



**NOVAL PROPERTY**

DRAFT DECISIONS ON THE ITEMS OF THE AGENDA

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

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 13<sup>th</sup> MAY 2026

**License No.: 6/832/30.11.2018**

**Item 1: Amendment of Article 3 (Purpose) of the Company’s Articles of Association.**

**Required quorum:** 1/2 of the Company’s paid-up share capital.

**Required majority:** 2/3 of the votes represented at the General Meeting.

Pursuant to paragraph 7 of Article 63 of Law 5193/2025, real estate investment companies may submit a request to the Hellenic Capital Market Commission regarding the revocation of their license to operate as Alternative Investment Fund Management Companies (AIFMs). The Board of Directors, at its meeting on 30.03.2026, unanimously decided to submit such a request to the Hellenic Capital Market Commission, which was submitted on the same day (protocol no. 4040/31.03.2026).

Following the above, the General Meeting of Shareholders is called upon to decide on the amendment of Article 3 (Purpose) of the Company’s Articles of Association.

Current Article:

“Article 3

Purpose

The purpose of the Company is exclusively the acquisition and management of real estate and the carrying out of investments in accordance with Article 22 of Law 2778/1999 ‘on Real Estate Mutual Funds – Real Estate Investment Companies and other provisions’, as applicable from time to time, as well as, subject to the restrictions of Law 2778/1999, as in force, the exercise of any activity related to the operation of the Company as an internally managed Alternative Investment Fund (AIF), within the meaning of Law 4209/2013 ‘Adaptation of Greek legislation to Directive 2011/61/EU on Alternative Investment Fund Managers’, as applicable from time to time.”

Proposed amendment:

“Article 3

Purpose

The purpose of the Company is exclusively carrying out of investments, as provided for in Article 46 of Law 5193/2025.”

The General Meeting approved, with votes .....the amendment of Article 3 (Purpose) of the Company’s Articles of Association.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 2: Amendment, insertion, repeal, renumbering and restatement of the provisions of the Company’s Articles of Association and codification thereof into a single consolidated text.**

**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 proposes to the General Meeting of Shareholders the amendment, insertion, repeal, renumbering, and restatement of the articles of the Company’s Articles of Association and its codification into a single consolidated text.

All proposed amendments to the Company’s Articles of Association (wording changes, amendments, deletions, additions, and renumbering) are set out in the “***Draft Amendment of the Articles of Association***,” which has been posted on the Company’s website <https://noval-property.com/ependytes/shareholders-meetings/> and is attached to these minutes.

For the convenience of the Shareholders, a summary table of the proposed amendments per article of the Articles of Association is provided below:

| <b>Chapter A’: Establishment-Seat-Purpose-Term</b> |  |
|--|--|
| Article 1  | Remains unchanged.   |
| Article 2  | Remains unchanged.   |
| Article 3  | Aligned with the provisions of Law 5193/2025, as amended under Item 1 above. |
| Article 4  | Wording changes only.  |
| <b>Chapter B’: Share Capital – Shares</b>          |  |
| Article 5  | Remains unchanged.   |
| Article 6  | Wording changes only.  |

| <b>Chapter C': Bodies of the Company</b> |  |
|--|--|
| Article 7                                | Wording changes only.  |
| Article 8                                | Wording changes only.  |
| Article 9                                | Wording changes only and deletion of paragraphs 3 to 7, which have been incorporated into the (new) Articles 10–11 of the Articles of Association. |
| New Article 10 introduced                | Includes provisions of Law 4548/2018 regarding the place of meetings of the Board of Directors.  |
| New Article 11 introduced                | Includes provisions of Law 4548/2018 regarding the minutes of the Board of Directors.  |
| Article 10                               | Renumbered as Article 12 and only wording changes are made.  |
| New Article 13 introduced                | Includes provisions of Law 4548/2018 regarding quorum and majority requirements for Board meetings and decision-making by the Board of Directors.  |
| Article 11                               | The (former) Article 11 is repealed.   |
| New Article 14 introduced                | Includes provisions of Law 4548/2018 regarding matters of exclusive competence of the General Meeting.   |
| New Article 15 introduced                | Includes provisions of Law 4548/2018 regarding the convention of the General Meeting.  |

|                                     |   |
|-------------------------------------|---|
| New Article 16 introduced           | Includes provisions of Law 4548/2018 regarding persons entitled to participate in the General Meeting and the ways of participation.  |
| <b>Chapter D': Other Provisions</b> |   |
| Article 12                          | The (former) Article 12 is repealed.  |
| New Article 17 introduced           | Addition of reference to the Company's auditors.  |
| New Article 18 introduced           | Addition of reference to minority rights.   |
| New Article 19 introduced           | Addition of reference to the financial year, annual financial statements, profit distribution and introduction of a new paragraph providing for the possibility of granting remuneration to members of the Board of Directors consisting of participation in the profits of the financial year, in accordance with Article 109(2) of Law 4548/2018. |
| New Article 20 introduced           | Addition of reference to the dissolution and liquidation of the Company.  |
| Article 13                          | Renumbered as Article 21 to include a reference to Law 5193/2025, which applies to real estate investment companies (REICs).  |

