



**NOVAL PROPERTY**

**DRAFT DECISIONS OF THE ANNUAL GENERAL MEETING  
OF THE SHAREHOLDERS OF THE REAL ESTATE  
INVESTMENT COMPANY UNDER THE NAME “NOVAL  
PROPERTY REAL ESTATE INVESTMENT COMPANY”  
(DISTINCTIVE TITLE «NOVAL PROPERTY») G.C.R. No. 152321260000**

**DATED 27<sup>th</sup> MAY 2025**

**ON THE ITEMS OF ITS AGENDA**

**(Article 123 par. 4 of L.4548/2018)**

**Item 1: Approval of the annual financial statements of the financial year 2024 (01.01.2024 – 31.12.2024), along with the relevant reports of the Board of Directors and of the chartered auditors.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting.

The Annual Financial Statements for the fiscal year 2024, which were approved by the Board of Directors on 27.03.2025 and prepared by the Company's Financial Services based on the Company's books and records in accordance with International Financial Reporting Standards (IFRS), are submitted for approval to the General Meeting, along with the relevant reports of the Board of Directors and the Audit Company.

The Annual Financial Statements for the fiscal year 2024, the Management Report of the Board of Directors, and the Auditor's Report have been included in the Company's Annual Financial Report for the fiscal year 2024 and are published on the Company's website (<https://noval-property.com/>) and the Athens Stock Exchange website. Their publication in the General Commercial Registry (G.E.M.I.) will take

place in accordance with Articles 13 and 149 of Law 4548/2018 within twenty (20) days of their approval by the Ordinary General Meeting.

Following a legal vote, the General Meeting approves the annual financial statements for the financial year 2024 (01.01.2024 - 31.12.2024) and the relevant Management Report of the Board of Directors and the Report of the Audit Company with ..... votes, i.e. with a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes shall vote against.

Shareholders representing ..... votes abstain from voting.

## **Item 2: Approval of the allocation of results of the financial year 2024 and the distribution of dividend.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting.

Taking into account the financial results for the fiscal year 2024, the Board of Directors unanimously proposed to the General Meeting the approval of the distribution of the profits for the fiscal year 2024, specifically the payment of a dividend of €0.043 per share (net), amounting to a total sum of €5,436,574.19.

The proposed dividend cut-off date is 3 June 2025, the proposed dividend record date is 4 June 2025, and the proposed start date of dividend payment is 11 June 2025.

Additionally, the Board of Directors is proposed to be authorized to settle all procedural matters related to the implementation of the relevant decisions.

Following a legal vote, the General Meeting approves the appropriation of profit for the fiscal year 2024 and, in particular, the distribution of dividend payment of €0.043 per share with coupon cut-off date 3 June 2025, record date 4 June 2025 and payment start date 11 June 2025 and grants the relevant authorization to the Board of Directors to make all procedural arrangements for the implementation of the relevant decisions by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes shall vote against.

Shareholders representing ..... votes abstain from voting.

**Item 3: Approval, pursuant to article 108 of L. 4548/2018 of the overall management having taken place during the financial year 2024 and release, pursuant to article 117 of L. 4548/2018, of the statutory auditors for the financial year 2024.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

Following a legal vote, the General Meeting approves the overall management of the Company for the financial year 2024, and discharges the Audit Company from any liability for compensation in respect of the financial year 2024, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes abstain from voting.

Shareholders representing ..... votes are voting against.

**Item 4: Approval of the remuneration paid to the members of the Board of Directors and to committees of Board of Directors for the financial year 2024 and approval of advance payment of remuneration to the above-mentioned members for the financial year 2025 (1.1-31.12.2025) and for the time period until the following Ordinary General Meeting according to article 109 of L. 4548/2018.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Board of Directors unanimously recommends to the General Meeting the approval of the remuneration paid to the members of the Board of Directors and to committees of Board of Directors during the financial year 2024, amounting to a total gross amount of €146,125.

