



IDEAL HOLDINGS S.A.

Annual General Meeting decisions announcement

IDEAL HOLDINGS S.A. (the "Company") announces that on Thursday, June 6th 2024 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 **40,989,462** common nominal shares and votes, out of a total of 47,977,295 common nominal shares with voting rights resulting to a quorum of 85.44% of the paid-up share capital. It is noted that the Company holds 26,626 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 2023 (01.01.2023 - 31.12.2023), 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 01.01.2023– 31.12.2023 together with the respective Reports and Declarations drafted by the Board of Directors and the Statutory Auditors, as presented.

2. 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 nine million six hundred thousand seven hundred eighty-four euros and twenty cents (€ 9,600,784.20) with a simultaneous increase of the nominal value of the share by € 0.20, from € 0.40 to € 0.60 and respectively amend the article 5 par. 1 of the Company's Articles of Association.

3. 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 nine million six hundred thousand seven hundred eighty-four euros and twenty cents (€ 9,600,784.20) by decreasing the nominal value of the share by € 0.20 per share, i.e. the nominal price of the share will be reduced to € 0.40 from € 0.60, 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.

4. 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 2023, in accordance with article 44 paragraph 1 (i) of Law 4449/2017.

5. 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.

6. 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 2023 (01.01.2023 - 31.12.2023).

Shareholders, following a valid vote, approved the Company's overall management by the Board of Directors for the financial year 01.01.2023 - 31.12.2023, 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.

7. Approval of the fees paid to the members of the Board of Directors for the fiscal year 01.01.2023 - 31.12.2023, determination of the fees for the fiscal year 2024 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 2023 in accordance with article 109 of Law No. 4548/2018, pre-approved their payment for the fiscal year 2024 until the next Annual Ordinary General Meeting on 2025 pursuant to article 109 of Law 4548/2018.

8. Submission of the Remuneration Report for the members of the Board of Directors for the fiscal year 2023 (01.01.2023-31.12.2023) 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 2023 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.

9. 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.

10. 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 01.01.2024 - 31.12.2024 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 2024.

11. Election of the Audit Committee, in accordance with Article 44 of Law 4449/2017.

Shareholders, following a valid vote, decided to elect a new Audit Committee, in accordance with Article 44 of Law 4449/2017, as amended by Article 74 of Law 4706/2020. Specifically, the General Assembly, fully adopting the Board of Directors' proposal, decided:

A. The Audit Committee shall be an independent (mixed) committee, as per Article 44 para. 1 (ab) of Law 4449/2017, consisting of three (3) members, one (1) of whom shall be a member of the Company's Board of Directors and an independent non-executive member, in accordance with Article 9 para. 1 and 2 of Law 4706/2020, and two (2) of whom shall be third parties independent of the Company, also in accordance with Article 9 para. 1 and 2 of Law 4706/2020. B. Authorized the Company's Board of Directors to elect from its members the independent non-executive member who meets the requirements of Article 44 para. 1 of Law 4449/2017, including those of Article 9 para. 1 and 2 of Law 4706/2020, to the Audit Committee. C. The term of office of the Audit Committee is set at three years from the date of its election by the General Assembly, i.e., until 05.06.2027, automatically extended until the deadline for the first Ordinary General Assembly following the end of the Committee's term, during which the first Ordinary General Assembly of the Company following the end of the Committee's term must convene, and the election of the following third-party individuals as members of the Audit Committee: (a) Mr. Panagiotis Vroustouris, (b) Mr. Ioannis Theodorou.

The General Assembly noted the following: (a) The members of the Audit Committee have sufficient knowledge in the field in which the Company operates and are independent from the Company, as per the provisions of Law 4706/2020, as they do not directly or indirectly hold more than zero point five percent (0.5%) of the Company's share capital and are free from financial, business, family, or other dependent relationships that could influence their decisions and independent and objective judgment. (b) The criterion of sufficient knowledge and experience in auditing and accounting is demonstrably met by the majority of the Audit Committee members.

The Board of Directors will select the third member of the Audit Committee from its members at its next meeting, in accordance with the applicable provisions.