



IDEAL HOLDINGS S.A.

Annual General Meeting decisions announcement

IDEAL HOLDINGS S.A. (the "Company") announces that on Tuesday, May 30th 2023 at 10:00 the Annual General Meeting of shareholders of the Company was held in a hybrid manner, i.e., with the physical presence of shareholders at the registered office of HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A. located at 110 Athinon Ave., P.C. 10442 and with the participation of shareholders remotely by teleconference. Shareholders representing **30,843,488** common nominal shares and votes, out of a total of 39.542.921 common nominal shares with voting rights resulting to a quorum of 78,00% of the paid-up share capital. It is noted that the Company holds 592,000 shares, pursuant to article 50 of Law 4548/2018, are not counted for the quorum and their rights to attend and vote at the General Meeting are suspended.

The quorum reached allowed the Ordinary General Meeting to discuss and decide on all items on the agenda, as follows:

1. Approval of the Annual Financial Statements (Company and Consolidated) for the fiscal year 2022 (01.01.2022 - 31.12.2022), prepared in accordance with International Financial Reporting Standards (IFRS) and the respective reports of the Board of Directors and the Statutory Auditors.

Shareholders, following a valid vote, approved the Annual Financial Statements (Company and Consolidated) for the fiscal year 01.01.2022– 31.12.2022 together with the respective Reports and Declarations drafted by the Board of Directors and the Statutory Auditors, as presented.

2. Approval of the distribution of profits for the fiscal year 01.01.2022 - 31.12.2022.

Shareholders, following a valid vote, decided that no dividend will be distributed for the financial year 2022, in accordance with article 161 par.2 of Law 4548/2018, and that the net profit of the financial year 2022 amounted € 20,930k (profit before tax of € 21,238k under IFRS, minus the deferred income tax of € 308 k) will be distributed as follows:

- (a) an amount of € 1,046.5k as ordinary reserve, and
- (b) the remaining balance of € 19,883.5k to retained earnings.

3. Increase the Company's share capital by capitalizing part of the "Share Premium Account", by increasing the share's nominal value and the consequent amendment of paragraph 1 of article 5 of the Company's Articles of Association.

Shareholders, following a valid vote, decided to increase the share capital of the Company by capitalizing part of the account "Share premium", in the amount of seven million six hundred and twenty-five thousand six hundred and thirty-four euros and ninety-nine cents (€ 7,625,634.99) with a simultaneous increase of the nominal value of the share by € 0.19, from € 0.40 to € 0.59 and respectively amend the article 5 par. 1 of the Company's Articles of Association.

4. Reduction of the Company's share capital by decreasing the share's nominal value and return the amount of the capital reduction in cash to the shareholders, and the consequent amendment of paragraph 1 of Article 5 of the Company's Articles of Association.

Shareholders, following a valid vote, decided to reduce the Company's share capital by an amount of seven million six hundred and twenty-five thousand six hundred and thirty-four euros and ninety-nine cents (€ 7,625,634.99) by decreasing the nominal value of the share by € 0.19 per share, i.e. the nominal price of the share will be reduced to € 0.40 from € 0.59, and return the amount of the share capital reduction in cash to the shareholders and amend the article 5 par. 1 of the Company's Articles of Association.

5. Submission of the Annual Report of the Audit Committee in accordance with article 44 paragraph 1 (i) of Law 4449/2017.

Shareholders were briefed on the annual report of the Audit Committee for the financial year 2022, in accordance with article 44 paragraph 1 (i) of Law 4449/2017.

6. Submission of the Report of Independent Non-Executive Members of the Board of Directors pursuant to Article 9 paragraph 5 of Law 4706/2020.

Shareholders were briefed on the Report of the Independent Non-Executive Members of the Board of Directors, which was prepared in compliance with the provision of article 9 par. 5 Law 4706/2020.

7. Approval of the Company's overall management by the Board of Directors pursuant to article 108 of Law 4548/2018 and discharge of the Statutory Auditors pursuant to article 117 par. 1 (c) of Law 4548/2018 for the fiscal year 2022 (01.01.2022 - 31.12.2022).

