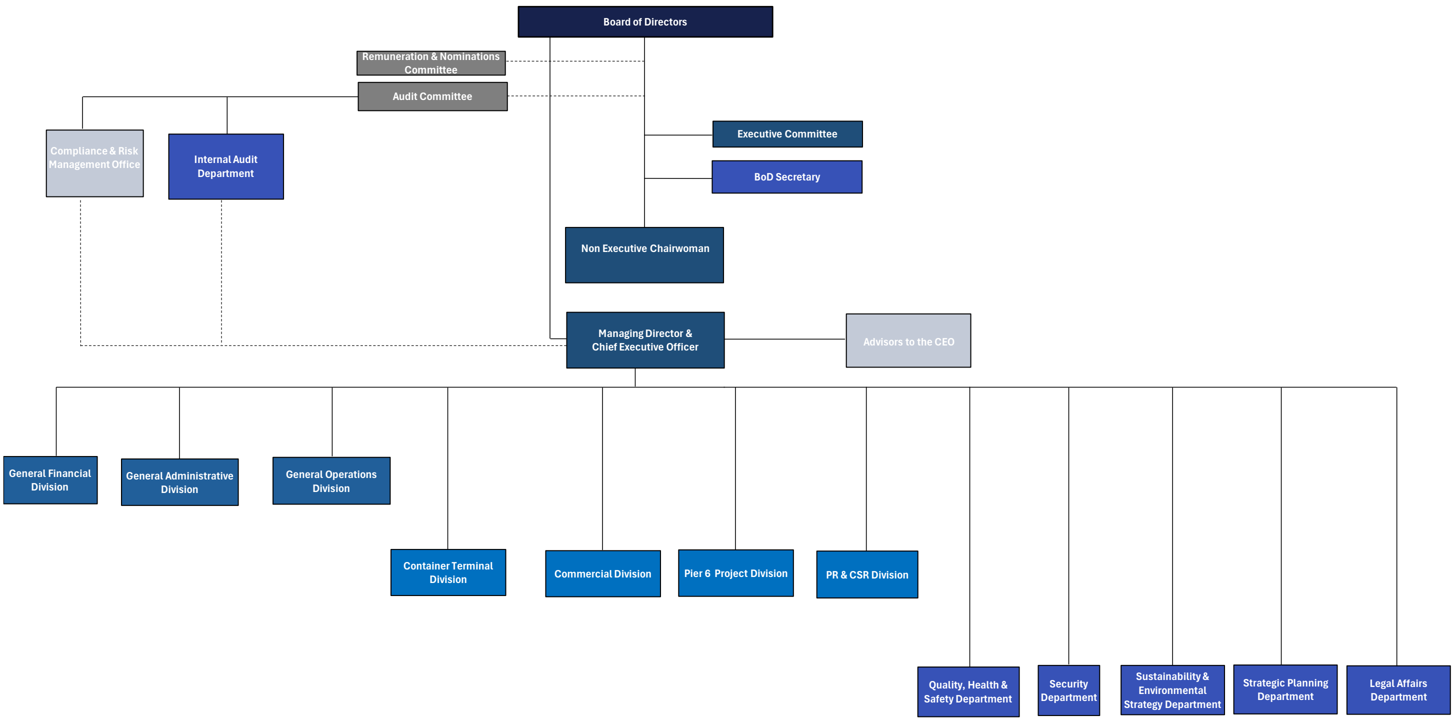
The Internal Regulation reflects the most complete picture of the operation of the Company as a whole, illustrating every key cell of the Company, its operation, its roles and responsibilities and its functional and administrative connection with all the others, in such a way as to reveal the composition of the entire daily operation of the Company.

1.2. Approval and Amendment of the Internal Regulation

The Internal Regulation is approved and amended by the BoD, while it enters into force automatically on the next day of its approval by the BoD.

2. Organizational chart of the Company

Below is the Organizational Chart of the Company, which reflects the basic structure of the Company, as well as the relationship of the organizational units between them and the Management.



3. ThPA S.A. General Meeting of the Shareholders

The General Meeting of Shareholders is the highest body of the Company and is entitled to decide on every corporate case, in accordance with the provisions in force. Its decisions shall be binding upon all shareholders, including absent or dissenting shareholders.

The results of the voting of the General Meetings are published on the Company's website within five (5) days from the date of the General Meeting, establishing for each resolution at least the number of shares for which votes have been validly cast, the proportion of the share capital represented by those votes, the total number of votes validly cast as well as the number of votes cast in favour of and against each resolution and the number of abstentions.

The participation of the shareholders in the meetings and the effective exercise of their rights is supported and facilitated to the maximum extent possible, particularly through the full provision of information and timely publication of the invitation of the General Meeting, which includes information regarding at least the date, place, proposed agenda and a precise description of the procedures for shareholder participation and voting.

To the extent that shareholders' questions on the agenda are not answered during the meeting, the Company has provided for a process for submitting the relevant answers.

4. Board of Directors

The Board of Directors (BoD) is the governance body of ThPA S.A. that decides on every action concerning the management of the Company, the management of its assets and the general pursuit of its purpose. Its size and composition reflect the size, scope and complexity of the activities and the shareholding structure of the Company. The composition of the Board of Directors reflects the knowledge, skills and experience required to exercise its responsibilities, in accordance with the business model and strategy of the Company.
The Company has a Suitability Policy of the members of the Board of Directors, which is fully aligned with the applicable provisions of Greek law concerning the corporate governance of listed public limited companies, and in particular with the provisions of Article 3 of the Law 4706/2020 as amended by Law 5178/2025 (hereinafter the "Law"), as well as the guidelines of the updated Circular 60/29.04.2025 of the Hellenic Capital Market Commission, and with the Company's Articles of Association.
The Policy, in its most up-to-date version, is published on the Company's website and sets out the principles and criteria for the individual suitability of each member and the collective suitability of the Board of Directors as a whole. Among the criteria for selecting BoD members is the understanding and management of matters collectively related to the environment, social responsibility, and ESG governance within the framework of the strategy defined by the Board of Directors, as well as balanced gender representation of at least twenty-five percent (25%) of the total number of BoD members, without prejudice to paragraph 3 of Article 3A of Law 4706/2020, as introduced by Article 5 of Law 5178/2025, according to which, from 30/06/2026, the above percentage shall not be less than thirty-three percent (33%) of the total number of BoD members.
The members of the Board of Directors are divided into: a) executive, b) non-executive and c) independent non-executive. The Board of Directors operates based on its Charter, which describes the manner in which it meets and makes decisions and the processes it follows, as well as the responsibilities and duties of each member, and its executive, non-executive and independent non-executive members separately, taking into account the relevant provisions of the Articles of Association and the entire regulatory framework governing the Company.
Indicatively and not restrictively, the BoD:

- defines and supervises the implementation of the corporate governance system and monitors and evaluates periodically every three (3) financial years its implementation and effectiveness, taking appropriate action to address deficiencies.
- ensures the adequate and effective operation of the Internal Control System of the Company.
- is responsible for defining the values and the strategic orientation of the Company and the continuous monitoring of their observance, the approval of the strategy and the business plan of the Company and the continuous monitoring of their implementation and the assurance of the existence of the necessary financial and human resources for their implementation.
- ensures, where necessary, the achievement of corporate objectives in accordance with the Company's strategy, the timely and open dialogue with stakeholders and the use of different communication channels for each group of stakeholders, with a view to ensuring flexibility and ease of understanding stakeholders' mutual interests.

5. Chairperson of the Board of Directors

The Board of Directors elects one of its Members as Chair. The Chairperson is elected by the independent non-executive members. In the event that the Chairperson is elected by the non-executive members, one of the independent non-executive members is appointed either as Vice-Chairperson or as Senior

Independent Director. The Chairperson exercises the powers conferred by law, the Articles of Association and the applicable BoD decision regarding the Delegation of its Authorities.
The Chair of the Board of Directors, inter alia:

- organizes and coordinates the meetings and the overall operation of the Board of Directors and the General Meetings.
- presides over the Board of Directors, is responsible for convening the meetings of the Board of Directors, setting their agenda and ensuring the overall effective and efficient operation and organization of BoD meetings.