Furthermore, the Board of Directors, following the relevant recommendation of the Remunerations and Nomination Committee, unanimously recommends to the General

Meeting the approval of the advance payment of the following remuneration to the above-mentioned persons for the current financial year 2025 (1.1. – 31.12.2025) and for the period until the next Ordinary General Meeting, in accordance with article 109 of L. 4548/2018, which will amount, up to a maximum, to a total gross amount of EUR 160.000 and in particular:

- No remuneration will be paid to the members of the Board of Directors for their participation in the Board of Directors,
- No remuneration will be paid to the non-executive members of the Board of Directors for the performance of their duties under article 7 of L.4706/2020,
- A gross amount of EUR 30,000.00 per year will be paid to each member of the Audit Committee,
- A gross amount of EUR 20,000.00 per year will be paid to each member of the Remunerations and Nomination Committee, and
- A gross amount of EUR 5,000.00 per year will be paid to the Senior Independent non-executive member of the Board of Directors, for the fulfillment of his duties arising from the corporate governance code adopted and implemented by the Company (Greek Corporate Governance Code issued by the Hellenic Corporate Governance Code of June 2021, special practice par. 2.2.21 - 2.2.23).

Therefore, the General Meeting is requested to approve the advance payment of the above gross remuneration to the members of the Board of Directors for the current financial year 2025, in accordance with article 109 of L. 4548/2018.

It is noted that the aforementioned compensation and remuneration to the aforementioned members during the current financial year (2025) is in line with the principles and rules of the Company's Remuneration Policy, as revised by the Annual General Meeting of the Company's shareholders held on 1st June 2022 and in force. Following a legal vote, the General Meeting approves the aforementioned remuneration paid to the members of the Board of Directors and to Committees of the Board of Directors during the financial year 2024 and approves the advance payment of the aforementioned remuneration to the aforementioned members during the financial year 2025 (1.1. – 31.12.2025) and for the period until the next Ordinary General Meeting in 2026 with ..... votes, i.e. with a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes abstain from voting.

Shareholders representing ..... votes are voting against.

**Item 5: Submission of the Remuneration Report of the financial year 2024 (01.01.2024 – 31.12.2024) in accordance with article 112 of L. 4548/2018 and voting thereof.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting.

The General Meeting of Shareholders is called to discuss and approve, with advisory vote, the Company's Remuneration Report for the fiscal year 2024 (01.01.2024 – 31.12.2024), as required under Article 112 of Law 4548/2018, which includes a comprehensive overview of all the remunerations governed by the approved Remuneration Policy of the Company and, in accordance with the document of the Hellenic Capital Market Commission entitled "Questions and answers regarding the provisions of articles 1 - 24 of L.4706 /2020 on corporate governance" (reg. no. 1591/05.07.2021, reg. no. 18, & reg. no. 428/21.02.2022, no. 22), include separately for each member of the Company's Board of Directors his compensation as a member of the Board of Directors, his compensation as a member of a Board of Directors' Committee, i.e. the Audit Committee and/or the Remunerations and Nomination Committee (in accordance with par. 2.4.4 of the Greek Corporate Governance Code issued by the Hellenic Corporate Governance Code of June 2021, which is applied by the Company), the remuneration for ad hoc services, if any, rendered, the benefits, if any, by type, the ordinary remuneration and the extraordinary remuneration, linked to performance, for the executive members of the Board of Directors. The Company's Remuneration Report, which was prepared by the Board of Directors and on which the Company's Remunerations and Nomination Committee has issued a concurring opinion to the Board of Directors (in accordance with paragraph c' of article 11 of L. 4706 /2020) and which has been audited, in accordance with the law, by the Company's Audit Company, ascertaining that the information required by article 112 of L.4548/2018 was provided, will be available on the Company's website (<https://noval-property.com/>) after the General Meeting, as required by law.

The Board of Directors, by its resolution of 06.05.2025 and having taken into account the recommendation of the Remunerations and Nomination Committee, unanimously proposed to the General Meeting the approval of the Remuneration

Report, pursuant to article 117 par. 1 paragraph g' of L.4548/2018, which has been prepared in accordance with article 112 of L.4548/2018.