Following this, the codified Company's Articles of Association is presented:

**“CODIFIED ARTICLES OF ASSOCIATION OF “NOVAL PROPERTY REAL ESTATE  
INVESTMENT COMPANY”**

**G.C.R. No. 152321260000**

**License No.: 6/832/30.11.2018**

**ARTICLES OF ASSOCIATION**

**CHAPTER A'**

**ESTABLISHMENT-SEAT-OBJECT-TERM**

**Article 1**

**Name**

By the present the Real Estate Investment Societe Anonyme “NOVAL PROPERTY REAL ESTATE INVESTMENT COMPANY” bearing the distinctive title “NOVAL PROPERTY” is incorporated. In the English language, the name of the company is «NOVAL PROPERTY REAL ESTATE INVESTMENT COMPANY» with the distinctive title “NOVAL PROPERTY”. In other foreign languages the name is articulated either by means of an accurate translation or in Latin characters.

**Article 2**

**Seat**

1. The seat of the Company is the Municipality of Athens Attica.
2. By virtue of a decision of the Board of Directors, branches or agencies or offices may be established anywhere in Greece and abroad.

### **Article 3**

#### **Object**

The Company's purpose is exclusively carrying out investments in accordance with the provisions of article 46 of Law 5193/2025.

### **Article 4**

#### **Term**

The term of the Company commences upon its incorporation and expires on 31<sup>st</sup> December 2069.

## **CHAPTER B'**

### **SHARE CAPITAL – SHARES**

### **Article 5**

#### **Share Capital**

The total share capital of the Company amounts to three hundred sixteen million seventy-nine thousand eight hundred ninety-five euros (€316,079,895), divided into one hundred twenty-six million four hundred thirty-one thousand nine hundred fifty-eight (126,431,958) common, registered, voting shares, with a nominal value of €2.50 each.

The Company's share capital was formed as follows:

The initial Company's share capital amounted, upon the establishment of the Company, to two hundred and twenty-five million three hundred and fifty-eight thousand six hundred and fifty-two (225.358.652,00) euros, divided into two hundred and twenty-five million three hundred and fifty-eight thousand six hundred and fifty-two (225.358.652) common voting registered shares of nominal value one (1) euro each and is fully paid.

The initial share capital of the Company was formed:

**A)** From the aggregate of the net worth of the merging societe anonyme having their registered seat in Athens:

a) "NOVAL HELLENIC INDUSTRIAL TOURIST AND COMMERCIAL SOCIETE ANONYME", with net worth amounting to €101.105.846,21, of which €78.538,76 corresponding to a tax-free reserve under special statutory provisions is not to be capitalized; and

b) "VET S.A., TOURIST, REAL ESTATE, INDUSTRIAL COMMERCIAL COMPANY OF METALS", with net worth amounting to €4.795.180,39 of which €238.283,78 corresponding to a tax-free reserve under special statutory provisions is not to be capitalized.

**B)** By contribution in kind, namely, real estate (plus cash for rounding purposes) from the following companies:

a) «**Viohalco SA**» upon the incorporation of the Company, by contribution in real estate valued € 101.585.770,69 and in cash amounting to € 0,31

- b) **“VITROUVIT HELLENIC INDUSTRY OF SANITARY WARE SOCIETE ANONYME”** upon the incorporation of the Company, by contribution in real estate valued € 6.378.626,10 and in cash amounting to € 0,90,
- c) **«Metalco Bulgaria EAD»** upon the incorporation of the Company, by contribution in real estate valued € 5.866.854,82 and in cash amounting to € 0,18,
- d) **«ERLIKON WIRE PROCESSING Industrial Societe Anonyme»** upon the incorporation of the Company, by contribution in real estate valued € 3.264.240,18 and in cash amounting to € 0,82,
- e) **«M.I.N.K.O. COMMERCIAL AND INDUSTRIAL SOCIETE ANONYME »** upon the incorporation of the Company, by contribution in real estate valued € 485.061,14 and in cash amounting to € 0,86,
- f) **«FITCO METAL PROCESSING INDUSTRY SOCIETE ANONYME»** with the distinctive title «FITCO SA» upon the incorporation of the Company, by contribution in real estate valued € 1.815.066,14 and in cash amounting to € 0,86 and
- g) **«ERGOSTEEL SOCIETE ANONYME TECHNICAL, CONTRACTING AND INDUSTRIAL COMPANY»** with the distinctive title «ERGOSTEEL SA» upon the incorporation of the Company, by contribution in real estate valued € 378.823,60 and in cash amounting to € 0,40.

