

**Announcement of Decisions by the Ordinary General Meeting of 22 June 2021**

*(Corrected Version- Item 12)*

The societe anonyme with the name “ELLAKTOR SOCIETE ANONYME” and the distinctive title “ELLAKTOR SA” (hereinafter the “Company”), notifies, in accordance with the provisions of Law 3556/2007 and Article 4.1.3.3 par. 1 and 2 of the Athens Stock Exchange Regulations, the following:

On 22 June 2021, Tuesday at 11:00 am, the Annual Ordinary General Meeting of the Company’s Shareholders was held, by electronic means, a discussion was conducted and a decision was made on the items on the agenda.

179 shareholders participated, representing 120,173,285 common registered shares (carrying 120,173,285 individual voting rights) from a total of 214,272,003 common registered shares (carrying 214,272,003 voting rights), that is, 56.08% of the paid-up share capital.

In particular, the Ordinary General Meeting decided the following:

**Item 1: Submission for approval of the Annual (Company and Group) Financial Report for the financial year 01.01.2020 - 31.12.2020, which includes the Corporate and Consolidated Annual Financial Statements with the relevant Reports and Declarations of the Board of Directors and the Auditor. Approval of the profit appropriation for the year 01.01.2020 - 31.12.2020**

The Ordinary General Meeting having voted legally, approved a) the Annual (Company and Group) Financial Report for the year 01.01.2020 to 31.12.2020, the Annual Corporate and Consolidated Financial Statements, the Annual Report of the Board of Directors and its other Reports and Declarations, the Audit Report of the auditors and b) the allocation of results and the non-distribution of dividends for the financial year 01.01.2020 to 31.12.2020, in accordance with the applicable legal and regulatory framework, as well as carrying the resulting loss forward to the next year to be offset with future profits.

<i>Number of shares representing validly cast votes</i>	<b>120,066,205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,03%</b>	
<i>Number of votes in favour</i>	115.738.841	96,40%
<i>Number of votes against</i>	4.210.041	3,51%
<i>Number of votes in abstention</i>	117.323	0,10%

**Item 2: Approval of the overall management that took place during the financial year 01.01.2020 - 31.12.2020, pursuant to Article 108 of Law 4548/2018 and release of the certified auditors from liability for the financial year 01.01.2020 - 31.12.2020, in accordance with Article 117 par. 1 case (c) of Law 4548/2018.**

The Ordinary General Meeting, having voted legally on the 2nd item on the agenda, decided as follows: **a.** not to approve the overall management, pursuant to Article 108 of Law 4548/2018, which

took place during the financial year 01.01.2020 to 31.12.2020, following a suggestion of the Company's BoD in view of the Company's claims against members of the previous Board of Directors for losses caused by acts or omissions inside the company and/or related companies, and in the context of in progress and ongoing audits which have either been exercised or will be exercised in the future, and

b. released the certified auditors, namely Messrs. Fotios Smirnis son of Gregory (SOEL Reg. No 52861) and his deputy Mr. Marios Psaltis son of Thomas (SOEL Reg. No 38081) of the auditing company "PriceWaterhouseCoopers" from all their relevant liabilities for the financial year 01.01.2020 to 31.12.2020, pursuant to Article 117 par. 1 case (c) of Law 4548/2018.

<i>Number of shares representing validly cast votes for 2a</i>	<b>120,066,205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,03%</b>	
<i>Number of votes in favour</i>	16.825.447	14,01%
<i>Number of votes against</i>	9.7894.652	81,53%
<i>Number of votes in abstention</i>	5.346.106	4,45%

<i>Number of shares representing validly cast votes for 2b</i>	<b>120,066,205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,03%</b>	
<i>Number of votes in favour</i>	117.792.149	98,11%
<i>Number of votes against</i>	2.153.733	1,79%
<i>Number of votes in abstention</i>	114.323	0,10%

**Item 3: Election of certified auditors to audit the annual financial statements of the financial year 01.01.2021 - 31.12.2021, review of the interim financial statements of the same financial year, and determination of their fee.**

The Ordinary General Meeting, following a recommendation of the Company's Audit Committee and having voted legally, approved the election of the audit firm "PriceWaterhouseCoopers" to audit the annual corporate and consolidated financial statements of the financial year from 01.01.2021 to 31.12.2021, review the interim financial statements of the same financial year, to appoint the Certified Auditors Mr Fotios Smirnis son of Gregory, SOEL No. 52861, and Marios Psaltis son of Thomas, SOEL No. 30081 as the ordinary and alternate auditor - accountant respectively, and that the fee of "PriceWaterhouseCoopers" for the provision of the above services be determined after a relevant quote by the above company.

It must be noted that all independent Directors agreed to the assignment of the audit of the annual corporate and consolidated financial statements to "PriceWaterhouseCoopers" and the aforementioned persons, in accordance with Article 124, par. 8 of Law 4548/2018.

