

Reggeborgh Invest B.V.

Reggesingel 12, 7461 BA Rijssen, The Netherlands

ELLAKTOR SA

25, Ermou Str., 145 64 Nea Kifissia

Attn: Mr. Efthymios Bouloutas, CEO

Email: EBouloutas@ellaktor.com

Rijssen, May 16, 2024

Ref.: Request to put an additional item on the agenda of the Annual General Meeting of 31 May 2024 of the shareholders of the company "ELLAKTOR S.A." (Gen. Com. Reg. no. 000251501000 and TIN 094004914)

Dear Mr Bouloutas,

Our company holds 157,272,350 common registered shares with voting rights in "ELLAKTOR SA" (hereinafter referred to as "the Company") out of a total of 348,192,005 common registered shares, with a nominal value of EUR 0.04 each i.e. 45.1682% of the paid-up share capital of the Company, which amounts to EUR 13,927,680.20.

Pursuant to the resolution of the Board of Directors of the Company dated May 10, 2024, the shareholders of the Company have been convened to an Annual General Meeting to be held on Friday, May 31, 2024, at 11:00 a.m. in accordance with the specific terms set out in the relevant invitation to the shareholders.

On the occasion of this invitation to the Company's shareholders to the Annual General Meeting, we would like to request that, in accordance with the provisions of article 141 paragraph 2 of Law 4548/2018, you include the following additional item in the agenda of the General Meeting:

15th Item: Authorization of the Board of Directors of the Company to negotiate and sign private agreements for the out-of-court settlement of disputes and the withdrawal of legal actions

On this additional item and in accordance with articles 141(2) and 123(4) of Law 4548/2018, a draft decision is set out below.

15th Item: Withdrawal of legal actions

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

With this additional item (15th) of the agenda of the Annual General Meeting of the Company's shareholders, it is proposed that a resolution be adopted to authorize the Board of Directors of the Company to negotiate and execute private agreements for the out-of-court settlement of pending (judicial or not) disputes between the Company and its related companies (the parties) and Mr. Anastasios Kallitsantis, Ioannis Moraitis and their related persons and entities as well as their joint parties / joined in the proceedings (the counterparties). In this context and following the undertaking by Mr. Anastasios Kallitsantis to pay compensation to the Company, the following will be included in the settlement agreements:

- 1) The cancellation of the proceedings under article 293 of the Civil Procedure Code, initiated by virtue of the Company's action of 31.03.2021 before the Athens Court of First Instance (GAK 16587/2021, EAK 838/2021) and the waiver of any and all of its claims arising from the life relationships described in the aforementioned action, including the waiver of the pleading and the right exercised by the action.
- 2) The cancellation of the proceedings under article 293 of the Civil Code initiated by virtue of the Company's action of 21.05.2021 before the Athens Court of First Instance (GAK 36017/2021, EAK 1828/2021) and the waiver of any and all of its claims arising from the life relationships described in the above-mentioned action, including the waiver of the pleading and the right exercised by the action.
- 3) The cancellation of the proceedings under article 293 of the Civil Code initiated by the action of 10.06.2021 by the subsidiary of the Company under the name "P.K.

TETRAKTYS EPENDYTIKI ANAPTYXIAKI S.A." before the Athens Court of First Instance (GAK 45298/2021, EAK 2143/2021) and the waiver of any and all of its claims arising from the life relationships described in the above-mentioned action, including the waiver of the pleading and the right exercised in the action.

4) The statement that the prosecution of the persons included in the Company's complaint of 24.03.2021 before the Attorney General of Athens (no. ABM: E2021/1488, TEK Pros. Ef.: 2023-458), as well as in the summons No. P670/22.09.2023 for the provision of unsworn explanations issued by the Attorney General of Athens, is not desirable, or any other procedural action necessary for this purpose.

5) The statement that the prosecution of the persons included in the complaint under no. ABM ΔΘ2022-1100 submitted by REDS SA, affiliated with the Company, before the Attorney General of Athens, is not desirable, or any other procedural action necessary for this purpose, such as the withdrawal of the complaint.

Draft decision on the aforementioned agenda item:

"The Annual General Meeting, following the proposal of the shareholder Reggeborgh Invest B.V. on the aforementioned item on the revocation of court measures, following a legal, open vote with valid votes corresponding to a percentage of of the paid-up share capital with voting rights and of the votes represented at the General Meeting, resolved to authorize the Board of Directors of the Company to negotiate and execute private agreements for the out-of-court settlement of pending (judicial or not) disputes between the Company and its related companies (the parties) and Mr. Anastasios Kallitsantsis, Ioannis Moraitis and their related persons and entities as well as their join parties / joined in the proceedings (the counterparties). In this context and following the undertaking by Mr. Anastasios Kallitsantsis to pay compensation to the Company, the following will be included in the settlement agreements:

1) The cancellation of the proceedings under article 293 of the Civil Procedure Code, initiated by virtue of the Company's action of 31.03.2021 before the Athens Court of First Instance (GAK 16587/2021, EAK 838/2021) and the waiver of any and all of its claims arising from the life relationships described in the aforementioned action, including the waiver of the pleading and the right exercised by the action.

2) The cancellation of the proceedings under article 293 of the Civil Code initiated by virtue of the Company's action of 21.05.2021 before the Athens Court of First Instance (GAK 36017/2021, EAK 1828/2021) and the waiver of any and all of its claims arising from the life relationships described in the above-mentioned action, including the waiver of the pleading and the right exercised by the action.

3) The cancellation of the proceedings under article 293 of the Civil Code initiated by the action of 10.06.2021 by the subsidiary of the Company under the name "P.K. TETRAKTYS EPENDYTIKI ANAPTYXIAKI S.A." before the Athens Court of First Instance (GAK 45298/2021, EAK 2143/2021) and the waiver of any and all of its claims arising from the life relationships described in the above-mentioned action, including the waiver of the pleading and the right exercised in the action.

4) The statement that the prosecution of the persons included in the Company's complaint of 24.03.2021 before the Attorney General of Athens (no. ABM: E2021/1488, TEK Pros. Ef.: 2023-458), as well as in the summons No. P670/22.09.2023 for the provision of unsworn explanations issued by the Attorney General of Athens, is not desirable, or any other procedural action necessary for this purpose.

5) The statement that the prosecution of the persons included in the complaint under no. ABM ΔΘ2022-1100 submitted by REDS SA, affiliated with the Company, before the Attorney General of Athens, is not desirable, or any other procedural action necessary for this purpose, such as the withdrawal of the complaint”.

Sincerely Yours,