Following a discussion by the Company's shareholders on the Remuneration Report for the financial year 2024 (01.01.2024 – 31.12.2024) (article 112 of L.4548/2018), upon a legal vote, by advisory vote of the shareholders, the General Meeting approves the Remuneration Report for the financial year 2024 (01.01.2024 - 31.12.2024), pursuant to article 117 par. 1 per. g' of L.4548/2018, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes abstain from voting.

Shareholders representing ..... votes are voting against.

**Item 6: Election of an audit firm for the audit of annual financial statements for the financial year 2025 and approval of the remuneration thereof.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Board of Directors, upon the relevant recommendation of the Company's Audit Committee, as defined in article 44 par. 3 per. f' of L. 4449/2017, unanimously proposes to the General Meeting the election of the audit company PriceWaterhouseCoopers for the performance of the audit work for the financial year 2025 and the determination of its fees, in accordance with its respective offer to the Company, which was approved by the Audit Committee, subject to the following distinctions:

a) Up to the amount of € 77.250,00 plus the corresponding VAT for the audit of the Annual Financial Statements of the aforementioned financial year (01.01.2025 - 31.12.2025), including the certification of the Company's Operating Regulations according to article 21 of L.4706/2020 (and, if applicable, the formulation of an opinion, in addition to the cases c' and d' of paragraph 1 of Article 152 of L. 4548/2018, for case e' of the same paragraph, on the composition and mode of operation of the Company's administrative, management and supervisory bodies and committees, in

line with the questions and answers (Q&As) of the Hellenic Capital Market Commission under reg. no. 428/21.02.2022 and the Letter of the Hellenic Capital Market Commission under reg. no. 425/21.02.2022).

b) Up to the amount of €11,350.00 plus VAT for the issuance of a tax certificate and the Company's tax compliance report for the financial year 2025, in accordance with article 65a of L.4174/2013.

c) Up to the amount of €4,500.00 plus VAT for the audit of the Company's Investment statements as of 30.06.2025 and 31.12.2025.

d) Up to the amount of €1,900.00 plus VAT for the compliance with the European Single Electronic Format (ESEF) (XBRL) (L. 3556/2007, article 4, paragraph 10).

e) Up to the amount of €4,600.00 plus VAT for the review of the Remuneration Report of article 112 of L.4548/2018 for the financial year 2025.

f) Up to the amount of €4,300.00 plus VAT for the audit and certification of the Company's compliance with the financial indicators, for the financial year 2025, in line with its relative liability under its loan obligations, namely under the common bond loan issued by the Company under dated 17.11.2021 resolution of its Board of Directors, amounting to €120.000.000, for a term of seven (7) years, at an annual interest rate of 2,65%, divided into 120.000 intangible, common, bearer bonds, of €1.000 nominal value. each, which were made available through a public offer in Greece, by cash payment and were admitted to trading in the fixed income securities class of the regulated market of the Athens Stock Exchange, in accordance with the relevant Prospectus, which was approved by the resolution number 937/24.11.2021 of the Board of Directors of the Hellenic Capital Market Commission.

Following a legal vote, the General Meeting approves the appointment of the audit company PricewaterhouseCoopers for the performance of the audit work for the financial year 2025 and the determination of its fees, as above, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes are voting against.

Shareholders representing ..... votes abstain from voting.

**Item 7: Appointment of independent valuers for the financial year 2025.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

Following a recommendation from the Company's Audit Committee, the Board of Directors unanimously proposes to the General Meeting the appointment of the companies "GAIOAXIS REAL ESTATE SERVICES & ASSESSMENTS SINGLE MEMBER LIMITED LIABILITY COMPANY", "AXIES SWORN EXPERTS AND APPRAISERS COMPANY" and "P. DANOS AND ASSOCIATES SA, Real Estate Consultants and Appraisers" as independent certified valuers to conduct valuations of the Company's real estate portfolio.