<i>Number of shares representing validly cast votes</i>	<b>120,066,205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,03%</b>	
<i>Number of votes in favour</i>	119.813.541	99,80%
<i>Number of votes against</i>	242,659	0,20%
<i>Number of votes in abstention</i>	3.005	0,00%

**Item 4: Submission for discussion and adoption by the General Meeting of the Remuneration Report of Article 112 of Law 4548/2018 for the financial year 2020.**

The Ordinary General Meeting, following a recommendation and proposal of the Nominations and Remuneration Committee, discussed and approved the proposed Remuneration Report of the members of the Board of Directors for the year 2020.

It is noted, that under par. 3 of Article 112 of Law 4548/2018, the shareholders' vote on the aforementioned Remuneration Report is of advisory nature. The Board of Directors will explain in the next remuneration report the manner in which account was taken of the result of the vote at this Annual General Meeting.

<i>Number of shares representing validly cast votes</i>	<b>120.060.205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,03%</b>	
<i>Number of votes in favour</i>	112.836.770	93,98%
<i>Number of votes against</i>	7,140,430	5,95%
<i>Number of votes in abstention</i>	83.005	0,07%

**Item 5: Presentation by the Chairman of the Audit Committee, of the Audit Committee's Activity Report for the financial year 2020.**

The Annual Activity Report of the Audit Committee was presented, as it was approved by the Company's BoD, with detailed reference to its actions and the matters with which it dealt during the financial year 2020.

The aforementioned Annual Activity Report of the Audit Committee for 2020 was presented to the Shareholders and is available on the Company's website and in particular at the link [https://ellaktor.com/informations/etisia\\_taktiki\\_geniki\\_synelefsi\\_ioun21/](https://ellaktor.com/informations/etisia_taktiki_geniki_synelefsi_ioun21/).

**Item 6: Grant of permission, pursuant to Article 98 of Law 4548/2018, to Company Directors and Managers to participate in the Board of Directors or in the management of subsidiary and affiliated Group companies, as well as in legal entities in which the Company or Group companies hold(s) a direct or indirect participation and which are engaged in objects similar or related to those of the Company.**

The Ordinary General Meeting, having lawfully voted, approved the participation of Company Directors and Managers in the Board of Directors or in the management of subsidiary and affiliated Group companies, as well as in legal entities in which the Company or Group companies hold(s) a direct or indirect participation and which are engaged in objects similar or related to those of the Company.

<i>Number of shares representing validly cast votes</i>	<b>120.010.205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,01%</b>	
<i>Number of votes in favour</i>	117.416.659	97,84 %
<i>Number of votes against</i>	101.500	0,08%
<i>Number of votes in abstention</i>	2.492.046	2,08%

**Item 7: Approval of the revised Remuneration Policy of ELLAKTOR SA**

The Ordinary General Meeting, following a recommendation and proposal of the Nominations and Remuneration Committee, discussed and approved the amendment of the Company's Remuneration Policy (which was approved based on the decision of the Annual Ordinary General Meeting of the Company's shareholders on 11.07.2019), which enters into force for the next four years and authorized the Board of Directors to manage and implement the amended approved Remuneration Policy as above.

The full text of the amended Remuneration Policy, as presented and approved by the Ordinary General Meeting on June 22, has been submitted to the Shareholders and is available on the Company's website and in particular at the link <https://ellaktor.com/wp-content/uploads/2021/06/Revised-Remuneration-Policy-22-06-2021.pdf> .

<i>Number of shares representing validly cast votes</i>	<b>119.881.105</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>55,95%</b>	
<i>Number of votes in favour</i>	112.642.986	93,96 %
<i>Number of votes against</i>	5.610.881	4,68%
<i>Number of votes in abstention</i>	1.627.238	1,36%

**Item 8: Authorisation to the Board of Directors to establish a program for the distribution of shares pursuant to Article 113 par. 4 of Law 4548/2018 to executives and the staff of the Company and its affiliated companies within the meaning of Article 32 of Law 4308/2014, in the form of stock options.**

The Ordinary General Meeting, following a proposal of the Nominations and Remuneration Committee, approved the authorisation of the Board of Directors to establish a program for the distribution of shares pursuant to Article 113 par. 4 of Law 4548/2018 to executives and the staff of the Company and its affiliated companies within the meaning of Article 32 of Law 4308/2014, in the form of stock options and within the framework of the current Remuneration Policy of the members of the Company's BoD.

The total nominal value of shares to be allocated will not exceed, in aggregate, one twentieth (1/20) of the share capital paid up on the date of making the decision on the Stock Option Plan by the Board of Directors in exercise of the authorisation granted by this General Meeting. To satisfy the option, the Company will issue new shares, through an equal Share Capital Increase by payment in cash.

It is proposed that the authorisation shall apply for five (5) years from the date of this General Meeting.

