



# PLASTIKA KRITIS

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Heraklion, July 18, 2022

**ANNOUNCEMENT FOR THE DECISIONS OF THE ANNUAL ORDINARY  
GENERAL MEETING OF JULY 15<sup>th</sup>, 2022  
of the Shareholders of the S.A. Company  
PLASTIKA KRITIS INDUSTRIAL AND COMMERCIAL S.A. COMPANY  
General Commercial Registry Number: 77082927000**

The Societe Anonyme «PLASTIKA KRITIS S.A.», within its obligations deriving from the Regulation of Operation of Athens Stock Exchange, informs the investment public that on July 15<sup>th</sup>, 2022 at 13:00 hours, at the company's offices at the Industrial Area of Heraklion, took place the Ordinary General Meeting of its Shareholders, according to the 21/06/2022 invitation of its Board of Directors.

The General Meeting attended in person or were represented, shareholders that were representing 24.946.958 shares and votes, out of a total of 27.379.200 shares, i.e. representation percentage 91,116% of the Company's share capital with voting rights, and after gathering the required by Law and the statute quorum and majority, Mr John Lempidakis, Chairman of the Board, was appointed Chairman of the General Meeting, and Mrs. Anna Lempidaki, Vice-Chairman of the Board, was appointed Secretary of the General Meeting, and then all the issues of the daily agenda were discussed and voted upon, as follows:

**1<sup>st</sup> Issue - Submission for approval of the annual financial statements (Corporate and Consolidated) of the corporate year 2021 (01.01.2021 - 31.12.2021) as well as the reports of the Board of Directors and the Certified Auditor of the Company.**

The General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the Annual Financial Statements (Corporate and Consolidated) of corporate year 2021 as well as the reports of the Board of Directors and the Certified Auditor.

*Number of shares for which valid votes were given: 24.946.958*

*Percentage of shares with voting right: 91,116%*

*Valid: 24.946.958*

*Vote upon the valid:*

*For: 24.946.958 Against: 0 Blanks/Abstention: 0*

## **2nd Issue - Approval of the distribution of profits for the year 2021.**

The General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the distribution of the profits of the corporate year 2021. In detail, the profits of the year 2021 before taxes amounted to 45.105.549,48 euros and after the deduction of tax 6.663.419,04 euros, there are profits available for a total amount of 38.442.130,44 euros which will be allocated as follows:

Regular Reserve	1.928.577,32
Reserve L.4399	929.045,56
Reserve L.4172 Article 48	5.879.489,38
Reserve L.4172 Article 71A	7.419.665,93
Retained Earnings	<u>22.285.352,25</u>
<b>Total</b>	<b>38.442.130,44</b>

The distribution of net profits of 932.000 euros was also approved, which according to the principles and rules of International Accounting Standards had been taken into account for the formation of profits for the year 2021, for payment to members of the Board of Directors, who substantially contributed to the Company's objectives in the year 2021.

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## **3rd Issue - Decreasing the share capital of the company by returning cash to the shareholders, by decreasing the nominal value of each share and amending article 5 of the Articles of Association.**

The General Meeting with 24.946.958 valid votes corresponding to 91,116% of the paid-up share capital of the Company unanimously approved the reduction of the share capital of the Company by 12,320,640 euros with a return of capital to the shareholders and the reduction of the nominal value of the share by 0,45, from 1,43 to 0,98 euro. After that, the share capital of the Company will amount to twenty-six million eight hundred thirty-one thousand six hundred sixteen euros (26,831,616) and will consist of 27,379,200 shares with a nominal value of 0,98 euro.

The return of capital that will be given is 0,45 euros per share and will be paid to the Shareholders of the company from its available cash according to the following schedule:

### **Monday 29.08.2022:**

Cut off right of return of capital

### **Tuesday 30.08.2022:**

Date of identification of capital return beneficiaries (record date)

**Monday 05.09.2022:**

Start of payments for capital return

The General Meeting provides the Board of Directors of the company with all the necessary authorizations in order to implement the decision taken for the return of capital.

The General Meeting then unanimously decided, with 24.946.958 valid votes corresponding to 91,116% of the paid-up share capital, to amend Article 5 of the Articles of Association with the following addition to its text:

"..... With the decision of the Ordinary General Meeting of 15.07.2022, the share capital of the Company was reduced by twelve million three hundred twenty thousand six hundred forty euros (12,320,640) with a return of cash to the shareholders of 0,45 euros per share with a reduction of the nominal value of the share from 1,43 euros to 0,98 euros.

Thus the Share Capital of the Company amounts to twenty-six million eight hundred thirty-one thousand six hundred sixteen euros (26.831.616) and is divided into twenty-seven million three hundred seventy-nine thousand two hundred (27,379,200) registered shares with nominal value of 0,98 euros each one. »

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**4th Issue - Briefing of the Chairman of the Audit Committee on the Committee's activities in the fiscal year 2021.**

The Chairman of the Audit Committee informed the General Meeting of shareholders on the activities of the Audit Committee during the corporate year 2021, submitting a relevant report according to the provisions of article 44 par. 1 (h) of law 4449/2017.

The current item on the agenda is of an informative nature.

The annual report on the activities of the Audit Committee for the year 2021 is made available on the company's website <https://www.plastikakritis.com/en> .