After a legal vote, the General Meeting appoints the companies "GAIOAXIS REAL ESTATE SERVICES & ASSESSMENTS SINGLE MEMBER LIMITED LIABILITY COMPANY", "AXIES SWORN EXPERTS AND APPRAISERS COMPANY" and "P. DANOS AND ASSOCIATES SA, Real Estate Consultants and Appraisers" as independent certified appraisers, duly registered in the relevant register of the Ministry of Finance, for the valuation of the fair value of the Company's investments in real estate during the financial year 2025 and, further, authorizes the Board of Directors of the Company to, determine their fees, allocate the real estate portfolio to each appraiser, and assign the valuation of the new properties to any of the aforementioned appraisers, at its sole discretion, by ... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes are voting against.

Shareholders representing ..... votes abstain from voting.

**Item 8: Announcement of the election by the Company's Board of Directors of a new non-executive member to replace a resigned executive member of the Company's Board of Directors.**

**Announcement to the General Meeting - not put to a vote.**

In accordance with Article 7(4) of the Company's Articles of Association and Article 82 of Law 4548/2018, the General Meeting is informed of the following:



- On 08.04.2025, Ms. Aikaterini Apergi of Konstantinos, resigned from her position as an executive member of the Company's Board of Directors.
- Based on the unanimous positive recommendation/evaluation report dated 08.04.2025 from the members of the Company's Remunerations and Nomination Committee ("RNC"), whereby, following a thorough investigation conducted by the RNC to fill the position vacated by the resignation of executive board member Aikaterini Apergi of Konstantinos, the RNC unanimously proposed to the Company's Board of Directors Mr. Christoforos Stratos, of Iason, as candidate for election to replace the resigned member. It was determined that he fully meets all suitability and reliability criteria outlined in the Board Member Suitability Policy (hereinafter the "Policy"), which was approved by the Company's Ordinary General Meeting of Shareholders on 16 July 2021 as the fulfillment of said criteria has been conclusively substantiated through documents, supporting evidence, and other materials submitted by the aforementioned candidate and obtained by the Remuneration and Nomination Committee (RNC), which were examined by the RNC members and duly taken into consideration by the Committee.
- At its meeting on 08.04.2025, the Company's Board of Directors unanimously approved the RNC's recommendation and verified the suitability of Mr. Christoforos Stratos of Iason, for the Board position in accordance with the Company's Policy. The Board confirmed that no impediments or conflicts of interest exist regarding Mr. Stratos under the current legal framework (Law 4706/2020), including the Hellenic Corporate Governance Code (June 2021 edition by the Hellenic Corporate Governance Council, as implemented by the Company) and the Company's Internal Regulations. Subsequently, the Board unanimously elected Mr. Stratos as a new non-executive member to replace the resigned executive member Ms. Aikaterini Apergi of Konstantinos, for the remainder of the term until 12.06.2025. Pursuant to Article 85(1)(c) of Law 4548/2018 and Article 7(1) of the Company's Articles of Association, this term is extended until the convening of the 2025 Ordinary General Meeting and the adoption of the relevant decision.

**Item 9: Election of a new Board of Directors of the Company and appointment of its independent non-executive members.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Chairman of the General Meeting, referring to the proposal of the Company's Board of Directors dated 06.05.2025, in accordance with article 18 par. 1 of L.4706/2020, which has been posted on the Company's website <https://noval-property.com/ependytes/shareholders-meetings/>, on 06.05.2025, and which is attached as a copy to the present, in which is included the recommendation/evaluation report of 06.05.2025 of the Company's Remuneration and Nomination Committee (R.N.C.), which is attached as a copy to the present, proposes to the General Meeting of Shareholders of the Company:

(a) the election of a new eight-member Board of Directors of the Company for an annual term of office, in compliance with article 7 par. 1 of the Company's Articles of Association, i.e. up to 27.05.2026, which shall be extended, in accordance with the provisions of article 85, paragraph 1, section c' of L. 4548/2018 and article 7 par.1 of the Company's Articles of Association until the expiry of the deadline within which the next Ordinary General Meeting is to be convened in 2026 and up to the adoption of the relevant resolution, and

(b) the designation of the independent, within the meaning of Article 9 par. 1 of L. 4706/2020, non-executive members of the Company's Board of Directors.