Shareholders, following a valid vote, approved the Company's overall management by the Board of Directors for the financial year 01.01.2022 - 31.12.2022, in accordance with article 108 of Law 4548/2018 and discharged from any liability for damages the Statutory Auditors, in accordance with par. 1(c) article 117 of Law 4548/2018 regarding the conducted audit on the financial statements for the same financial year.

8. Approval of the fees paid to the members of the Board of Directors for the fiscal year 01.01.2022 - 31.12.2022, determination of the fees for the fiscal year 2023 and pre-approval of their payment for the period until the next Annual General Meeting, pursuant to article 109 of Law 4548/2018.

Shareholders, following a valid vote, approved the fees and compensations paid to the members of the Board of Directors of the Company for the financial year 2022 in accordance with article 109 of Law No. 4548/2018, pre-approved their payment for the fiscal year 2023 until the next Annual Ordinary General Meeting on 2024 pursuant to article 109 of Law 4548/2018.

9. Submission of the Remuneration Report for the members of the Board of Directors for the fiscal year 2022 (01.01.2022-31.12.2022) for discussion and vote in accordance with article 112 of Law 4548/2018.

Shareholders, following a valid vote, approved the Remuneration Report of the Board Members for the financial year 2022 pursuant to article 112 of Law 4548/2018. It is noted that the approval of the Remuneration Report by the Shareholders is for advisory purposes according to article 112 paragraph 3 of Law 4548/2018, and the latter has been available on the Company's website for the Shareholders and the Investing Public.

10. Granting permission, pursuant to article 98 paragraph 1 of Law 4548/2018, to the members of the Board of Directors to participate in the Boards of Directors of other companies.

Shareholders, following a valid vote, decided to grant permission, in accordance with article 98 of Law 4548/2018, to the members of the Board of Directors of the Company to participate under any capacity in the Boards of Directors of other companies.

11. Election of Certified Public Accountants from the Registry of Certified Public Accountants for the audit of the financial statements of the Company, the Consolidated Financial Statements for the fiscal year 2023 and the issuance of the tax certificate and approval of their fees.

Shareholders, following a valid vote, decided to elect the Company under the name "GRANT THORNTON BUSINESS SOLUTIONS S.A." for the audit of the Financial Statements for the financial year 01.01.2023 - 31.12.2023 and the issuance of the tax certificate, while authorizing the Board of the Directors to approve their fees and its payment for the fiscal year 2023.

12. Revoke the existing and establish a new plan for the purchase of treasury shares.

Shareholders, following a valid vote, decided to revoke the share buyback program established as of 02.12.2021, as it was approved by the Extraordinary General Meeting of the shareholders on 02.12.2021, with a duration of 24

months and specifically from 02.12.2021 until 01.12.2023, for the purchase of treasury shares up to 10% of the paid-in capital, including the treasury shares already held, within a range of a minimum purchase price of € 2.00 and a maximum of €7.00 and approved a new treasury share purchase plan in accordance with article 49 of Law 4548/2018 for a period of not exceeding twenty-four (24) months within a range of a minimum purchase price of €2.00 and a maximum of €7,00. The maximum number of own shares that will be purchased will not exceed 10% of the paid-in share capital, including shares already owned by the Company. The Board of Directors was authorized to further determine the specific terms and conditions as well as the relevant details for the acquisition of the own shares.

13. Authorization to the Board of Directors to establish a plan for the free allocation of treasury shares to members of the Board of Directors, the staff of the Company and its affiliated companies within the meaning of article 32 of Law 4308/2014, pursuant to article 114 of Law 4548/2018.

Shareholders, following a valid vote, authorized the Board of Directors to establish a plan for the allocation of 400,000 own shares to the members of the Board of Directors, the employees of the Company and its subsidiaries within the provisions of article 32 of law 4308/2014, in accordance with article 114 of law 4548/2018, to be acquired or existing, with an obligation to the beneficiaries to retain the shares for two (2) years and determine the terms and the beneficiaries of the allocation of the Company's treasury shares.