By virtue of the decision of the Extraordinary General Meeting of the Shareholders dated 02.10.2020 the share capital was increased by the amount of twenty-one million nine hundred sixty-two thousand nine hundred fifty-nine (21.962.959) euros, as a result of the merger by absorption of the societe anonyme “METEM S.A. Metal Trade and Real Estate Investments Societe Anonyme», pursuant to the provisions of articles 6-22 of L. 4601/2019 and L.D. 1297/1972, by the cancellation of the current shares and the issue of two hundred forty-seven million three hundred twenty-one thousand six hundred eleven (247.321.611) new shares, of nominal value one (1)

euro each. Consequently, the share capital amounted to two hundred forty-seven million three hundred twenty-one thousand six hundred eleven (247.321.611) euros, divided into two hundred forty-seven million three hundred twenty-one thousand six hundred eleven (247.321.611) common registered shares of nominal value one (1) euro each.

By virtue of the decision of the Extraordinary General Meeting of the Shareholders dated 23.06.2022 the share capital was increased by the amount of twenty one million three hundred forty six thousand two hundred fifty nine (€21.346.259) euros, with contributions in kind, by issuing twenty one million three hundred forty six thousand two hundred fifty nine (21,346,259) new common registered voting shares, with a nominal value of one (1) euro each and with a sale price of €1.27902 each. The difference from the issue of the Company's shares at a price higher than their nominal value, i.e. the difference between the covered share capital and the valuation of the contributed assets, amounting to €5,956,058.67, was credited to the "Difference From the Issuance of Premium Shares".

By virtue of the decision of the Extraordinary General Meeting of the Shareholders dated 04.09.2023 it was decided:

- a) to increase the share capital by an amount of forty euros (€40) by cash payment and the issuance of forty (40) new common voting shares, each with a nominal value of one (1) euro.
- b) to increase the nominal value of the Company's shares from one (1) euro per common voting share to two and a half (2.5) euros per common voting share by merging the existing shares at a ratio of 2.5:1, i.e., two and a half (2.5) existing common nominal shares of the Company to one (1) new common nominal share of the Company (reverse split 2.5:1), resulting in a reduction of the total number of the Company's shares from 268,667,910 to 107,467,164 common nominal voting shares.

By decision of the Board of Directors dated 17.05.2024, issued in exercise of the relevant authorization granted by the Extraordinary General Meeting of Shareholders on 04.09.2023, it was decided to increase the share capital of the Company payment in cash up to the amount of forty-three million four hundred seventy thousand sixty-two euros and fifty cents (€43,470,062.50), with the possibility of partial subscription in accordance with Article 28 of Law 4548/2018, through the issuance of up to seventeen million three hundred eighty-eight thousand twenty-five (17,388,025) new common, registered shares with voting rights, with a nominal value of €2.50 each and a maximum offering price of €2.82 each. The difference arising from the issuance of the Company's shares at the maximum offering price shall be credited to the "Difference From the Issuance of Premium Shares".

By decision of the Board of Directors dated 04.06.2024, the payment of the capital increase decided by the Board of Directors on 17.05.2024 was certified, pursuant to the relevant authorization granted to it by the Extraordinary General Meeting of Shareholders on 04.09.2023, in the amount of €43,470,062.50, through the issuance of 17,388,025 new common, registered, voting shares, with a nominal value of €2.50 and an offering price of €2.78 each, and with the crediting of the account " Difference From the Issuance of Premium Shares" from the issuance of the new shares at a premium price, for the total amount of four million eight hundred sixty-eight thousand six hundred forty-seven euros (€4,868,647).

By the decision of the Board of Directors dated 04.06.2024, it was resolved:

(a) to convert 4,383,417.82 common and conditionally mandatorily convertible bonds, issued by the Company pursuant to the resolution of the Extraordinary General Meeting of Shareholders on 04.09.2023 and the Convertible Bond Loan Program dated 05.10.2023, into 1,576,769 new common, registered shares with voting rights, of a nominal value of €2.50 and a conversion price of €2.78 each, and

(b) to accordingly adjust the Company's share capital due to the increase in share capital by the amount of €3,941,922.50 through the issuance of 1,576,769 new common, registered shares with voting rights, with a nominal value of €2.50 and a conversion price of €2.78 each. The difference from the conversion and issuance of the new shares above par was credited to the "Difference From the Issuance of Premium Shares" in the total amount of four hundred forty-one thousand four hundred ninety-five euros and thirty-two cents (€441,495.32).

Following the above, the Company's share capital amounts to three hundred sixteen million seventy-nine thousand eight hundred ninety-five euros (€316,079,895), divided into one hundred twenty-six million four hundred thirty-one thousand nine hundred fifty-eight (126,431,958) common, registered shares with voting rights, with a nominal value of €2.50 each.