6. Committees of the Board of Directors

ThPA S.A. has the following committees: a) Audit Committee, b) Remuneration & Nominations Committee, and c) Executive Committee. Each Committee operates in accordance with its Charter, which sets out in particular its role, the process of its fulfilment, as well as the process for convening and holding its meetings.

6.1. Audit Committee

The Audit Committee consists of at least three (3) Members. Its type, composition, term of office, election/ appointment of its members are set forth in accordance with the provisions of Article 44 of Law 4449/2017, as in force, and in the Articles of Association of ThPA S.A.
The Chair of the Committee is appointed by its members and is independent of ThPA S.A.
The Audit Committee, in particular:

- Monitors the effectiveness of the Company's internal control, quality assurance, and risk management systems and, where applicable, of its internal audit unit, regarding the Company's financial reporting, and, where applicable, its Sustainability Reporting, including the relevant electronic reporting process referred to in Article 154B of Law 4548/2018, without compromising the independence of the entity.
- Monitors the financial reporting process and, where applicable, the Sustainability Reporting process, and provides recommendations or proposals to ensure its integrity.
- Reviews and monitors the independence of statutory auditors or audit firms, with particular attention to the appropriateness of providing non-audit services to the Company.
- Is responsible for the selection process of statutory auditors or audit firms and proposes the statutory auditors or audit firms to be appointed.
- Submits an annual report to the General Meeting of Shareholders of ThPA S.A., which includes also the description of the sustainable development followed by ThPA S.A.
- Prepares its Charter that is posted on the ThPA S.A. website.
- Monitors the statutory audit of the annual and consolidated financial statements and, where applicable, the assurance of submitting the annual and consolidated Sustainability Reports, in particular their performance.
- Receives from the Head of the Internal Audit Department the annual audit plan and the resource requirements, and the consequences of limiting the resources or the audit work of the unit in general.
- Receives reports prepared by the Internal Audit unit for the audited units, which include findings, the risks arising from them, and improvement recommendations, as well as the responses from the audited units and the agreed-upon actions or acceptance of the risk in case no action is taken.

- Receives at least quarterly reports from the Internal Audit unit, which include the major issues identified through its activity and its recommendations, which are presented and submitted by the Audit Committee together with its observations to the Board of Directors.
- Supervises operationally and evaluates on an annual basis the work of the Head of Compliance & Risk Management.

6.2. Remuneration & Nominations Committee

The Committee has at least three (3) members and consists of non-executive members of the Board of Directors. At least two (2) members are independent non-executive. Independent non-executive members constitute the majority of the Committee members.

An independent non-executive member is appointed Chair of the Committee.

The Committee has a Charter which is posted on the Company's website.

Regarding **remuneration**, the Committee has indicatively the authority to:

- Advise and make recommendations to the Board of Directors on the determination of the Company's remuneration policy, which is submitted for approval to the General Meeting.
- Formulate proposals to the BoD regarding the remuneration of persons falling within the scope of the remuneration policy and regarding the remuneration of the Company's executive officers (C-level Executives, Directors), particularly the heads of the Internal Audit, Regulatory Compliance and Risk Management units.
- Review the information included in the final draft of the annual remuneration report and provide its opinion to the BoD before the report is submitted to the General Meeting.
- Oversee the implementation of the remuneration policy and submit a related report to the BoD.
- Review and submit proposals to the BoD regarding the overall significance of annual variable (non-salary) remuneration.
- Review the employment terms of BoD members and the executive management (C-Level Executives, Directors), including termination compensation or retirement packages.

Regarding **nominations**, the Committee has indicatively the authority to:

- Identify and propose to the BoD candidates for membership on the BoD and its Committees, as well as for the positions of C-Level, Directors, and heads of the Internal Audit, Regulatory Compliance and Risk Management units, in accordance with its Charter.
- Assist the BoD in ensuring that all the members of the BoD continue to meet the eligibility criteria cited in the Suitability Policy of ThPA S.A. and the relevant provisions, including verifying that all independent non-executive members meet independence requirements.
- Cooperate with the Chair of the BoD for the annual evaluation of the BoD's effectiveness, the fulfillment of its duties and those of its committees, as well as the annual evaluation of the BoD as a collective body, the Chair, the CEO, and other BoD members for the effective performance of their duties.
- Propose to the BoD the policy for ongoing training and development of BoD members and executive officers, as well as heads of Internal Audit, Regulatory Compliance and Risk Management units.
- Propose to the BoD the Suitability Policy and monitor its implementation.
- Prepare a comprehensive Succession Plan for the positions included in the Succession Planning Policy, which is approved by the BoD.
- Assess the necessary time each member of the BoD and its committees must dedicate to effectively perform their duties.

6.3. Executive committee

The Executive Committee has been set up by the Board of Directors and has been assigned part of its responsibilities, to assist it in the management of the day-to-day operations of ThPA S.A., in its capacity as an active governing body.

Its composition and responsibilities are regulated and amended each time by the applicable decision of the Board of Directors on the representation of ThPA S.A. and the delegation of its powers.

The operation of the Executive Committee is carried out in accordance with its Charter.

The Committee operates within the Company, supports and advises all the other bodies of the Company in the exercising of their duties and takes decisions on matters which are assigned to it by the Board of Directors.

7. BoD Secretariat

The Board of Directors is supported by a competent, specialized and experienced corporate secretariat in order to comply with internal procedures and policies, relevant laws and regulations and to operate efficiently and effectively.

The corporate secretariat is responsible, in consultation with the Chair of the BoD, for ensuring prompt, clear and full information to the Board of Directors, the admission of new members, the organization of General Meetings, the facilitation of shareholders' communication with the Board of Directors and the facilitation of communication of the Board of Directors with top executives.

8. Internal Control System (ICS)

The Internal Control System sets out all the internal control mechanisms and procedures that include risk management, internal audit and regulatory compliance, which cover on an ongoing basis every activity of the Company and contribute to its safe and effective operation.

The Internal Control System developed by ThPA S.A. is based on the internationally recognized COSO framework (Committee of Sponsoring Organizations of the Treadway Commission) and has been designed in accordance with:

- The nature and extent of the risks faced by the Company
- The level of risk that the Board of Directors of the Company is willing to accept
- The likelihood of the above risks materializing
- The Company’s ability to mitigate the impact of risks that do occur, and
- The operating cost of specific control measures in relation to the benefit obtained from risk management.

The Board of Directors ensures the adequate and effective operation of the Company’s Internal Control System. In this context, it ensures that the functions comprising the Internal Control System are independent from the business units they review, that they have appropriate resources and authority to operate effectively, and that reporting lines and the allocation of responsibilities are clear, enforceable, and properly documented.

The implementation and effectiveness of the Internal Control System is evaluated at least every three (3) financial years, in accordance with the relevant Policy and Procedure of the Company.

8.1. Internal Audit Department

The Internal Audit Department is an independent organizational unit that reports functionally to the Audit Committee and administratively to the Chief Executive Officer.
The mission of the Internal Audit Department is to enhance the ability of ThPA S.A. to create, protect, and sustain value by providing the Board of Directors, the Audit Committee and Management with risk-based, independent and objective assurance, advice, deep insight and foresight.

The primary role of the Internal Audit Department is to provide internal audit services in order to evaluate and improve the adequacy and effectiveness of risk management processes, the internal control system, and corporate governance.

The Internal Audit Department maintains and implements a Strategic Plan, Charter, and Procedures Manual, which have been approved by the Board of Directors, following the recommendation of the Audit Committee. The number of internal auditors of the Internal Audit Department is proportionate to the size of the Company, the number of its employees, the geographical locations in which it operates, the number of operational and support units, and the number of auditable entities in general.