**5th Issue - Approval of the overall management of the Company and release of the Certified Auditors-Accountants from any liability for compensation for the year 2021.**

The General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the overall management of the Company and the dismissal of Certified Auditors from any liability for compensation about the management of the Company and the Financial Statements for the year 2021.

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**6th Issue - Election of a regular and an alternate Certified Auditor for the year 2022 and determination of their remuneration.**

The General Meeting unanimously decided, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the election of a regular and an alternate Certified Auditor for the fiscal year 2022 from the register of auditors of A.E.O.E. S.O.L. Specifically, Mrs. Efthymia Alexandropoulou, son of Nikolaos, Certified Public Accountant-Auditor with (A.M.S.O.E.L 15411), and professional address F. Negri 3, Athens, as a regular auditor and Mr. Vassilios Koutsoulentis, son of Theodoros, Certified Public Accountant-Auditor with (A.M.S.O.E.L 39261), and professional address F. Negri 3 Athens, as an alternate auditor.

It also authorizes the Board of Directors, in the case of their replacement by the aforementioned Auditing Company within the framework of the law, to decide on this.

It is noted that the above mentioned Auditing Company, in addition to performing the audit of the annual and semi-annual financial statements, of the XHTML and XBRL digital files and of the completeness of the information in the Annual Remuneration Report, will also undertake the process of issuing the annual certificate and the tax compliance report of the Company for the year 2022, in accordance with the provisions of article 65A of law 4174/2013 as amended by article 37 of law 4646/2019.

Subsequently, in order to determine their remuneration, the General Meeting approved the decision of the Board of Directors dated 15-06-2022, which was brought to the attention of the shareholders.

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**7th Issue - Provision of permission, according to article 98 par. 1 of law 4548/2018, to the members of the Board of Directors and the managers of the Company, to participate in the Boards of Directors or in the management of companies of the Group.**

The General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the

proposal of the Board of Directors for granting a license, in accordance with article 98 par. 1 of law 4548 / 2018, to the members of the Board of Directors and the executives of the Company, to participate in the Boards of Directors or in the management of companies of the Group.

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**8th Issue - Approval of the remuneration of the members of the Board of Directors and Committees who are not paid with a monthly salary nor are they remunerated from the profits for the year 2021, as well as determination of their remuneration.**

The General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the remuneration paid to the members of the Board of Directors who are not paid a monthly salary nor are they remunerated from the profits, based on its previous decision, as they are mentioned in detail in the remuneration report for the year 2021.

Also, with the same decision unanimously approved the payment of remuneration to the members of the Board of Directors who are not paid with a monthly salary nor are they remunerated from the profits, 600 euros per meeting attended in person or electronically. For decision-making cases, according to the procedure of article 26 par. 4 of the articles of association (recording of a decision without a meeting), the fee is set at 150 euros. For committee meetings, 300 euros per meeting attended in person or electronically. An hourly fee of 60 euros is proposed for the performance of tasks assigned to the members of the Board of Directors mentioned above as well as to the members of the committees.

The decision of the General Assembly is valid both for the year 2022 and for subsequent years until its amendment by a newer decision.

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**9th Issue - Approval of the amendment of the remuneration policy in accordance with the provisions of article 110 of law 4548/2018.**

The Chairman informed about the unanimous suggestion of the Board of Directors to the General Meeting to approve the amended remuneration policy of the members of the Board of Directors as provided by article 110 par. 2 of Law 4548/2018.

The remuneration policy, which was brought to the attention of the shareholders and submitted for approval by the General Meeting, has a duration of four years and will be applied to the remuneration of the Board of Directors in accordance with the provisions of articles 110 and 111 of Law 4548/2018.

The full text of the remuneration policy is made available on the company's website <https://www.plastikakritis.com/en>.

A voting followed and the General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the company's remuneration policy.

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**10th Issue - Submission for discussion and voting, by the General Meeting, in accordance with the provisions of article 112 of law 4548/2018, of the remuneration report for the year 2021.**

The Chairman of the Board of Directors brought to the attention of the shareholders the remuneration report of the members of the Board of Directors for the year 2021 which includes the total fees paid to the members of the Board of Directors for the year 2021 in accordance with Article 112 of Law 4548/2018. It is clarified that the shareholders' vote, regarding the remuneration report is, according to article 112 par. 3 of Law 4548/2018, advisory.

The report in its entirety is made available on the company's website <https://www.plastikakritis.com/en>.

A voting followed and the General Meeting unanimously approved, by a proportion of valid votes 91,116% of the paid-up share capital of the Company (i.e. 24.946.958 shares, and 24.946.958 valid positive votes), the company's remuneration report.

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**11th Issue - Submission of report by the independent non-executive members of the Board of Directors for the year 2021.**

The independent non-executive members of the Board of Directors jointly submitted to the General Meeting of Shareholders a report on the expression of opinion regarding the monitoring of the

implementation of the strategy and objectives of the company, the suggestions and performance of the executive members in their duties, the compliance with the regulatory framework, as well as the content of the Report of the Board of Directors of the Company and the Corporate Governance Statement 2021, in accordance with the provisions of article 9 of Law.4706/2020. The report of the Independent Non-Executive Board Members for the year 2021 is made available on the Company's website <https://www.plastikakritis.com/en> .

**12th Issue - Other matters.**

No other issue was discussed.

The Chairman of the General Meeting  
JOHN LEMPIDAKIS

The Secretary of the General Meeting  
ANNA LEMPIDAKI