## **Article 6**

### **Shares**

1. The shares of the Company are mandatorily registered, in accordance with the applicable legislation.
2. For as long as the Company's shares are listed on the regulated market of the Athens Stock Exchange, they shall be dematerialized and held in book-entry form in the electronic registry of the Dematerialized Securities System, which is managed by the company under the name "Hellenic Central Securities Depository S.A." or any successor company. A shareholder of the Company shall be considered to be the person registered in the aforementioned electronic registry or identified as such through registered intermediaries, in accordance with applicable legislation.
3. In any other case, a shareholder of the Company shall be considered to be the person registered in the shareholders' register, in accordance with Article 40 of Law 4548/2018, which shall be maintained in electronic form either by the Company or

by a central securities depository, credit institution, or investment firm, provided they are authorized to hold financial instruments in custody. If, for any reason, the above conditions are not met, shareholder status shall be evidenced by appropriate documents held and invoked by the shareholder.

4. Shares are indivisible. In the case of joint ownership of a share, the rights of the co-owners shall be exercised by a common representative. The co-owners of the share are jointly and severally liable for the fulfillment of obligations arising from it.

5. In the event of issuance of new shares due to an increase in share capital, preferred shares may be issued, in accordance with applicable legal provisions.

6. In any case of share capital increase, including one effected through contributions in kind or by the issuance of bonds convertible into shares, a pre-emptive right shall be granted over the entire new capital or bond loan, in favor of shareholders at the time of issuance, in proportion to their participation in the existing share capital, as provided in Article 26 of Law 4548/2018. The pre-emptive right, subject to the restrictions of paragraph 1 of Article 27 of Law 4548/2018, may be limited or abolished by resolution of the General Meeting.

## **CHAPTER C'**

### **BODIES OF THE COMPANY**

#### **Article 7**

##### **Board of Directors**

##### **Election of members**

1. The Company is run by the Board of Directors, which is formed by seven (7) up to eleven (11) members, elected by the General Meeting, for a one-year (1) term of office. The term of office of the members of the Board of Directors is automatically extended until the election of a new Board of Directors by the following General Meeting.
2. Any legal entity may be elected as member of the Board of Directors.
3. The General Meeting may also elect alternate members of the Board of Directors, in order to replace members that resign, pass away or are discharged in any other way whatsoever.
4. Where the replacement of missing members of the Board of Directors, as above, is not possible by alternate members that may have been elected by the General Meeting, the Board of Directors may, by virtue of a decision of its remaining members, upon condition that they are at least three (3), elect new members in replacement of those missing.
5. In any case of absence of one or more members (due to resignation, death or, in any other way loss of membership of the Board of Directors), the Board of Directors is entitled, provided that the number of remaining members exceeds half of those originally elected (any resulting fraction rounded up to the next whole number) and, in any case, is not less than three (3), to continue the management and representation of the Company, without replacing the missing members as per the stipulations of the previous paragraph.

## **Article 8**

### **Formation of the Board of Directors**

1. The Board of Directors elects its chairman out of its members, and it may elect one up to three Vice-Chairmen, as well as one or more Managing Directors, by defining at the same time the competences of the latter.

2. At the absence or lack of the Chairman, his duties are exercised by the first Vice-Chairman and in the absence or lack of the latter, the duties of the Chairman are exercised in priority order by the second or third Vice-Chairman or by a director named by the Board of Directors.

## **Article 9**

### **Convocation of the Board of Directors**

1. The Board of Directors is convoked by the Chairman or his alternate, by invitation notified to its members either (a) by fax or (b) by e-mail or (c) by letter with acknowledgment of receipt, at least two (2) business days before the meeting, or at least five (5) business days if the meeting is to be held outside the Company's registered office.

The invitation should indicate clearly the items of the agenda, otherwise the adoption of decisions is only permitted when all members of the Board of Directors are present or represented and none of them objects to decision-making.

2. The convocation of the Board of Directors may be requested by at least two (2) of its members, by their application to its chairman or his deputy, who should convoke it within seven (7) days from the submission of the application. In the event that the Chairman or his deputy, refuses to convoke the Board of Directors within the above deadline or if the Board of Directors is convoked out of time, the members who requested the meeting are allowed to convoke the Board of Directors within a period of five (5) days from the expiry of the seven-day period, by communicating to the other members of the Board of Directors the relevant invitation. Their application must, under penalty of inadmissibility, clearly state the matters to be dealt with by the Board of Directors and attach any required documents.

## **Article 10**

### **Meetings of the Board of Directors**

1. The Board of Directors may duly hold its meetings, apart from the Company's headquarters in all Municipalities of Attica prefecture.
2. The Board of Directors may also meet by teleconference for some or all of its members. In this case, the invitation to the members of the Board of Directors shall include the necessary information and technical instructions for their participation in the meeting.
3. The meetings of the Board of Directors are chaired by its Chairman, who may appoint a person for the exercise of the duties of Secretary of the Board of Directors.