The responsibilities of the Internal Audit Department include monitoring, review and evaluation of the implementation of the Company's Internal Regulation and the internal control system, particularly with regard to the adequacy and accuracy of the financial and non-financial information provided, risk management, regulatory compliance and the corporate governance code adopted by the Company, quality assurance mechanisms, corporate governance mechanisms, compliance with the commitments contained in the Company's announcements and business plans regarding the use of funds raised from the regulated market.

The Head of the Internal Audit Department attends the general meetings of the Company's Shareholders.

The Internal Audit Department of the Company adheres to the mandatory elements of the International Professional Practices Framework (IPPF) of the Institute of Internal Auditors, namely the Global Internal Audit Standards and the Topical Requirements.

8.1.2. Compliance & Risk Management Office

The Compliance & Risk Management Officer is organizationally independent within the Company and reports functionally to the Board of Directors through the Audit Committee and administratively to the Chief Executive Officer.
The scope of the Compliance & Risk Management Officer of the Company is: (a) ensuring the Company's adoption of a clearly defined position and a clearly defined risk-taking framework, which is in line with its business strategy, objectives and values, as well as the Management's support in making strategic decisions by identifying, evaluating, communicating and addressing related corporate risks and, in addition, (b) ensuring the implementation of the applicable regulatory framework, as well as the design, formulation and implementation of appropriate policies, regulations and procedures of the Company in accordance with the above-mentioned applicable regulatory framework.

Structure of organizational units and description of responsibilities

9. Chief Executive Officer

The Chief Executive Officer (CEO) is an executive member of the Company's Board of Directors.
The Chief Executive Officer, inter alia:

- defines the vision and the mission of the Company, sets the objectives and determines the business plan and budget.
- develops policies and sets guidelines, subject to the Board of Directors' decisions. Moreover, the CEO has the overall supervision, management and administration of the Company, including the implementation of BoD decisions relating to commercial, operational, and business development and the overall strategy of ThPA S.A., and collaborates with port authorities and other governmental bodies in connection to the development and operation of the port.
- oversees all operations and business activities to ensure the smooth, efficient and effective operation of the Company, in accordance with the strategic objectives, business plans and action plans, as determined by the decisions of the Board of Directors and the General Meeting of Shareholders.

Advisors to the Chief Executive Officer

The CEO is supported in his/her duties by advisors on various matters, including strategy, investments, operational support, organizational improvement and the Company's development.

9.1. Legal Affairs Department

The responsibilities of the Department of Legal Affairs are indicatively the following:

- Opinion on any legal question raised by the Management.
- Opinion on any legal question concerning the interpretation and application of the laws, the Articles of Association and the Regulations, Circulars and Instructions that are directly related to the Company.
- Legal processing of contracts, tender notices, etc.
- Monitoring of the relevant Greek, European and international legislation and jurisprudence concerning the Company.
- Defending the interests of the Company in all courts and Authorities of any jurisdiction.

Data Protection Officer

The mission of the Data Protection Officer is to assist the Company in all matters related to the protection of the personal data of its employees, customers and other partners.

9.2. Quality, Health & Safety Department

The Department's mission is to identify and provide the appropriate "tools" for the implementation of best practices and to establish suitable policies to promote the Health & Safety of employees and the Quality of the services offered, in alignment with applicable legislation and other regulatory requirements.
The Department also includes an Occupational Health Physician.

9.3. Security Department

The Department is responsible for the overall security of the Port, the Free Zone and the implementation of ISPS Code.

9.4. Public Relations and Corporate Social Responsibility Division

The Director of Public Relations and Corporate Social Responsibility is indicatively responsible for coordinating the development and implementation of effective actions for shaping and managing the communication strategy, as well as for corporate social responsibility initiatives.

9.4.1. Public Relations and Corporate Social Responsibility Department

The responsibilities of the Department are indicatively the following:

- Creation, development and effective management of the communication strategy.
- Enhancement, promotion and protection of the reputation and image of the Company to all stakeholders.
- Development and implementation of the Company's Corporate Social Responsibility (CSR) strategic plan.

9.5. Sustainability and Environmental Strategy Department

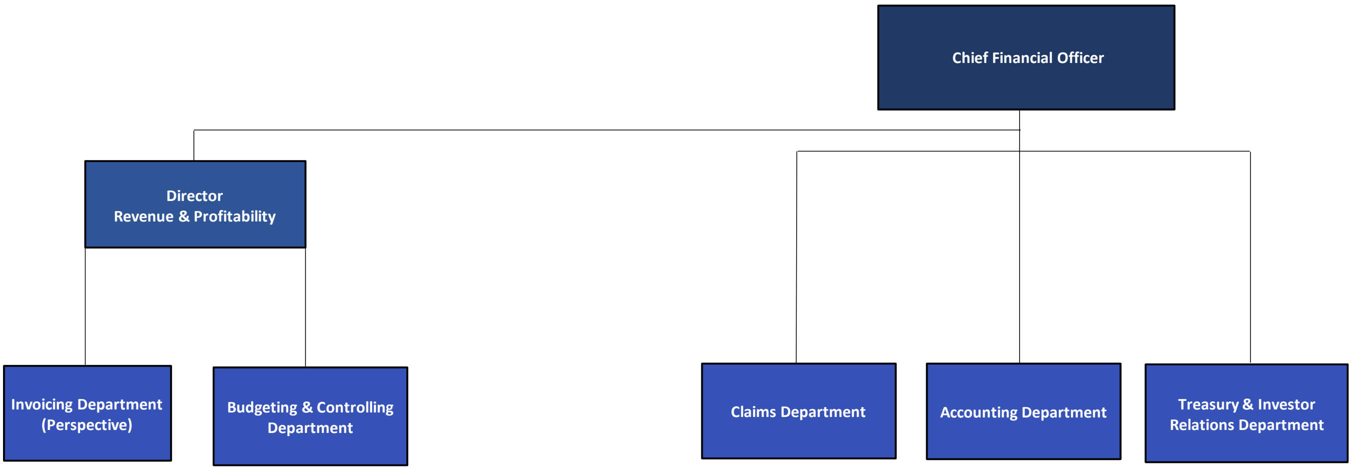
The responsibilities of the Department are indicatively the following:

- Development and implementation of the Sustainable Development and Environmental Strategy, including the implementation of integrated environmental management systems and procedures for monitoring relevant parameters and indicators within the Company.
- Preparation of environmental impact studies and monitoring compliance with approved environmental terms in the port area, with responsibility for their modification when required.
- Planning, monitoring and selection of measures to ensure the Company's compliance with environmental protection requirements under national and European legislation.
- Update of emergency plans for incidents of marine pollution from hazardous and harmful substances or petroleum products.
- Activation of emergency plans to deal with marine pollution incidents under the guidance of the Port Authority.
- Preparation and updating of the Waste Management Plan of ThPA S.A.
- Monitoring the implementation of revisions to the Ship Waste Management Plan of ThPA S.A.

9.6. Strategic Planning Department

The Department's mission is the development and guidance of the Company's strategic and long-term objectives, including proposals for entering new markets and expanding the existing market presence.

9.7. General Financial Division



The Chief Financial Officer (CFO) is, for example, responsible for overseeing, planning, implementing, managing, and operating all financial activities of the company, including business planning, budgeting, forecasting, and negotiations, etc.

9.7.1. Director Revenue & Profitability

The Director – Revenue & Profitability is indicatively responsible for supervising and coordinating the Invoicing and Budgeting & Controlling Departments, as well as supporting the management, monitoring and optimization of the Company’s revenue streams and profitability, while contributing to financial planning, reporting and control processes.

9.7.1.1. Invoicing Department

The responsibilities of the Department are indicatively the following:

- Ensuring the accurate recording of revenue invoices from all operational departments, evaluating the accuracy of information provided by the documentation departments and ensuring proper credits and discount agreements.
- Reviewing customer agreements and current price lists with profitability analysis per customer and product and proposing updates/adjustments to sales prices and existing terms and conditions.
- Analyzing the company's profitability.