<i>Number of shares representing validly cast votes</i>	<b>120.010.205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,01%</b>	
<i>Number of votes in favour</i>	114.259.211	95,21%
<i>Number of votes against</i>	5.747.989	4,79%
<i>Number of votes in abstention</i>	3.005	0,00%

**Item 9: Approval of the Suitability Policy of the members of the Board of Directors of ELLAKTOR SA, pursuant to Article 3 of Law 4706/2020.**

The Extraordinary General Meeting approved the Suitability Policy of the members of the Board of Directors of the Company, which was prepared by the Nominations and Remuneration Committee in accordance with the provisions of Article 3 par. 3 of Law 4706/2020, as well as with the Capital Market Committee guidelines (circular No. 60/18.9.2020), which was approved by decision dated 01.06.2021 of the Board of Directors of the Company, in accordance with Article 3 par. 1 of Law 4706/2020.

The text of the Suitability Policy has been posted as a separate document on the Company's website and in particular at the link <https://ellaktor.com/wp-content/uploads/2021/06/Suitability-Policy-for-Members-of-BoD-2021-2.pdf/>.

<i>Number of shares representing validly cast votes</i>	<b>119.960.605</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>55,99%</b>	
<i>Number of votes in favour</i>	118.203.867	98,54%
<i>Number of votes against</i>	129.500	0,11%
<i>Number of votes in abstention</i>	1.627.238	1,36%

**Item 10: Election of new Members of the Board of Directors – Designation of independent non-executive members.**

The Ordinary General Meeting, upon a relevant proposal of the Nominations and Remuneration Committee, pursuant to Law 4706/2020 and with a view to strengthen the Corporate Governance of the Company, approved the election of Ms. Ioanna Dretta and Ms. Eugenia (Jenny) Livadarou as new members of the Board of Directors and appointed Ms. Eugenia (Jenny) Livadarou as the new Independent Non-Executive Member of the Company, whose term of office will expire at the same time as the term of office of its other members.

It should be noted that Ms. Eugenia (Jenny) Livadarou meets all the independence criteria and guarantees provided for in Article Article 4 par. 1 of Law 3016 and Article 9 par. 1 and 2 of Law 4706/2020, effective as of 17.07.2021, of the Corporate Governance Code of the Company and the Greek Corporate Governance Code.

The detailed CVs of the above members are already posted on the Company's website and in particular at the link [https://ellaktor.com/informations/etisia\\_taktiki\\_geniki\\_synelefsi\\_ioun21/](https://ellaktor.com/informations/etisia_taktiki_geniki_synelefsi_ioun21/).

<i>Number of shares representing validly cast votes</i>	<b>120.006.027</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>56,01%</b>	
<i>Number of votes in favour</i>	114.751.214	95,62%
<i>Number of votes against</i>	4.676.418	3,90%
<i>Number of votes in abstention</i>	578.395	0,48%

**Item 11: Empowerment of the Board of Directors to decide on an increase in the share capital of the Company, in accordance with the provisions of Article 24 par. 1b of Law 4548/2018 as in force.**

After having discussed and lawfully voted, the Ordinary General Meeting approved the granting of powers to the Board of Directors to decide an extraordinary increase of the share capital of the Company, in accordance with the provisions of Article 24 par. 1a of Law 4548/2018, as applicable. The power will be valid for five (5) years and the capital may be increased by an amount that may not exceed three times the paid-up share capital of the Company that exists at the date of assignment of

these powers to the Board of Directors. The Board of Directors may exercise the above power once or in parts.

<i>Number of shares representing validly cast votes</i>	<b>119.935.205</b>	<i>Percentage of participating votes present or represented</i>
<i>Percentage of share capital participating in the vote</i>	<b>55,97%</b>	
<i>Number of votes in favour</i>	107.804.173	89,89%
<i>Number of votes against</i>	11.552.637	9,63%
<i>Number of votes in abstention</i>	578.395	0,48%

**Item 12: Announcement of the election of a new Board of Directors member to replace the one resigned and other announcements.**

Mr. Efthymios Bouloutas was announced new member of the Board of Directors to replace Mr. Dimitrios Kondylis, the member who resigned on 20.05.2021, as decided by the Board of Directors of the Company of 21.05.2021, pursuant to Article 82 par. 1 of Law 4548/2018, whose term of office will expire at the same time as the term of office of the other members of the Board of Directors of the Company.

Moreover the Company, in implementation of the provisions of Article 44 par. 1 of Law 4449/2017 and Law 4407/2018, as in force, and in order to avoid any different interpretation, explicitly stated that the independent three-member Audit Committee of the Company, which was elected by the General Meeting of Shareholders of January 27, 2021 with a five-year term, shall be in any case an independent (joint) committee, composed of two independent non-executive members of the Company's Board and a third party independent of the Company, who will have nothing to do with it. The majority of the Members of the Audit Committee should be independent of the Company. Similarly, the Chairman of the Audit Committee should meet the criteria and conditions of suitability and independence of the Company according to the No. 44 § 1, section d and e of L. 4449/2017.

Kifissia, 24.06.2021