## **Article 11**

### **Minutes of the Board of Directors**

1. The Board of Directors' deliberations and decisions are kept in summary in a special book, which may also be kept electronically. Upon request of a Board member, the Chairman is obliged to enter a summary of that member's opinion in the minutes. The book shall also contain a list of the members of the Board of Directors present or represented at the meeting. The Board of Directors' minutes are signed by the present members. In the event of a refusal of signature by a member, reference shall be made to the minutes.
2. The keeping of the minutes may, from time to time, be assigned by decision of the Board of Directors to one of its members or to a third party.
3. Copies and extracts of the minutes of the Board of Directors are officially issued by the Chairman or any other person appointed by the Board of Directors, without requiring any further certification.

4. The drafting and signing of minutes by all members of the Board of Directors or their representatives is equivalent to a decision of the Board of Directors, even if no meeting has been held beforehand. In addition, within the context of decisions taken by the Board of Directors without a meeting, pursuant to Article 94 par. 2 of L. 4548/2018, the substitution of the signature of a director or his representative is permitted to take place by an e-mail message addressed at least to the Chairman of the Board of Directors or to another member of the Board of Directors designated by the Board of Directors to receive such messages.

## **Article 12**

### **Competences and scope of powers of the Board of Directors**

1. The Board of Directors is competent to decide on the operation of any act pertaining to the management of the Company, the administration of its assets and, in general, the pursuit of its object, without any restriction (with the exception of matters falling within the exclusive competence of the General Meeting) and to represent the Company both judicially and extrajudicially.

2. The Board of Directors may assign the exercise of all or part of its management and representation powers to one or more persons, members of the Board of Directors or not, employees of the Company or third parties, by determining the extent of the powers delegated. The persons to whom the above powers are assigned bind the Company, as its bodies, to the full extent of the powers delegated to them.

3. In addition to its other powers granted by law, the Board of Directors has the right to increase the share capital of the Company in accordance with Article 24, paragraph 1 case b' of L. 4548/2018.

## **Article 13**

### **Quorum – Majority**

1. Each member may validly represent only one other member.
2. The Board of Directors is duly convened and may validly hold a meeting when the number of members present exceeds the number absent; however, the number of Directors present may never be fewer than three (3).
3. The Board of Directors' decisions are validly adopted by absolute majority of the present or represented members.

## **Article 14**

### **General Meeting**

1. The General Meeting of the Shareholders is the supreme body of the company, empowered to decide on any corporate matters. Its decisions being binding for any absent or dissenting shareholders.
2. The General Meeting is the solely responsible to resolve on:
  - a) Any amendment to the Company's Articles of Association. The term "amendment" includes any ordinary or extraordinary share capital increases or reductions,
  - b) The election of the Board of Directors' members and auditors,
  - c) Authorization of the general management under article 108 of L. 4548/2018, and release of auditors from liability,
  - d) The approval of the annual and any consolidated, financial statements,
  - e) The allocation of the annual profits,
  - f) Authorization of fees and advancements under article 109 of L.4548/2018,
  - g) Authorization of the remuneration policy under article 110 and of the remuneration report of article 112 of L.4548/2018,

- h) The company's merger, split-up, transformation, revival, renewal of term or dissolution,
- i) The appointment of liquidators and
- k) The approval of a bonded loan as well as of bonds.

## **Article 15**

### **Convention of the General Meeting**

The General Meeting of the shareholders is convened by the Board of Directors and is held regularly at the Company's registered office or within the district of another municipality within the same regional unit as the registered office, at least once in each financial year. Given that the Company's shares are listed on the Athens Exchange (ATHEX), the General Meeting may also be held within the district of the municipality where the registered office of the regulated market (the Stock Exchange) is domiciled. The Board of Directors may decide that the General Meeting will not be held at a particular location, but rather, it shall be attended by the shareholders remotely, through use of the electronic means, as provided by law.

## **Article 16**

### **Participation in the General Meeting**

1. Any persons demonstrably holding the capacity of a shareholder as of the date provided for in Article 124(6) of Law 4548/2018 shall be entitled to attend the General Meeting. Shareholders who are legal entities participate in the general meeting by their representatives.
2. Remote participation in the General Meeting by the shareholders may be attained through use of audio-visual or other electronic means, without their physical presence at its venue. In such case, the Company shall take adequate measures to ensure compliance with the provisions of Article 125(1) of Law 4548/2018.

3. Remote participation and voting in the General Meeting are possible by mail or by electronic means, prior to the General Meeting (ballot form), in accordance with Article 126 of Law 4548/2018. The agenda and ballot papers may be distributed or filled in online or in hard copy at the company's registered seat.

4. In the above case of par. 3 of this Article, the company shall apply remote attendance procedures, which ensure thorough identification of the persons attending and voting remotely, as well as the security of the electronic or other connection used for that purpose.

5. Shareholders entitled to participate in the General Meeting may be represented there in by a duly empowered by them person. The appointment and revocation or substitution of a shareholder's representative is made in writing or electronically (i.e. via email or other equivalent notification method) and is notified to the company in the same manner, at least forty-eight (48) hours before the day of the General Meeting. Each shareholder may name up to three (3) representatives. However, if a shareholder holds shares of the company, appearing in more than one securities account, this restriction does not impede the shareholder to name different representatives for the shares appearing in each securities account in relation to a specific General Meeting.