9.7.1.2. Budgeting & Controlling Department

The responsibilities of the Department are indicatively the following:

- Monitoring the company’s expenses.
- Preparation and tracking of the annual budget.
- Collection, preparation and analysis of financial data.
- Preparation and monitoring of monthly/quarterly financial figures.

9.7.2. Accounting Department

The responsibilities of the Department are indicatively the following:

- Reviewing and recording the Company's financial transactions in the books.
- Supervising overall accounting activities and supporting the departments of the Financial Division.
- Preparing the consolidated periodic and annual financial statements of the company.

9.7.3. Treasury & Investor Relations Department

The responsibilities of the Department are indicatively the following:

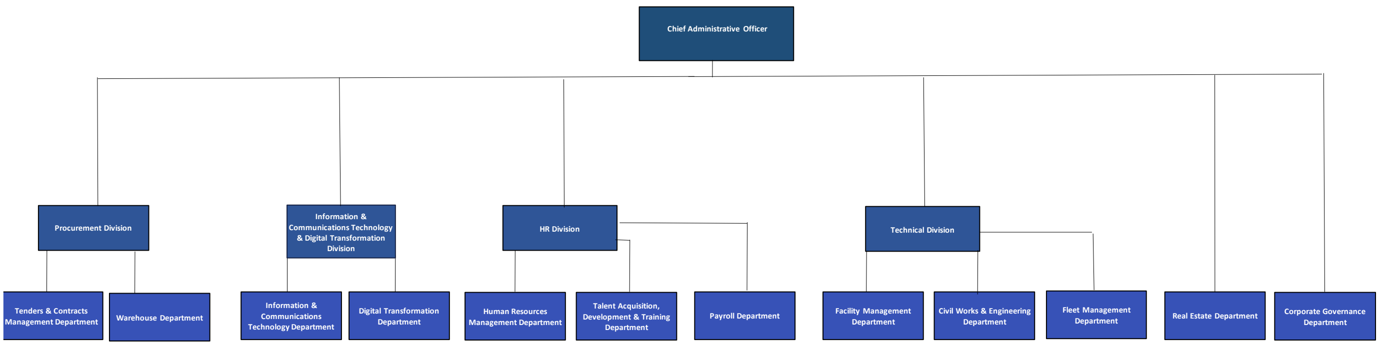
- Negotiation, evaluation and proposal of optimal solutions for the necessary credit, loan and other banking products.
- Monitoring and management of the Company's banking relationships and liquidity management.
- Design of the proposed capital market strategy and effectively managing processes for all corporate actions, in accordance with applicable legislation.
- Preparation, monitoring and updating of the capital budget.

9.7.4. Claims Department

The responsibilities of the Department are as follows:

- Receiving and handling compensation claims for damages caused by the company’s employees against third parties during their work, as well as damages to the company's fixed assets.
- Managing the company’s insurance matters in cooperation with the Treasury & Investor Relations Department.

9.8. General Administrative Division



The Chief Administrative Officer (CAO) is responsible, inter alia, for:

- Coordinating the Heads of the organizational units under the General Administrative Division to achieve their operational objectives.
- Proposing continuous improvements to the operation of organizational units by submitting organizational and operational redesign recommendations.
- Supervising the operations of the Human Resources Division, the Technical Division, the Procurement Division, the Information & Communications Technology & Digital Transformation Division, the Real Estate Department and the Corporate Governance Department.

9.8.1. Procurement Division

The Procurement Director is, for example, responsible for developing and implementing effective procurement strategies, analyzing and calculating supply costs, proposing methods to reduce expenses and collaborating with all departments to determine the quantities of materials required.

9.8.1.1. Tenders & Contracts Management Department

- Conducting market research in the context of procuring materials to meet the Company's needs.
- Drafting procurement notices for materials and services in collaboration with the departments responsible for defining technical specifications, in accordance with the applicable legislation and/or the current Procurement Regulations of the Company.
- Publishing tender notices and carrying out procedures for the receipt and evaluation of offers in accordance with the Company's current Regulations.
- Drafting the required contracts in line with the procurement policy, procurement procedures, and decisions of Management and the Board of Directors, so as to safeguard the interests of the Company.

9.8.1.2. Warehouse Department

The responsibilities of the Department are as follows:

- Management of the warehouse for materials and spare parts and conducting inventory checks.
- Determination of the optimal inventory levels for the warehouse, based on recommendations from the competent organizational units and statistical consumption analyses carried out at regular intervals.

9.8.2. Information & Communications Technology & Digital Transformation Division

The Director is, indicatively, responsible for the development and implementation of the ICT strategy across the entire Company; overseeing the development and implementation of the digital transformation and innovation strategy in line with the Company's vision and objectives; reviewing and readjusting ICT service delivery models to enhance responsiveness to business needs while ensuring operational efficiency; and supervising the development and implementation of ICT policies, standards and procedures that align with business requirements and regulatory compliance.

9.8.2.1. Information & Communications Technology Department

The Department is responsible for proposing and implementing IT processes that ensure the effective and efficient use of information and communications to achieve seamless connection among stakeholders and enable the Company to accomplish its objectives. The Department's responsibilities relate to Network Infrastructure, Information Systems, Software Development, Systems Management & Information Security, ICT Governance, Risk and Compliance.

9.8.2.2. Digital Transformation Department

The Department is responsible, inter alia, for the implementation of innovative technologies to enhance operational performance and increase business value and for the utilization of methodologies such as Design Thinking, agile practices and service design to shape digital strategies.

9.8.3. Human Resources Division

The Human Resources Director supervises and coordinates all activities related to the planning, management, utilization and development of the Company's human resources, manages all matters that arise in relation to labor relations, participates in the preparation of the Collective Labor Agreements and the General Personnel Regulations, always in compliance with labor and social security legislation, among others.

The Human Resources (HR) Division provides oversight and advisory support to management on strategic staffing plans, compensation, benefits, training and employee development.

9.8.3.1. Human Resources Management Department

The Department has, among others, the following responsibilities:

- Monitoring and submission of all obligations arising from labor legislation in the Information System ERGANI.
- Receiving all types of leave forms, checking, and recording them.
- Receiving and processing employee requests for issues related to their employment.
- Drafting Decisions and correspondence regarding various labor relations, compensation and benefits issues.
- Monitoring and providing updates concerning labor legislation.
- Preparing employment contracts with personnel.

9.8.3.2. Talent Acquisition, Development & Training Department

The Department has, among others, the following responsibilities:

- Collection/Processing of CVs.
- Conducting interviews for recruitment of new employees.
- Compilation of input from the Departments concerning the training needs of the staff.
- Organization, coordination and implementation of the approved annual training program and ensuring the smooth conduct of training activities.
- Design and implementation of onboarding programs for new employees.
- Design and implementation of the performance evaluation system.
- Monitoring and recording compensation and benefits policies.

9.8.3.3. Payroll Department

The responsibilities of the Department are indicatively the following:

- Calculation of payroll, preparation of payroll statements and payment thereof.
- Calculation of compensation for members of the BoD/ThPA S.A. for participation in ThPA S.A. committees.
- Creation and modifications of monthly work schedules based on requests received from the respective Directorates.
- Monitoring and analysis of working hours – timekeeping.
- Preparation of the Annual Remuneration Report.

9.8.4. Technical Division

The mission of the Technical Division is the planning, monitoring, and implementation of the Company’s technical projects, the maintenance of infrastructures, water supply and sewer networks, the safety and cleanliness of spaces, infrastructures and company facilities and the management of the company's passenger vehicles.

9.8.4.1. Facility Management Department

The responsibilities of the Department are indicatively the following:

- Planning, organization, execution and supervision of projects for the repair and maintenance of infrastructure and building facilities.
- Repair and restoration of damages to facilities and buildings.
- Cleaning of infrastructure and facilities.

