



**Draft Decisions on Agenda items  
of the Annual General Meeting on 23.06.2022**

**Agenda Item #1**

**Approval of the Annual Financial Report, along with the Directors' Report and the Auditors'  
Review Report, for the 01.01.2021-31.12.2021 period**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders are asked to approve the Annual Financial Report, along with the Directors' Report and Statements, and the Auditors' Review Report, for the 01.01.2021-31.12.2021 period, which received approval by the Board of Directors.

Shareholders may access on the company website [www.avax.gr](http://www.avax.gr) the 2021 Annual Financial Report, which was approved by the Board of Directors, including Company and Consolidated Financial Accounts, the Directors' Report and the Auditors' Review Report,

**Agenda Item #2**

**Approval of the appropriation of income for the 01.01.2021-31.12.2021 period**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders are asked to approve the appropriation of income for the 01.01.2021-31.12.2021 period.

**Agenda Item #3**

**Approval of overall Company administration for the 01.01.2021-31.12.2021 period according  
to article 108 of Law 4548/2018, and waiver of responsibility for compensation by the  
Auditors, according to paragraph 1c of article 117 of Law 4548/2018**



*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders are asked to approve overall Company administration for fiscal 2021 (01.01.2021-31.12.2021), according to article 108 of Law 4548/2018, and waive responsibility for compensation by the Auditors for the same fiscal year (01.01.2021-31.12.2021), according to paragraph 1c of article 117 of Law 4548/2018.

#### **Agenda Item #4**

##### **Submission of the Annual Activity Report by the Audit Committee for 2021, according to paragraph 1(i) of article 44 of Law 4449/2017**

Shareholders are informed of the content of the Annual Activity Report of the Audit Committee for 2021, which has been approved by the Board of Directors of the Company.

This agenda item is not put up for shareholder vote.

(The Annual Activity Report of the Audit Committee for 2021 is posted on [www.avax.gr](http://www.avax.gr))

#### **Agenda Item #5**

##### **Submission of the Report by Non-Executive Members of the Board of Directors, according to paragraph 9 of article 9 of Law 4706/2020**

According to paragraph 5 of article 9 of Law 4706/2020, as clarified by the Hellenic Capital Market Commission with its circulars #1591/05.07.2021 and #428/21.02.2022, the Independent Non-Executive Members of the Board of Directors must submit jointly or separately, reports to the Annual or Extraordinary General Meetings of Shareholders regarding the obligations of the Non-Executive Members of the Board of Directors, including independent members, which are stated in article 7 of Law 4706/2020. Those reports are submitted independently of the reports submitted by the Board of Directors to the General Meeting.



This agenda item, which constitutes an announcement to the General Meeting and not put up to a vote, pertains to the submission of the relevant report of the Independent Non-Executive Members of the Board of Directors of the Company to the General Meeting.

(The report of the Independent Non-Executive Members of the Board of Directors to the General Meeting of Shareholders, according to article 9 par. 5 of Law 4706/2020, has been posted on [www.avax.gr](http://www.avax.gr))

#### **Agenda Item #6**

##### **Approval of remuneration of Board Directors for the 01.01.2021-31.12.2021 period**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders will be asked to approve the remuneration of the members of the Board of Directors for the 01.01.2021-31.12.2021 period.

#### **Agenda Item #7**

##### **Determination of remuneration of Board Directors for the 01.01.2022-31.12.2022 period and up to the Annual General Meeting in 2023**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders will be asked to approve the remuneration of the members of the Board of Directors for the 01.01.2022-31.12.2022 period and up to the Annual General Meeting in 2023.

#### **Agenda Item #8**

##### **Election of Auditing Firm for auditing the Financial Accounts for the 01.01.2022-31.12.2022 period, and setting their remuneration**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*



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

The Board of Directors of the Company proposes to the General Meeting of Shareholders, following a recommendation by the Audit Committee in accordance with Regulation (EU) 537/2014 and article 44 of Law 4449/2017, the appointment of auditing company “BDO Certified Auditors Sa” which was deemed the preferred option for conducting the statutory audit of the Company and the consolidated Financial Statements of the Company, in accordance with the International Financial Reporting Standards for the year 2022. The remuneration of the auditing company is determined by the Board of Directors based on the applicable regulations.

#### **Agenda Item #9**

#### **Submission to shareholders of the Remuneration Report for 2021**

#### **for discussion and advisory vote**

*Required Quorum: 1/5 of the Company’s fully paid-up share capital*

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

The Board of Directors of the Company submits to the General Meeting of Shareholders the Remuneration Report of the members of the Board of Directors of the Company for 2021, in accordance with article 112 of Law 4548/2018. The Remuneration Report has previously been approved by the Remuneration and Nominations Committee of the Company.

Being a listed company, AVAX SA must prepare and submit to the Annual General Meeting of Shareholders a Remuneration Report, in accordance with article 112 of Law 4548/2018, providing a complete overview of the total remuneration paid / granted to each of the Executive and Non-Executive members of the Board of Directors in the last financial year.

The external auditors of the Company carry out a review of the Remuneration Report, with the respect to the information required to be included by the Law.

The Remuneration Report, according to the Law, is submitted to the Annual General Meeting of Shareholders, as an agenda item. The shareholders' vote is advisory.

(The Remuneration Report of the members of the Board of Directors of the Company for the year 2021 has been posted on [www.avax.gr](http://www.avax.gr)).



#### **Agenda Item #10**

**Permission to members of the Board of Directors and Company directors for participating in the Boards or management teams of subsidiaries and associated companies, according to paragraph 1 of article 98 of Law 4548/2018**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders will be asked to authorise Board Directors and Company directors for participating in the Boards or management teams of subsidiaries and associated companies, according to article 98, paragraph 1 of Law 4548/2018.

#### **Agenda Item #11**

**Approval of participation of the Company in other companies and joint ventures**

*Required Quorum: 1/5 of the Company's fully paid-up share capital*

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

Shareholders will be asked to approve the participation of the Company in other companies and joint ventures set up during 2022.

#### **Agenda Item #12**

##### **Other Announcements**

The Chairman will proceed to various announcements to shareholders concerning Company affairs.