



DRAFT RESOLUTIONS – BOARD of DIRECTORS COMMENTS
ON THE ITEMS OF THE AGENDA OF THE
ANNUAL GENERAL MEETING AS OF 5.7.2022

ITEM 1:

Submission and approval of the Annual Financial Statements of the Company for the fiscal year 2021, along with the relevant reports of the Board of Directors and the Statutory Auditors' report.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Annual Financial Report 2021, which contains the annual financial statements, the report of the Board of Directors and the independent Auditor's report, is available at company's website www.krikri.gr.

The Board of Directors proposes the approval of Financial Statements 2021 and the related Board of Directors report and the independent Auditor's report, as released on 20/4/2022.

ITEM 2:

Distribution of profits of the fiscal year 2021.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors proposes to the General Meeting of Shareholders the approval of the overall management during the year 2021 and the release of Statutory Auditors for the audit for the year 2021.

ITEM 5:

Election of regular and alternate Statutory Auditors for the audit of the financial statements of the Company for the fiscal year 2022, and approval of their fees.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

It is noted that shareholders, persons, who are also members of the Board of Directors of the Company, may participate in the voting of the General Meeting and in the calculation of quorum and majority, as the majority of the independent members of the Board of Directors have stated that they agree with the assignment of control to the proposed persons.

The Board of Directors, following a relevant recommendation of the Audit Committee, proposes the assignment of the statutory audit of the annual financial statements, the review of the interim financial statements and the audit for the issuance of a tax certificate, to the audit firm "GRANT THORNTON SA". The audit firm will assign the audit to its member _____ as Regular Auditor and _____ as Alternate Auditor. Finally, it is proposed to approve the fee of € 52,900 plus VAT.

The Board of Directors proposes to the General Meeting of Shareholders the election of two (2) Statutory Auditors, _____ as Regular Auditor and _____ as Alternate Auditor, members of the audit firm "GRANT THORNTON SA", and setting their fee for the statutory audit, at € 52,900 plus VAT.

ITEM 6:

Approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors meetings and other services provided, for the fiscal year 2021 and pre-approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors meetings and other services provided, for the fiscal year 2022.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

It is proposed the approval of the gross salaries paid to the members of the Board of Directors amounting to € 26,095, other benefits € 15,654 and benefits in kind € 9,405, during the year 2021, for their services to the Company and their participation in its meetings Board of Directors.

It is also proposed the pre-approval of total maximum gross salaries that will be paid to the members of the Board of Directors amounting to € 100,000. These fees do not include the

variable fees of € 460,000 that are proposed to come from the distribution of profits for the year 2021.

The Board of Directors proposes to the General Meeting on the one hand the approval of the remuneration of the members of the Board of Directors for the year 2021 and on the other hand the pre-approval of the remuneration of the members of the Board of Directors for the year 2022 as above.

ITEM 7:

Submission for discussion and voting of the Remuneration Report of the members of the Board of Directors for the fiscal year 2021, according to article 112 paragraph 3 of Law 4548/2018.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Remuneration Report, which includes a complete overview of the total remuneration received by the members of the Board of Directors for the year 2021, in accordance with the specific provisions of article 112 of Law 4548/2018 and which will be submitted for voting at the General Meeting, according to article 112 par. 3 of Law 4548/2018, is available on the corporate website www.krikri.gr/corporate-governance/.

The Board of Directors proposes to the General Meeting the voting of the Remuneration Report of the members of the Board of Directors for the year 2021, according to article 112 par. 3 of Law 4548/2018.

ITEM 8:

Submission of report of the Independent Non-Executive Members of the Board of Directors according to article 9 paragraph 5 of Law 4706/2020

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The report of the Independent Non-Executive Members of the Board of Directors, which includes a complete report on the observance of their obligations for the year 2021, in accordance with the more specific provisions of article 7 of law 4706/2020 and which will be submitted for voting at the General Meeting, according to article 112 par. 3 of Law 4548/2018, is available on the corporate website www.krikri.gr/corporate-governance/.

The Board of Directors proposes to the General Meeting the voting of the report of the Independent Non-Executive Members of the Board of Directors for year 2021

ITEM 9: Approval of the program for the purchase of own shares of the Company through the Athens Stock Exchange, in accordance with article 49 of Law 4548/2018, as in force, and the provision of relevant authorizations.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors proposes the decision for the acquisition of own shares through the Athens Stock Exchange, according to article 49 of Law 4548/2018, up to 5% of the respective total shares. The purposes of this program are, for a percentage of up to 0.5% of the respective shares, their distribution to the Company's staff, based on the free distribution program, according to article 114 of Law 4548/2018, as proposed under item 10 of this agenda for a percentage of up to 4.5% of the respective shares, for purposes of reducing the share capital of the Company. As a lower bound, the purchase price should be set at € 3.00 per share and as an upper bound the purchase price should be set at € 11.00 per share. The duration of the program is proposed to be set at twenty four (24) months from the decision of the General Meeting. The program for the purchase of own shares will be carried out in accordance with the definitions of Regulation 596/2014 on market abuse and Commission Delegation Regulation 2016/1052.

The Board of Directors proposes to the General Meeting the approval of the programme of the Company for the purchase of own shares as above

ITEM 10:

Establishment of a share awards scheme, according to art. 114 of Law 4548/2018, to members of the Board of Directors and the staff of the Company. Authorization to the Board of Directors to decide the specific terms of the program, according to art. 114 Law 4548/2018.

Required quorum: 1/2 (50%) of company's paid up capital

Required majority: 2/3 (66.66%) of the votes represented at the General Meeting

It is proposed to take a decision on the establishment of a share awards scheme, according to article 114 of Law 4548/2018, in order to reward, attract and retain competent persons from the market, up to the amount of 0.5% of the Company's capital paid on the date of the decision of the General Meeting. It is proposed to provide a relevant authorization to the Board of Directors to determine the other individual terms of the Program, within the limits of the authorization of the General Meeting, as well as any other relevant term for the implementation of the above.

The Board of Directors proposes to the General Meeting the establishment of a share awards scheme, according to article 114 Law 4548/2018, up to the amount of 0.5% of the Company's capital and the authorization to the Board of Directors to determine its specific terms.