9.8.4.2. Civil Works & Engineering Department

Preparation/compilation of studies, management of studies and projects, coordination, supervision, evaluation and receipt of studies and projects related, inter alia, to:

- Infrastructure projects, Superstructure projects, Dredging Projects.
- Topographical surveys and bathymetric surveys.
- Issuance of building permits.
- Handling and monitoring of technical issues related to the Company and concession data, port works, spatial planning and development, zoning, urban planning, land uses, fire safety of facilities, building regulations, cadastre, archaeology, environmental and energy issues.

9.8.4.3. Fleet Management Department

The Department's responsibilities are as follows:

- Coordination and allocation of vehicle resources to support Company personnel.
- Monitoring the implementation of the vehicle policy of ThPA S.A.
- Monitoring technical issues and vehicle usage.

9.8.5. Real Estate Department

Indicative responsibilities of the Department are as follows:

- Development of Non-Core Port Activities.
- Parking management.
- Real estate (Commercial exploitation of ThPA S.A. buildings).
- Warehouse & Office Leases.

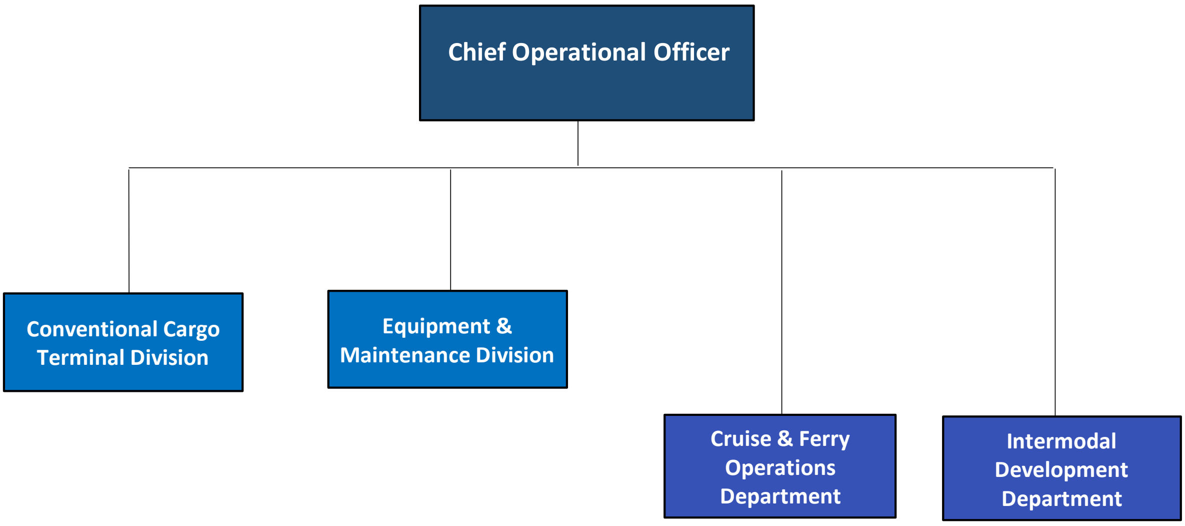
9.8.6. Corporate Governance Department

The Department's mission is to ensure the establishment of rules and procedures that support the reliable, transparent and efficient management and operation of the Company.

The responsibilities of the Department within its mission are:

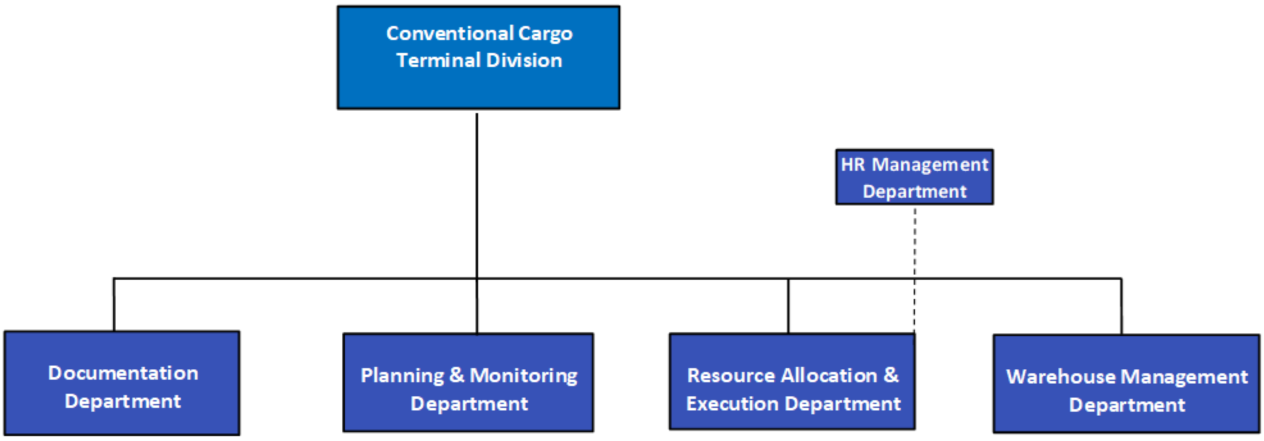
(a) Organization of the Company's administrative operations
(b) Support for Executive Staff
(c) Historical Archive
(d) Central Registry (Protocol Office)

9.9. General Operations Division



The Chief Operations Officer is responsible, inter alia, for organizing and supervising the operations of all business activities of the conventional port, ensuring the availability and reliability of equipment through proper maintenance, improving cruise services and enhancing the port's competitiveness in tourism, as well as developing combined transport solutions to strengthen connectivity (port–rail–road network).

9.9.1. Conventional Cargo Terminal Division



The Conventional Cargo Terminal Director is responsible, indicatively, for planning, organizing and monitoring all the necessary actions for the execution of loading/unloading operations of conventional cargo. He/She supervises and organizes the individual departments to allocate the required equipment and personnel efficiently, ensuring compliance with all health and safety regulations.

9.9.1.1. Documentation Department

The Department has, among others, the following responsibilities:

- Receipt of conventional cargo from ships, railcars, trucks and from containers after unpacking.
- Accounting tracking (charging) of the above cargo, based on the transport documents.

- Issuance of exit permits/BTX for cargo to be delivered after checking all necessary documents and accounting for them (credit).
- Delivery of conventional cargo to ships, railcars, trucks and containers for loading.
- Accounting tracking (charging) of “direct” cargo entering the Free Zone by land transport exclusively for customs procedures.
- Issuance of exit permits/BTX of “direct” cargo after checking all necessary documents, accounting for them (credit) and issuing the relevant invoices.
- Determining the amount of money that the customer must pay in advance before the start of operations.

9.9.1.2. Planning & Monitoring Department

The Department has, among others, the following responsibilities:

- Planning, organizing and monitoring all necessary actions and staff to complete the loading/ unloading operations.
- Continuous supervision and monitoring of all operational activity at the Conventional Port and taking immediate corrective actions when required.

9.9.1.3. Resource Allocation & Execution Department

The responsibilities of the Department include, among others:

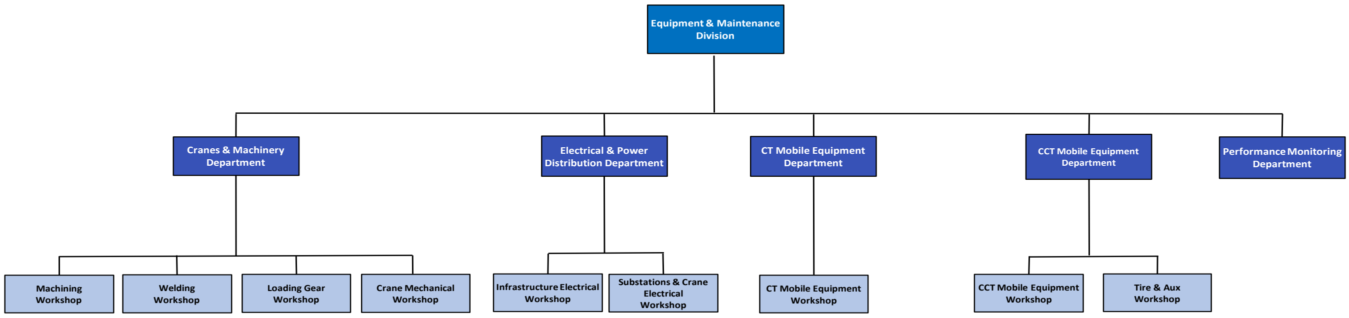
- Allocation of required cargo handling equipment to operators and dockworkers upon request from the Planning Department.
- Registration of shifts related to personnel and machinery in the roster application according to demand.
- Periodic inspection of machinery condition and ordering primary maintenance and cleaning.
- Monitoring and supervising equipment use daily.
- Performing primary equipment maintenance.