Following the aforementioned recommendation of 06.05.2025 of the Company's Board of Directors, which was based on the recommendation/evaluation report of 06.05.2025 of RNC, it is proposed that the new Board of Directors of the Company has the following composition, which fully meets the requirements of L.4706/2020 on corporate governance and fully covers the suitable and appropriate exercise of the responsibilities of the Company's Board of Directors in the interest of the Company's Shareholders, given that, according to the recommendation of the Company's Board of Directors dated 06.05.2025, which was based on the recommendation/evaluation report of 06.05.2025 of the RNC, it was established, inter alia, that all the criteria of individual and collective suitability of the new nominees for the Company's Board of

Directors are met, in line with article 3A of L.4706/2020, and the approved Suitability Policy of the Company, that there are no impediments or incompatibilities in the person of the nominees for the Company's Board of Directors, as regards any of the provisions of the relevant legal framework of corporate governance, including the Corporate Governance Code implemented by the Company (Greek Corporate Governance Code issued by the HCGC of June 2021), the Company's Rules of Operations and the Company's approved Suitability Policy, that there are no impediments or incompatibilities in the person of the new nominees for the Board of Directors of the Company, with regard to any of the provisions of the relevant legal framework of corporate governance, including the Corporate Governance Code applied by the Company (the Greek Corporate Governance Code issued by the HCGC of June 2021), the Company's Rules of Operations and the Company's approved Suitability Policy, that none of the nominees for the Board of Directors is subject to the incompatibility/objection of the provision of article 3 par. 4 of L.4706/2020, and that there is sufficient representation by gender in a percentage not less than twenty-five percent (25%) of the total number of members of the new Board of Directors of the Company:

- 1) Meletios Fikioris of Ioannis,
- 2) Michail Panagis of Neoklis,
- 3) Eugenia Mourousia tou Konstantinos,,
- 4) Maria Kapetanaki of Nikolaos,
- 5) Christoforos Stratos of Iasonas,
- 6) Ioannis Stroutsis of Panagiotis,
- 7) Vasileios Loumiotis of Ioannis,
- 8) Loukas Papazoglou of Konstantinos,

In addition, following the above Board of Directors' recommendation of 06.05.2025, which was based on the recommendation/evaluation report of 06.05.2025 of the RNC, it is proposed to the General Meeting of the Company's Shareholders the appointment of:

(a) Vasileios Loumiotis of Ioannis, (b) Ioannis Stroutsis of Panagiotis and (c) Loukas Papazoglou of Konstantinos as independent, within the meaning of Article 9 par. 1 and 2 of L. 4706/2020, non-executive members of the Company's Board of Directors, given that, according to the recommendation of the Board of Directors of the Company

dated 06.05.2025, which was based on the recommendation/evaluation report of 06.05.2025 of the RNC, it was established that:

(a) they meet all the conditions laid down in the applicable legislation, i.e. in Article 9 par. 1 and 2 of L.4706/2020, the conditions and criteria of independence, i.e. none of the above mentioned persons, upon their appointment, holds directly or indirectly a percentage of voting rights exceeding zero point five percent (0,5%) of the Company's share capital and each of the above mentioned persons is free from any financial, business, family or other type of dependence, which may influence their decisions and their independent and objective judgment, according to the more specific distinctions of article 9 par. 1 and 2 of L.4706/2020, and

(b) the conditions stipulated in article 5 of L.4706/2020, regarding the legal composition of the new Company's Board of Directors, are met, i.e., the total number - three (3) in number - of independent non-executive members of the Company's Board of Directors in relation to its proposed 8-member composition.

Furthermore, following the above recommendation of the Company's Board of Directors dated 06.05.2025, which was based on the 06.05.2025 recommendation/evaluation report of the RNC, all the above, proposed as independent, within the meaning of article 9 par. 1 and 2 of Law 4706/2020, non-executive, three (3) nominees of the Company's Board of Directors, meet the eligibility criteria and the conditions stipulated by article 44 of L.4449/2017, for their participation in the Company's Audit Committee.

