

**Comments-Draft decisions of the Extraordinary General Meeting of Shareholders
of the Société Anonyme under the registered name “ELLAKTOR SOCIETE ANONYME”
and the distinctive title «ELLAKTOR S.A.» (the «Company»)
GENERAL COMMERCIAL REGISTER NO.: 251501000 (SA Reg. No: 874/06/B/86/16)
dated 30th June 2022**

Item 1: Election of additional Members of the Board of Directors with separate voting for each candidate member to be elected.

Required quorum	Required majority
1/5 (20%)	50% +1 of the votes represented in the General Meeting

The Board of Directors of the Company, following the request dated 06.06.2022 of the shareholder MOTOR OIL (HELLAS) CORINTH REFINERIES S.A., which represents a percentage of 29,87%, regarding the election of three additional members of the Board of Directors, pursuant to the provisions of par. 1 of art. 141 L. 4548/2018, as in force, convened an Extraordinary General Meeting of the Shareholders of the Company on Thursday, June 30th, 2022, at 11:00 a.m. at the Company's headquarters at 25, Ermou Street, in Kifissia, Attica, which is competent to decide on the under no. 1 Item on the agenda.

The Board of Directors welcomes the request of the shareholder MOTOR OIL (HELLAS) CORINTH REFINERIES SA and sees positively the increase of its members, a fact that will contribute to the strengthening of its work.

However, the Board of Directors of the Company will take a position more specifically with a draft decision on the said item of the agenda, as soon as it receives a specific proposal from the applicant minority shareholder, regarding the proposed additional members of the Board of Directors for election and following a relevant recommendation by the Nominations and Remuneration Committee, while the election will be held with a separate voting for each candidate member to be elected.

Item 2: Appointment of the Independent non-Executive members of the Board of Directors for the whole of the Board of Directors.

Required quorum	Required majority
1/5 (20%)	50% +1 of the votes represented in the General Meeting

The Board of Directors refers to its commentary on the 1st item of the agenda. Furthermore, on the date of convoking of the Extraordinary General Meeting, the identity and the other information data of the candidate additional members of the Board of Directors, have not been brought to the attention of the Board of Directors in order to determine their suitability in accordance with the Company's Suitability Policy, as well as the fulfillment of the criteria of art. 9 of Law 4706/20 in the case of any candidates independent non-executive members of the Board of Directors.

In this regard, the Board of Directors of the Company will take a position with a draft decision on the said item of the agenda, after the specific proposal by the minority shareholder with the proposed new members of the Board of Directors to be elected, regarding the appointment of

Independent Non-Executive Members of the Board of Directors and following the relevant recommendation of the Nominations and Remuneration Committee, within the time limits provided by law.

Item 3: Announcement of the appointment of a new member of the Audit Committee in replacement of the resigned member - Other announcements.

The Board of Directors of the Company, referring to the replacement of the member of the Audit Committee, Mr. Konstantinos Toumbouros, an independent non-executive member of the Company's Board of Directors by Mrs. Evgenia Livadarou, similarly an independent non-executive member of the Company's Board of Directors, requested that the appointment of a new member of the Audit Committee in replacement of a resigned person be announced at the upcoming Extraordinary General Meeting of the Company's shareholders, as above, in accordance with the provisions of Article 82 para. 1 of Law 4548/2018 .

It is duly noted that Mrs. Livadarou: (a) meets the conditions of suitability and independence from the company within the meaning of Article 44 (1d) of Law 4449/2017, as well as Article 9 of Law 4706/2020, in combination with the Articles of Association, the Code of Corporate Governance, and the Operating Regulation of the Audit Committee, and that she is not subject to any impediments or incompatibilities, and (b) the above person, based on its curriculum vitae, has sufficient knowledge of the sectors in which the Company operates.