9.9.1.4. Warehouse Management Department

Warehouse Managers – Indoor and Outdoor Conventional Warehouses are indicatively responsible for:

- Receiving cargo – goods based on transport documents, checking their condition and recording them in the warehouse management system.
- Monitoring and control of cargo and inventory in storage areas.
- Delivering cargo – goods to transport vehicles and crediting them in the warehouse management system.
- Regular inspection of outdoor and indoor warehouse areas according to contract terms.
- Operating the weighbridges located in the areas under the responsibility of the Conventional Port.

9.9.2. Equipment & Maintenance Division



The Equipment & Maintenance Director is responsible, inter alia, for ensuring the availability of the required equipment at the Container & Conventional Cargo terminals, at the right time and in proper working condition, in the most efficient way, via the support and collaboration with the Procurement and Human Resources Directorates, for ThPA S.A. to provide high quality services to its clients.

9.9.2.1. Cranes & Machinery Department

The Department, inter alia, designs, organizes and supervises inspections, maintenance and repairs of cranes for container or conventional cargo handling, as well as their attachments. Schedules maintenance and manages technical staff of the Crane Engineering team and supporting workshops, as well as the Directorate's equipment and tools, ensuring proper condition and supporting operational needs of the Port Operational Departments, maximizing equipment availability. The work of engineers and technicians ensures safety and legal compliance.

The following workshops belong to this Department:

- Machining Workshop
- Welding Workshop
- Loading Gear Workshop
- Crane Mechanical Workshop

9.9.2.2. Electrical & Power Distribution Department

The Department, inter alia, plans, organizes and supervises repairs and maintenance of cranes and low- and medium-voltage equipment of ThPA S.A. according to the needs of operational departments.

The following workshops belong to this Department:

- Infrastructure Electrical Workshop
- Substations & Crane Electrical Workshop

9.9.2.3. CT - Mobile Equipment Department

The Department, inter alia, plans, organizes and supervises the repairs and maintenance of mobile equipment at the Container Terminal (i.e., container handling machinery), in accordance with the requirements of the Operational Departments.

The subordinate unit of the Department is the:

- CT Mobile Equipment Workshop

9.9.2.4. CCT Mobile Equipment Department

The Department, inter alia, plans, organizes and supervises the repairs and maintenance of mobile equipment, handling machinery for conventional cargo and all types of vehicles of ThPA S.A. in accordance with the requirements of the Operational Departments.

The following workshops belong to the Department:

- CCT Mobile Equipment Workshop: for diagnosing and repairing faults in S.L. machinery such as loaders, excavators, forklifts, sweepers and wagon tractors.
- Tire & Aux Workshop: for repairing/replacing tires of ThPA S.A., mobile equipment of all types, as well as researching and purchasing consumables and spare parts.

9.9.2.5. Performance Monitoring Department

The responsibilities of the Department are indicatively the following:

- Collection and monitoring of data of all Equipment and analysis and drawing conclusions.
- Short-term and long-term maintenance planning and optimization to maximize the performance of machines, people and processes.

9.9.3. Cruise & Ferry Operations Department

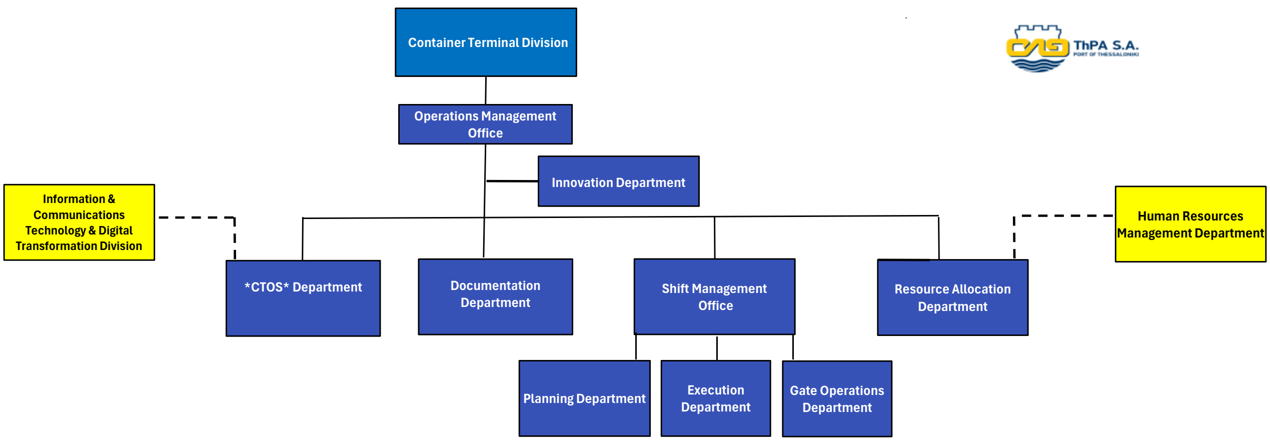
The Department has indicatively the following responsibilities:

- Cruise Development.
- Oversee cruise terminal operations, parking garage operations and administrative requirements and needs for the ThPA Cruise Terminal, supporting operational improvement.
- Approach, management and development of potential customers (Shipping Companies/ Agents).

9.9.4. Intermodal Development Department

The mission of the Department is to coordinate, develop and improve the Intermodal Transport operations of ThPA S.A. and its subsidiaries, including railway operations and dry ports/terminals and enhance rail connectivity with Southern and Central Europe to increase cargo flows to/from ThPA S.A.

9.10. Container Terminal Division



The Container Terminal Manager is responsible, indicatively, for the development of the container terminal, the increase of productivity, ensuring maximum efficiency in relation to cost balance, supervising and organizing individual departments to maximize efficiency, ensuring compliance with all health and safety rules.

9.10.1. Operations Management Office

The Office is indicatively responsible for coordinating and overseeing all CT operations (e.g. ships, yard and rail operations etc.) and overall station manning with Shift Managers, to achieve performance targets while maintaining safety standards.

9.10.2. Innovation Department

The Department is indicatively responsible for conducting research to identify new and emerging technologies, trends and market opportunities that can be leveraged to create new optimized processes or services, as well as for analyzing, designing and implementing new software or hardware systems that automate processes, leading to the rationalization and optimization of company processes.

9.10.3. *CTOS* Department

The Department has indicatively the following responsibilities:

- Participation in the formation of CT's strategy and procedures through the utilization of information systems.
- Monitoring the smooth operation of CT's information systems and solving any problems in cooperation with the IT department.
- Cooperation with the information system providers & developers in the direction of further development, improvement and modernization of existing information systems.

9.10.4. Documentation Department

The responsibilities of the Department are indicatively the following:

- Control/manage documentation related to CT warehouse container shipments and invoicing, accounting and financial clearance of all services provided by the container terminal.
- Checking and exchanging electronic messages/advances for the unloading, depositing and loading of containers from/to ships and land vehicles within the predetermined time.
- Checking and receiving requests from transactors through the B.T.X platform and transmission for the issuance of a Customs Certificate (B.T.X) in the electronic customs system (ICISnet) of the land/indirect exit from the Free Zone.
- Control of delivery orders, customs documents and issuance of permits for delivery/loading of containers on land means of transport and ships.
- Container record keeping in the logistics warehouse.
- Issuance of invoices for fees and services on berthed container ships.