6. Each shareholder has the right to attend the General Meeting, whether ordinary or extraordinary, in person or by proxy, or to participate remotely by audio-visual or other electronic means, as specified in the relevant invitation. Participation in voting by correspondence is also permitted, in accordance with the provisions of Article 126 of Law 4548/2018.

## **CHAPTER D'**

### **OTHER PROVISIONS**

## **Article 17**

### **Auditors**

The Company's financial statements (annual and semi-annual) are audited by certified public accountants, in accordance with the law.

## **Article 18**

### **Minority Rights**

With regard to minority rights, the provisions of Articles 141–144 of Law 4548/2018 shall apply.

## **Article 19**

### **Financial Year – Annual Financial Statements – Distribution of Profits**

1. The fiscal year lasts twelve months, starting on first (1st) January and ending on the thirty-first (31st) December of each year.
2. The financial statements (annual and consolidated) of the company are drafted, audited and approved, pursuant to the provisions of L. 4548/2018 and L. 5193/2025.
3. Shareholders are paid a dividend amounting to at least 50% of the annual net distributable profits of the Company, after any amount required by law has been deducted. The Company may choose not to distribute profits related to capital gains from the sale of real estate or may distribute part thereof.
4. The members of the Board of Directors may receive remuneration in the form of a share of the profits of the financial year, the provision and amount of the above

remuneration is determined by a decision of the General Meeting, taken by simple quorum and majority pursuant to article 109 par. 2 of L. 4548/2018.

## **Article 20**

### **Dissolution and Liquidation of the Company**

1. The Company shall be dissolved in accordance with Articles 164–166 of Law 4548/2018.
2. The liquidation shall be carried out in accordance with Articles 167–170 of Law 4548/2018.

## **Article 21**

Any issues that are not settled by the present articles of association, are regulated by the applicable laws and regulations pertaining to societate anonime and real estate investment companies of Law 5193/2025.”

Following a legal vote, the General Meeting approved the amendments to the Company’s Articles of Association set out in the attached “***Draft Amendment of the Articles of Association***” as well as its codification into a single text, with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 3: Submission of the Remuneration Report of the financial year 2025 (01.01.2025 – 31.12.2025) 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 financial year 2025 (01.01.2025 – 31.12.2025), 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" (prot. no. 1591/05.07.2021, no. 18, & prot. 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, applied by the Company), the remuneration for ad hoc services, they may have provided, the benefits, if any, by type, the ordinary remuneration and the extraordinary remuneration, related to performance, for the executive members of the Board of Directors. The Company's Remuneration Report, drafted 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 22.04.2026 and having taken into account the recommendation of the Remunerations and Nomination Committee, unanimously proposes to the General Meeting the approval of the Remuneration

Report, pursuant to article 117, par. 1 item (g) of L. 4548/2018, that has been prepared, as provided for in article 112 of L. 4548/2018.

Following a discussion by the Company's shareholders on the Remuneration Report for the financial year 2025 (01.01.2025 – 31.12.2025) (article 112 of L.4548/2018), upon a legal vote, by advisory vote of the shareholders, the General Meeting approved the Remuneration Report for the financial year 2025 (01.01.2025 - 31.12.2025), pursuant to article 117 par. 1 per. g' of L.4548/2018, by ..... votes

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 4: Approval of the revision of the Remuneration Policy according to 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.

Due to the completion of the statutory (article 110 par. 2 section c of L. 4548/2018) maximum four-year term of the current one, unanimously approved by the Ordinary General Meeting of the Company's shareholders on 01.06.2022 (according to article 110 par. 2 section a of L. 4548/2018), remuneration policy of the Company (articles 110 – 111 of L. 4548/2018), the Board of Directors of the Company, taking into account the relevant proposal of the Remuneration and Nomination Committee of the Company of 22.04.2026 (according to article 11 par. a of L. 4706/2020), approved at its meeting of 22.04.2026, the final draft of the revised remuneration policy of the Company, to be submitted for approval to the General Meeting of the Company's shareholders which has been posted on the Company's website <https://noval-property.com/ependytes/shareholders-meetings/>.

The said final draft of the revised remuneration policy of the Company brings to the existing Remuneration Policy of the Company the changes referred to in the relevant report of the Board of Directors of the Company to the General Meeting (according to article 111 par. 2 of L. 4548/2018) of 22.04.2026, which has been posted in the Company's website <https://noval-property.com/ependytes/shareholders-meetings/> and is attached to these minutes.

It is also reminded that the Company's remuneration reports (Article 112 of Law 4548/2018) from the last vote regarding the approval of the Company's existing remuneration policy during the Ordinary General Meeting of shareholders on 01.06.2022 until the present General Meeting, i.e. the remuneration reports of the financial years 2022, 2023 and 2024, were approved by the Ordinary General Meetings of the years 2023, 2024 and 2025, respectively, (a) regarding the corporate year 2022 and 2023 unanimously, and (b) regarding the corporate year 2024 with a majority of 99.91% of the represented votes.