Following deliberation, the General Meeting of the Company's Shareholders, taking into account the above mentioned recommendation of the Company's Board of Directors dated 06.05.2025, in accordance with article 18 par. 1 of L.4706/2020, which, as of 06.05.2025, has been posted on the Company's website and was based (the recommendation of the Board of Directors of the Company) on the recommendation/evaluation report of 06.05.2025 of the RNC, having ascertained that:

a) all the criteria of individual and collective suitability of the new nominees for the Board of Directors of the Company are met, in accordance with article 3 of L.4706/2020, and the approved Suitability Policy of the Company,

b) there are no impediments or incompatibilities in the person of the nominees to the Company's Board of Directors, with respect to any provisions of the relevant legal

framework of corporate governance, including the Corporate Governance Code implemented by the Company (Greek Corporate Governance Code issued by the HCGC of June 2021), the Company's Rules of Operations and the approved Suitability Policy of the Company,

c) none of the Board of Directors nominees is subject to the incompatibility/impediment of the provision of article 3 par. 4 of L. 4706/2020,

d) each of the nominees proposed as independent non-executive members of the Company's Board of Directors meets the requirements and criteria of independence stipulated in article 9 par. 1 and 2 of L.4706/2020, i.e. none of them, at the time of their nomination, directly or indirectly holds a percentage of voting rights exceeding zero point five percent (0,5%) of the Company's share capital and each of them is free from any financial, business, family or other type of dependence, which may influence their decisions and their independent and objective judgement, according to the more specific distinctions and references in article 9 par. 1 and 2 of L.4706/2020,

e) the requirements of article 5 of L.4706/2020, regarding the legal composition of the new Board of Directors of the Company are met, i.e., the total number - three (3) in number - of independent non-executive members of the Board of Directors of the Company in relation to its proposed 8-member composition,

f) in the proposed new Board of Directors of the Company, in accordance with the provision of Article 3A of Law 4706/2020, there is sufficient gender representation in a proportion not less than twenty-five percent (25%) of the total number of the Company's new Board of Directors; and

g) in general, the proposed 8-member composition of the new Company's Board of Directors fully meets the requirements of L.4706/2020 on corporate governance and the Company's approved Suitability Policy on suitability, diversity, adequate gender representation on the Company's Board of Directors, fully covering the appropriate and adequate exercise of the responsibilities of the Company's Board of Directors and reflecting the size and activity of the Company in terms of the diversity of knowledge, qualifications and experience of the nominees for the new Board of Directors of the Company who are capable of contributing to the implementation of the business objectives,

following a legal vote, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting, out of a total of ..... votes, of which shareholders representing ..... votes voted against and shareholders representing ..... votes abstained, a new eight-member Board of Directors is elected, which consists of:

- 1) Meletios Fikioris of Ioannis,
- 2) Michail Panagis of Neoklis,
- 3) Eugenia Mourousia tou Konstantinos,,
- 4) Maria Kapetanaki of Nikolaos,
- 5) Christoforos Stratos of Iasonas,
- 6) Ioannis Stroutsis of Panagiotis,
- 7) Vasileios Loumiotis of Ioannis,
- 8) Loukas Papazoglou of Konstantinos,

for an annual term of office, in accordance with Article 7 par. 1 of the Company's Articles of Association, i.e. until 27.05.2026, which is extended, in line with the provisions of article 85 par. 1 sec. c' of L. 4548/2018 and article 7 paragraph 1 of the Company's Articles of Association, up to the expiration of the deadline within which the next Ordinary General Meeting must be convened in 2026 and up to the adoption of the relevant resolution, and finally, *after the General Meeting has established* that in the person of each of the three (3) nominees proposed as independent non-executive members of the Board of Directors of the Company, i.e. Messrs. (a) Vasileios Loumiotis of Ioannis, b) Ioannis Stroutsis of Panagiotis and (c) Loukas Papazoglou of Konstantinos, the fulfillment of conditions and criteria of independence laid down in Article 9 par.1 and 2 of Law 4706/2020, unanimously appoints as independent non-executive members of the Board of Directors of the Company, Messrs. (a) Vasileios Loumiotis of Ioannis, b) Ioannis Stroutsis of Panagiotis and (c) Loukas Papazoglou of Konstantinos.