9.10.5. Shift Management Office

The Office has indicatively the following responsibilities:

- Real-time responsibility for business productivity after each shift and responsibility for productivity and performance.
- Always ensures a safe and efficient working environment, utilizing the resources to their maximum potential for the benefit of the terminal and its customers.

9.10.6. Planning Department

The Department is responsible for scheduling all ship/docking/yard/rail activities at the container terminal, with the objective of the efficient operation of the Terminal.

9.10.7. Execution Department

The Department is responsible for executing all loading and unloading operations, delivery and receipt of containers. In particular:

- Vessel Dispatchers
- Yard Dispatchers
- Rail Dispatchers Unit
- STS Operators
- Straddle Carrier & Other Plant Operator
- Reefer services

9.10.8. Gate Operations Department

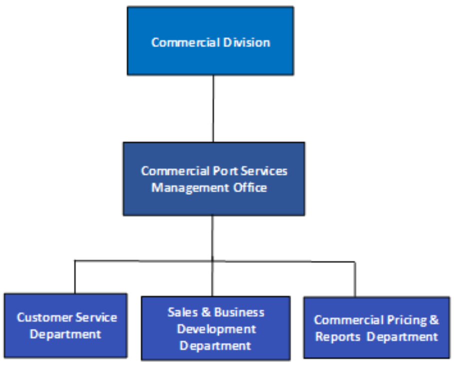
The Department is responsible for ensuring gates are operating at maximum capacity and efficiency by following all procedures and policies.

9.10.9. Resource Allocation Department

The Department has indicatively the following responsibilities:

- Timely availability of the required mechanical means and operators for the loading and unloading and handling of containers, according to the planning and the relevant request of the Planning and Monitoring Department of the CT.
- Periodic inspection of the condition of the cargo handling equipment.

9.11. Commercial Division



The Chief Commercial Officer is responsible indicatively for the organization, management, development of business strategy, organization and management of the clientele in the Balkans, Central and Eastern Europe and other regions. Through market research and analysis, he/she creates business plans related to business opportunities (expansion, business development, etc.).

9.11.1. Commercial Port Services Management Office

The responsibilities of the Office include indicatively:

- Participation in the development and implementation of an integrated commercial strategy aimed at maximizing revenue, market share and operational efficiency.
- Supporting the negotiation, development and management of contracts with clients, service providers and partners to ensure mutually beneficial agreements.

9.11.2. Customer Service Department

The Department has indicatively the following responsibilities:

- Improving the experience in customer service, creating loyal customers and contributing to the organizational development of all the services provided by our Company/organization, in Greece and abroad.
- Taking ownership of customer issues and resolving problems until fully resolved.

9.11.3. Sales & Business Development Department

The responsibilities of the Department are indicatively the following:

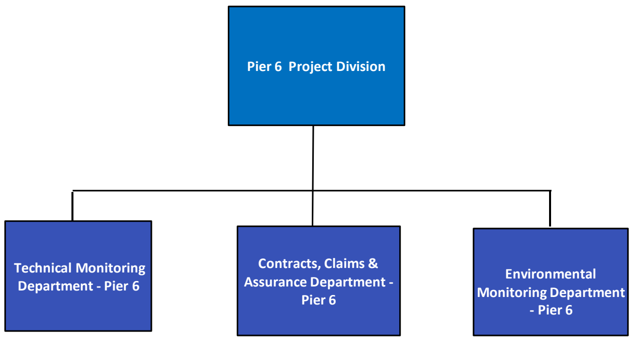
- Supporting the design, implementation and enforcement of commercial policy for all services provided by our company/Organization, in Greece and abroad.
- Management of all commercial activities of the company, in Greece and abroad and representation of the company/organization vis-a-vis clients and partners whenever and wherever required in Greece and abroad.

9.11.4. Commercial Pricing & Reports Department

The responsibilities of the Department are indicatively the following:

- Collection of data from various sources (Meetings with clients, Internal Reports, Open Sources) to create special reports.
- Analysis and processing of data in order to support decision-making.

9.12. Pier 6 Project Division



The Division is responsible for the overall coordination, systematic monitoring and comprehensive management of the Pier 6 Expansion Project, with the aim of ensuring the timely, high-quality, and cost-effective implementation of all works, in full compliance with contractual frameworks, applicable regulatory requirements and the Company's internal procedures.

9.12.1. Technical Monitoring Department– Pier 6

The Technical Monitoring Department – Pier 6 monitors and ensures the technical execution of works in accordance with the approved plans, quality specifications and the Contract with the Contractor.

9.12.2. Contracts, Claims and Assurance Department – Pier 6

The Contracts, Claims and Assurance Department – Pier 6 manages all contractual, financial and legal matters of the Pier 6 Expansion Project, ensuring the protection of the Company's interests and the smooth cooperation with the Independent Engineer.

9.12.3. Environmental Monitoring Department– Pier 6

The Environmental Monitoring Department – Pier 6 monitors and ensures the environmental compliance of the Pier 6 Expansion Project, in accordance with national and international legislation, environmental permits and the Company policies.

10. POLICIES - PROCEDURES

10.1. Recruitment - Evaluation Procedures for C-Level Executives and Directors

10.1.1. Recruitment procedure

Recognizing that the staff is the most important asset of the Company, the recruitment process aims to fill all jobs, including managerial positions with candidates capable of contributing greatly to the efforts to achieve high-performance goals, while seeking to provide possibilities and development opportunities to the existing staff.

The new recruitments, including the executives, are approved by the management as described in detail in the Decision on the Delegation of Powers of ThPA S.A. Bodies, as in force, and in accordance with the Company's Recruitment Policy as in force and as applicable.

10.1.2. C-Level and Directors Performance Evaluation Process

The evaluation of the executives is carried out, based on specific criteria, hierarchically as defined by the organization chart.

The evaluation of the C-Level Executives and Directors is performed by the Chief Executive Officer at least annually on the basis of the respective goals and the strategy of the Company.

The following are considered and taken into account as criteria for the evaluation of the above persons:

- Knowledge of the subject, perception, interest and creativity
- Workplace relationships and behavior
- Administrative skills
- Effectiveness

Following the completion of the process and the completion of any remarks in the corresponding field of the evaluation form, the forms are signed and sent to the Human Resources Division.

10.2. Compliance procedures with obligations from Regulation (EU) 596/2014 on market abuse

ThPA S.A. ensures the strict observance of EU, national and supervisory law to prevent market abuse by both executives, employees and trading parties, directly or indirectly, as well as by external factors within its own environment, through its Procedures for: a) the management of inside information and proper informing of the public and b) the transactions by persons exercising managerial responsibilities and the obligation to disclose them.

They expressly prohibit abuse or attempt to abuse inside information. The concepts of inside information - an indicative list is provided thereof - and the concept of abuse of inside information are specified, while the penalties in case of abuse of inside information are also indicated.

Furthermore, it indicates the procedure by which the transactions carried out by persons exercising managerial responsibilities and persons with close ties with them are disclosed and defines the maintenance of a list of persons exercising managerial responsibilities and persons with close ties with them.

10.3. Notification of any dependent relations of the independent non-executive members of the Board of Directors and the persons who have close ties with them

ThPA S.A. provides in the Suitability Policy of the BoD Members of ThPA S.A. all cases provided for by the applicable legal provisions that constitute a dependence relationship, which must not occur for rendering someone as an independent non-executive member of the Board of Directors.

Furthermore, a Procedure has been established to prevent the election of a member of the Board of Directors as independent non-executive or their retention in office with this capacity, if a dependence relationship exists between ThPA S.A. or any of its subsidiaries and the member or candidate member, as well as persons with close ties with them.

In addition, there is an obligation of immediate notification of any dependence relationship of both the members themselves and the persons who have close ties with them, as well as the specific details and the procedure to be followed for such notification.