Based on the above, the Board of Directors unanimously recommends to the General Meeting, after taking into account the votes of the shareholders on the Company's remuneration reports (of article 112 of L. 4548/2018) from the last vote regarding the approval of the existing remuneration policy of the Company during the Ordinary General Meeting of shareholders on 01.06.2022 and until the present General Meeting, i.e. the remuneration reports of the corporate years 2022, 2023 and 2024, during the Ordinary General Meetings of the years 2023, 2024 and 2025, respectively, as mentioned above, as well as the votes and opinions of the shareholders on the remuneration report for the financial year 2025 in the above 3<sup>rd</sup> item of this General Meeting, to approve the proposed, revised, as mentioned above, remuneration policy of the Company, with a four-year duration from its approval by the present General Meeting.

Once approved, the remuneration policy together with the date and results of the vote will be submitted to publicity formalities and will remain available on the Company's website, free of charge, at least for as long as it is valid.

After a legal vote, the General Meeting, after taking into account the votes of the shareholders on the Company's remuneration reports (article 112 of Law 4548/2018) from the last vote regarding the approval of the Company's existing remuneration policy during the Shareholders' Ordinary General Meeting of 01.06.2022 and until this General Meeting, i.e. the remuneration reports of the financial years 2022, 2023 and 2024, during the Ordinary General Meetings of the years 2023, 2024 and 2025, respectively, as mentioned above, as well as the votes and opinions of the shareholders on the remuneration report for the financial year 2025 in the above 3rd topic of this General Meeting, approved the revised remuneration policy of the Company, with a duration of four (4) years from its approval by this General Meeting, with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 5: Approval of the annual financial statements of the financial year 2025 (01.01.2025 – 31.12.2025), 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 financial year 2025, which were approved by the Board of Directors on 30.03.2026 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 chartered auditors.

The Annual Financial Statements for the financial year 2025, 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 financial year 2025 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 from their approval by the Ordinary General Meeting.

Following a legal vote, the General Meeting approved the annual financial statements for the year 2025 (01.01.2025 - 31.12.2025) and the relevant Management Report of the Board of Directors and the Report of the Audit Company with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 6: Approval of the allocation of results of the financial year 2025 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 results for the financial year 2025, the Board of Directors unanimously proposed the approval by the General Meeting of the following:

In a priority order, after deducting from the net profits of the amounts shown in credit accounts in the income statement which are not realized profits and, consequently, the amount of €2,049,647 withheld for the formation of the legal reserve, pursuant to L. 4548/2018, the Board of Directors unanimously proposes the approval by the General Meeting of the dividend distribution, in favor of the Company's shareholders,

amounting to (net) €0.07 per share (126,431,958 shares receiving €0.07 per share) and the payment of distribution of net profits of four hundred fifty thousand six hundred forty euros (€450,640.00) to eight (8) executives, including two (2) executive members of the Board of Directors, who have significantly contributed in the achievement of the Company's objectives during 2025. After the above allocation of profits, the remaining amount shall be carried forward to "retained earnings."

As the treasury shares do not receive a dividend, the distributable amounts corresponding to the treasury shares held by the Company, namely 400,000 shares, on the dividend record date will be added to the distributable amounts of the other shares.

22 June 2026 is proposed as cut-off date, 23 June 2026 as record date and 26 June 2026 as the date on which the payment of dividend will commence.

Finally, the General Meeting is also called to authorize the Board of Directors for the settlement of all procedural issues, related to the implementation of the above decisions.

After voting, the General Meeting approved the allocation of the results for the 2025 financial year (01.01.2025 – 31.12.2025) as described above, the distribution of a dividend of €0.07 per share, and granted the relevant authorization to the Board of Directors for the settlement of all procedural issues of the above decisions, with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 7: Approval, pursuant to article 108 of L. 4548/2018 of the overall management having taken place during the financial year 2025 and release, pursuant to article 117 of L. 4548/2018, of the statutory auditors 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 legal vote, the General Meeting approved the overall management of the Company for the financial year 2025 and discharged the Audit Company from any liability for compensation in respect of the financial year 2025, by ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 8: Approval of the remuneration paid to the members of the Board of Directors and to committees of Board of Directors for the financial year 2025 and approval of advance payment of remuneration to the above-mentioned members for the financial year 2026 (1.1-31.12.2026) 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 2025, amounting to a total gross amount of one hundred and fifty-five thousand euros (€155,000).

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 2026 (1.1. – 31.12.2026) 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 one hundred and sixty thousand (€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 during financial year 2026, pursuant to article 109 of L. 4548/2018.

It is noted that the aforementioned remuneration to the aforementioned members during the current financial year (2026) 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 13<sup>th</sup> May 2026 (4<sup>th</sup> item above).