**Item 10: Defining of the type of the Audit Committee, its term, the number and capacity of its members, as well as appointment of its members, in case that it is designated as an independent committee, according to article 44 of L. 4449/2017.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Ordinary General Meeting of the Company's Shareholders held on 12.06.2024 had, in relation to the type, composition and number of members of the Company's Audit Committee, resolved, in accordance with the provisions of article 44 of L.4449/2017, as amended by article 74 of L.4706/2020, that the Audit Committee shall be a Committee of the Board of Directors, that the term of office of the Audit Committee shall be equal to the term of office of the Board of Directors, i.e. annual, and that the total number of its members shall be three (3) in total, all of them independent non-executive members of the Board of Directors of the Company.

The Company's Board of Directors, having taken into account the provisions of par. 1 of article 44 of L.4449/2017, and the recommendation/evaluation report dated 06.05.2025 of the RNC, recommends that, in the context of the election of a new Board of Directors, the Audit Committee should continue to be a Committee of the Board of Directors, in accordance with the provisions of article 44 of L.4449/2017, which shall be composed of three (3) members in total of the new Board of Directors of the Company, all of whom shall be independent, within the meaning of article 9, par.1 of L.4706/2020, non-executive members.

With respect to the term of office of the Audit Committee, it is proposed that it be the same as the term of office of the new Board of Directors of the Company, i.e. annual, until 27.05.2026, which may be automatically extended until the expiry of the period within which the next Annual General Meeting of 2026 is to be convened and up to the adoption of the relevant resolution.

The members of the Audit Committee, since it will be a committee of the Company's Board of Directors, will be appointed in accordance with article 44 par. 1 (c) of L.4449/2017, by the new Board of Directors of the Company, after having initially examined and ascertained the fulfillment of the conditions and criteria of suitability of each of them, in order for the Audit Committee to have a legal composition and its members to meet the criteria of suitability and, where applicable, independence, in accordance with article 44 par. 1 of L. 4449/2017, and article 9 par.1 and 2 of Law 4706/2020, respectively.

The Chairman of the Audit Committee will be appointed, in accordance with article 44 par. 1 (e) of L.4449/2017, by its members upon its constitution as a body. All members of the Audit Committee should have sufficient knowledge of the sector in

which the Company operates, namely that of Real Estate, while at least one (1) of them should have sufficient knowledge and experience in auditing or accounting.

Finally, pursuant to the document of the Hellenic Capital Market Commission under reg.no. 427/21.02.2022 "Questions and answers regarding the provisions of article 44 of L.4449/2017 on the Audit Committee (AC)" and, in particular, in accordance with item no. 16 of this document, "all members of the Audit Committee must have a fundamental understanding of the financial substance of the financial statements that the Company publishes and, in particular, with regard to the member who has sufficient knowledge in auditing or accounting, such knowledge must be related to international standards".

Following deliberation, the General Meeting of the Company's Shareholders, taking into account the above mentioned recommendation of the Company's Board of Directors dated 06.05.2025, which was based on the recommendation/evaluation report of 06.05.2025 by RNC., after a legal vote, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting, out of a total of ..... votes, accepts the above recommendation of the Board of Directors of the Company and resolves, in accordance with the provisions of article 44 of L. 4449/2017, the reappointment of the Company's Audit Committee, as a Committee of the Company's Board of Directors, with a term of office equal to the term of office of the Company's Board of Directors, i.e. annual, consisting of three (3) in total members of the new Board of Directors of the Company, all of whom shall be independent, within the meaning of article 9 par. 1 and 2 of L. 4706/2020, non-executive members.

The members of the Audit Committee will be appointed by the Company's Board of Directors, after having verified that each of them fulfils the conditions and criteria of suitability, so that the Audit Committee has a legal composition and its members meet the criteria of suitability and, where applicable, in compliance with article 44 par. 1 of L. 4449/2017, and article 9 par.1 and 2 of L. 4706/2020, respectively, and its Chairman will be appointed by its members upon its constitution, in accordance with article 44 par.1 (e) of L. 4449/2017. Shareholders representing ..... votes are voting against.

Shareholders representing ..... votes abstain from voting.