10.4. Compliance procedure of ThPA S.A. regarding transactions with related parties

ThPA S.A. demonstrates great sensitivity in the protection of shareholders and investors in the best possible way and for this reason has a Procedure for ThPA S.A. Transactions with related parties.

This Procedure determines who are the related persons with ThPA S.A. and distinguishes the types of transactions of ThPA S.A. with them, into:

a) current transactions, which are usual in relation to the operations and the object of the business activity of ThPA S.A., i.e., they fall within the transactions that are prepared in the framework of its daily activity in terms of their type and size, i.e., with regard to their terms, they are concluded with the usual market conditions, i.e., the terms of the contracts concluded by ThPA S.A. with the other trading parties; and

b) significant non-current transactions, which are not current, i.e., the object of the transactions that are not prepared in the framework of the daily activity of the Company or that as far as its content and its particular terms, they exceed the usual measure for the specific case, as determined from the activity of ThPA S.A., its financial strength and the usual practice in such transactions.

Furthermore, it provides for the maintenance of a Related Parties-Conflict of Interest Register, a procedure for distinguishing between these two types of transactions and all the obligations in the event of a material related party transaction.
Finally, it provides for the safeguards based on which the monitoring and implementation of the prescribed procedure are ensured.

10.5. Policies and Procedures for the prevention and response to situations of conflict of interests

The Board of Directors establishes a policy for the identification, prevention and response to situations of conflicts of interest between the interests of the Company and those of its members or persons to whom the Board of Directors has assigned some of its responsibilities.
This policy is based on clear procedures, which define the manner of timely and full disclosure to the Board of Directors of any interests they may have in related party transactions or any other potential conflict of interest with the Company or its subsidiaries. The measures and procedures are evaluated and reviewed to ensure their effectiveness.

10.6. Policies and Procedures of compliance with the laws and regulations governing the organization and operation of ThPA S.A. and its activities

ThPA S.A. has established and updated a Policy and Procedure, in order to achieve in a timely manner the full and continuous compliance of ThPA S.A. with the applicable regulatory framework and to ensure that a complete overview of the degree of achievement of this objective is available at all times.

10.7. Training Policy of the BoD Members, C-Level Executives, Directors and other executives

The Company implements an introductory training process for the newly elected/newly appointed members of the BoD and the Audit, Nominations and Remuneration Committees, in order to facilitate their understanding of the structure of the Company and its subsidiaries, the business model, the risk profile, the governance arrangements and their role in them. In this context, the Company ensures that the newly elected/newly appointed members are provided with all the information and training required to contribute effectively to the work of the BoD and the Committees and to the fulfilment of their mission.
Prior to their first participation in a meeting of the BoD, the newly elected/newly appointed members are received by the Chair of the BoD and meet with the CEO, senior executives of the Company and the heads of risk management and internal audit organizational units, with the opportunity to ask questions regarding the Company and its activities.
Given the evaluation based on the Suitability Policy to which the newly elected/newly appointed members are subject, it is expected that they possess the necessary knowledge, experience and know-how to fulfil their role. However, they are not necessarily all experts in all matters or aspects of governance. For this reason, training is a key factor for the continuous effectiveness of the BoD and an ongoing commitment of the Company's BoD members.
The Company provides the necessary financial and human resources for the implementation of appropriate introductory and training programs on a continuous and personalized basis.
In addition, presentations are made on a regular basis to the members of the BoD by the Company executives and external partners, in order to inform them about changes concerning the Company, the legal and regulatory framework, the requirements of the market and the industry.

Furthermore, ThPA S.A. implements a Training and Development Policy for all executives, and especially those involved in internal audit, risk management, regulatory compliance and information systems, as well as for all ThPA S.A. employees in general, depending on the Company's needs and priorities. They concern both relationships and professional networking, and structured training through participation in social skills training programs (Soft Skills) or technical skills training programs.
The executives identify and communicate their training needs throughout the year to their supervisors, who support every opportunity for training and upgrading of knowledge and skills and guide, record and evaluate the needs based on the role of each executive, their goals and the skillset and attitudes required to achieve these goals. Development actions are communicated in order to decide the training and development program. The C-level Executives communicate their training needs directly to the rest of the Management Team in order to decide on the appropriate training and development program, which meets the needs, is in line with the priorities and strengthens the Company's strategy.
Every year the annual training plan of the next year is prepared and the Training and Development budget is formed accordingly. An update is provided every four months by the Human Resources Division regarding the implementation and course of the approved plan. Each completed program is followed by an evaluation of its effectiveness.
At the same time, participation in conferences and workshops is encouraged, following communication with the Human Resources Division.

10.8. Succession Plan of BoD Members

The Board of Directors ensures that the Company has an appropriate succession plan in place for the smooth continuation of the management of the Company's affairs and decision-making following the departure of its members, especially executives and committee members. In particular, the Board of Directors approves a framework for filling positions and for the succession of the BoD members, in order to identify in a timely manner the needs for filling positions or replacements and to ensure the smooth continuation of the management and the achievement of the Company's purpose.
The Company seeks the smooth succession of the members of the Board of Directors with their gradual replacement, in order to avoid the lack of management. The succession framework takes into account, in particular, the findings of the evaluation of the Board of Directors, in order to achieve the required changes in composition or skills and to maximize the effectiveness and the collective suitability of the Board of Directors.
The Company has a succession plan for the Chief Executive Officer, the preparation of which may be assigned to the Nominations Committee.

10.9. Information Security Policy

The active involvement and understanding of both the information security management system and the philosophy of its implementation are prerequisites for achieving the Company's objectives, in accordance with applicable legislation and the operational needs of the industry in which it operates.
To ensure a level of security proportional to the criticality and confidentiality of information, and to maximize the reliability of the Company's information, the Management has created a dedicated role, that of the Information Security Manager (ISM), within the ICT Department, who is responsible for establishing and maintaining a corporate-wide information security management program to ensure that information assets are adequately protected.

For the Company, information security is not only about regulatory compliance but also a key strategic tool for fostering customer trust and a competitive advantage in an era where the majority of information is in electronic form.

10.10. Sustainable Development Strategy

The Sustainable Development Strategy of ThPA S.A. is based on four pillars: i) Creating Sustainable Value, ii) Environment, iii) Society and iv) Governance. These pillars provide the framework for all actions and initiatives related to implementing ESG criteria within ThPA S.A.

Responding to contemporary needs, ThPA S.A. has integrated ESG criteria to cover the full spectrum of non-financial elements and measurement indicators that guide all its activities, both internally and externally. Furthermore, the performance of these indicators is communicated to all shareholders and stakeholder groups of ThPA S.A., with full commitment to their implementation.

For the year 2025, ThPA S.A. published a Sustainability Report, which is consolidated and has been adapted and revised to comply with the requirements of the European Sustainability Reporting Standards (ESRS).

Sustainability Policy

The Sustainability Policy supports the efforts of ThPA S.A. to fulfill its role as a vital part of economic activity in Greece, the Balkans and Southeast Europe. The Company recognizes sustainability as one of its core priorities. Through the Sustainability Policy, the Company aims to enhance transparency and accountability in its operational activities and outlines its commitments to creating sustainable added value.

The Company's commitments focus, inter alia, on the following areas:

Environment, Climate and Energy

Energy efficiency, climate change and air quality

Efficient water resources management and ecosystem protection

Social Commitment

Employee development and talent management

Equality, diversity and inclusion

Employee health, safety and well-being

Business Ethics and Value Creation

Corporate governance and business ethics

Economic growth and business expansion

Crisis, reputation and risk management

Digitalization and automation

Quality, innovation and sustainable service design

11. Annex

11.1. Board of Directors Charter

11.2. BoD Members Suitability Regulation

11.3. Audit Committee Charter

11.4. Remuneration & Nominations Committee Charter

11.5. Remuneration Policy

11.6. Diversity Policy