Following a legal vote, the General Meeting approved the aforementioned remuneration paid to the members of the Board of Directors and to Committees of the Board of Directors during the financial year 2025 and approved the advance payment of the aforementioned remuneration to the aforementioned members during the

financial year 2026 (1.1. – 31.12.2026) and for the period until the next Ordinary General Meeting in 2027 with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 9: Election of an audit firm for the audit of annual financial statements for the financial year 2026 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 2026 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 €80,000 plus VAT for the audit of the Annual Financial Statements of the aforementioned financial year (01.01.2026 - 31.12.2026), 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 €11,800 plus VAT for the issuance of a tax certificate and the Company's tax compliance report for the financial year 2026, in accordance with article 65a of L.4174/2013.

c) Up to the amount of €4,700 plus VAT for the audit of the Company's Investment statements as of 30.06.2026 and 31.12.2026.

d) Up to the amount of €2,500 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 €4,850 plus VAT for the review of the Remuneration Report of article 112 of L.4548/2018 for the financial year 2026.

f) Up to the amount of €4,400 plus VAT for the audit and certification of the Company's compliance with the financial indicators, for the financial year 2026, 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 approved the appointment of the audit company PricewaterhouseCoopers for the performance of the audit work for the financial year 2026 and the determination of its fees, as above, by ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 10: Appointment of independent valuers for the financial year 2026.**

**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 appointed 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 value of the Company's investments in real estate during the financial year 2026 and, further, authorized 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.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 11: 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 22.04.2026, 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 22.04.2026, and which is attached as a copy to the present, in which is included the recommendation/evaluation report of 22.04.2026 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 13.05.2027, 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 election of new Board of Directors by the next Ordinary General Meeting in 2027, 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 22.04.2026 of the Company's Board of Directors, which was based on the recommendation/evaluation report of 22.04.2026 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 22.04.2026, which was based on the recommendation/evaluation report of 22.04.2026 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) Georgios Koutsopodiotis of Dimitrios,
- 4) Maria Kapetanaki of Nikolaos,
- 5) Varvara Pagkoulaki of Ioannis,
- 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 22.04.2026, which was based on the recommendation/evaluation report of 22.04.2026 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 22.04.2026, which was based on the recommendation/evaluation report of 22.04.2026 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 22.04.2026, which was based on the 22.04.2026 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 22.04.2026, in accordance with article 18 par. 1 of L.4706/2020, which, as of 22.04.2026, 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 22.04.2026 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, a new eight-member Board of Directors was elected, which consists of:

- 1) Meletios Fikioris of Ioannis,
- 2) Michail Panagis of Neoklis,
- 3) Georgios Koutsopodiotis of Dimitrios,
- 4) Maria Kapetanaki of Nikolaos,
- 5) Varvara Pagkoulaki of Ioannis,
- 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 13.05.2027, 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 election of new Board of Directors by the next Ordinary General Meeting in 2027 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. (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, appointed as independent non-executive members of the Board of Directors of the Company, (a) Vasileios Loumiotis of Ioannis, b) Ioannis Stroutsis of Panagiotis and (c) Loukas Papazoglou of Konstantinos.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 12: 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 Extraordinary General Meeting of the Company's Shareholders held on 15.10.2025 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, 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 22.04.2026 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 13.05.2027, which may be automatically extended until the election of new Board of Directors by the next Annual General Meeting in 2027.

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 prot.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 22.04.2026, which was based on the recommendation/evaluation report of 22.04.2026 by RNC., after a legal vote, by ..... votes, accepted the above recommendation of the Board of Directors of the Company and resolved, 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, 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 voted against.

Shareholders representing ..... votes abstained from voting.

**Item 13: 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 Meeting 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 was conducted, and the General Meeting granted the above authorization by ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 14: Approval of the issuance of bond loans.**

**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, following proposal of the Board of Directors dated 22.04.2026, is called to decide for the issuance of ordinary bond loans, in accordance with L. 4548/2018 and the other applicable provisions, with the total amount of one hundred and fifty million euros (€150,000,000.00), which will be covered in full by Banks, for the purpose of refinancing short-term or long-term loans, and/or covering working capital needs, and/or to finance future investment programs and/or business

initiatives, as well as to authorize the Board of Directors to take any further action for the implementation of this decision.

After voting, the General Meeting, approved the issuance of ordinary bond loans with a total amount of up to one hundred and fifty million euros (€150,000,000.00), authorizing the Board of Directors to take any further action for the implementation of this decision, with ..... votes.

Shareholders representing ..... votes voted against.

Shareholders representing ..... votes abstained from voting.

**Item 15: Submission 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 already 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 16: Submission to the General Meeting of the Annual Report of the Company's Audit Committee for the financial year 2025, 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 2025, dated 27.03.2026, 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 already been posted and is available on the Company's website (<https://noval-property.com/ependytes/shareholders-meetings/>).