**Item 11: Granting of permission, in accordance with Article 98(1) of Law 4548/2018, to the members of the Board of Directors and the Senior Management Executives of the Company, to participate in the Boards of Directors or the management of companies that pursue similar or related objectives to those of the Company.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Board of Directors unanimously recommends the General Assembly to grant authorization, in accordance with article 98 par. 1 of L. 4548/2018, to the members of the Board of Directors and the Senior Management Executives of the Company to participate in the Boards of Directors or the management of companies that pursue similar or related objectives to those of the Company.

A legal vote is conducted and the General Meeting grants the above authorization by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting.

Shareholders representing ..... votes are voting against.

Shareholders representing ..... votes abstain from voting.

**Item 12: Approval of a program for the acquisition of the Company's own shares, according to article 49 of Law 4548/2018, and authorization of the Board of Directors of the Company for its implementation.**

**Quorum required:** 1/5 of the paid-up share capital of the Company.

**Majority required:** Absolute majority of votes represented at the General Meeting

The Board of Directors of the Company recommends to the General Meeting the approval, pursuant to article 49 of Law 4548/2018, of a program for the acquisition of the Company's own shares (hereinafter referred to as the «Program»).

Specifically, the characteristics of the proposed Program are as follows:

a) Maximum number of shares: existing ordinary registered shares issued by the Company, representing up to 0.3164% of the paid-up share capital of the Company, i.e. up to a total of 400,000 ( $126.431.958 \times 0,3164\% = 400.000$ ) shares.

b) Range of purchase price of own shares: between €1.00 (minimum price) and €6.00 (maximum price), per share.

c) Duration of the Program: for a period of up to twenty-four (24) months from the date of the decision of the General Meeting. The exact starting date of the Program will be determined by the Board of Directors, after authorization by the General Meeting, depending on the market conditions and the Company's liquidity at the time.

d) Purpose of the Program: the pursuit and implementation of any lawful purpose, including, indicatively, the reduction of the share capital and cancellation of own shares acquired by the Company, their offer to the staff and/or members of the management of the Company and/or a company affiliated to the Company, in accordance with the Company's remuneration policy in force from time to time (and in accordance with the Company's share allocation plan, as in force from time to time).

Following the above, the General Meeting is requested to approve the Program and to authorize the Board of Directors of the Company to take, at its discretion, specifying any other details, all necessary actions for the implementation of the above, in compliance with the applicable legal and regulatory framework. Following a legal vote, the General Meeting, by ..... votes, i.e. by a majority of .....% of the votes represented at the General Meeting, approves the Program (program for the acquisition of the Company's own shares) with the aforementioned characteristics and authorizes the Board of Directors of the Company to take, at its discretion, determining any other details, all the necessary actions for the implementation of the aforementioned, in compliance with the applicable legal and regulatory framework.

Shareholders representing ..... votes vote against.

Shareholders representing ..... votes abstain from the vote.

**Item 13: Presentation to the General Meeting of the Report of the Independent Non-Executive members of the Board of Directors of the Company in accordance with article 9 par. 5 of L. 4706/2020.**

**Announcement to the General Meeting - not put to a vote.**

The Chairman of the General Meeting presented to the General Meeting the Report of the Independent Non-Executive Members of the Company's Board of Directors, in accordance with article 9 par. 5 of L.4706/2020. It is noted that the above submitted Report of the Independent Non-Executive Directors of the Company's Board of Directors has been posted and is available on the Company's website <https://noval-property.com/ependytes/shareholders-meetings/>.

**Announcement to the General Meeting - not put to a vote.**

**Item 14: Submission to the General Meeting of the Annual Report of the Company's Audit Committee for the financial year 2024, in accordance with article 44 par. 1 per. i) of Law 4449/2017.**

The Chairman of the General Meeting submits for presentation the Report of the Audit Committee for the financial year 2024, dated 27.02.2025, which is attached in original to these Minutes and forms an integral part thereof. The said Report details the actions taken by the Audit Committee and the matters taken up by it. It also includes a description of the sustainable development policy followed by the Company. This Report has been posted and is available on the Company's website (<https://noval-property.com/ependytes/shareholders-meetings/>).