



**INFORMATION MATERIALS**  
**EXTRAORDINARY GENERAL MEETING**  
**Monday, 29th of December 2025**

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**1. Items of the Agenda**

The Board of Directors of the Company “PRODEA REAL ESTATE INVESTMENT COMPANY SOCIETE ANONYME” invites the shareholders in order to decide on the following sole item of the agenda:

**Sole Item: Approval for the disposal of assets of the Company, the total value of which represents more than fifty-one percent (51%) of the total value of the Company's assets, in accordance with Article 23 of Law 4706/2020 and article 238 of the Greek Civil Code – Approval of acts and actions of the Board of Directors – Granting authorizations to the Board of Directors.**

## 2. Draft decision on the items of the Agenda

**Sole Item: Approval for the disposal of assets of the Company, the total value of which represents more than fifty-one percent (51%) of the total value of the Company's assets, in accordance with Article 23 of Law 4706/2020 and article 238 of the Greek Civil Code – Approval of acts and actions of the Board of Directors – Granting authorizations to the Board of Directors.**

<b>Required quorum:</b>	Shareholders representing 1/2 of the paid-up share capital of the Company
<b>Required majority:</b>	2/3 of the total (present or represented) votes

The Company, gradually implementing its business strategy of restructuring the composition of its portfolio and at all times aiming at creating added value for its shareholders, has made targeted sale investments in real estate, including its direct and indirect participations in subsidiaries in Greece and abroad. At the same time it continues to develop initiatives and examine proposals from investors for its divestment from "mature" real estate, having as its main purpose the optimal management of its assets through the creation of an investment portfolio adapted to modern investment trends focusing on investments in the fields of logistics and hospitality.

In this context, the Company intends to continue its real estate disposals that are not part of its main investment pillars (logistics and hospitality), with the aim of reshaping the composition of its investment portfolio.

Given that the Company entered into a notarial preliminary agreement with "National Bank of Greece SA" (NBG) on 8-12-2025 for the sale to the latter, with simultaneous transfer of possession, of a portfolio of 100 real estate properties, which are leased by NBG, for a total consideration of 510,730,000 Euro (the **NBG Transaction**), with the implementation of which, the value of the Company's disposed assets taken place within a period of two (2) years, taking into account the previous transactions, will exceed fifty-one percent (51%) of the total value of the Company's assets, the General Meeting of the Company, following the decision of the Investment Committee dated 5.12.2025 and the decision of the Board of Directors of the Company dated 08.12.2025, approves, in accordance with article 23 of Law 4706/2020 and article 238 of the Greek Civil Code:

- (a) the disposal of the Company's assets, the total value of which represents more than fifty-one percent (51%) of the total value of the Company's assets;
- (b) all acts and actions that the Company has already taken and will proceed to for the implementation of the NBG Transaction and the signing of any relevant contractual documentation (including the notarial preliminary agreement No. 11783/8-12-2025 of

the Athens Notary Eleni Spiliopoulou - Poulantza) for the sale and transfer of the real estate of the NBG Transaction, and in general the performance of any action deemed necessary, required or advisable for the completion of the NBG Transaction and authorizes the Board of Directors of the Company to take any act or action deemed necessary, required or advisable for the completion of the above Transaction.

**3. Documents submitted before the General Meeting**

There are no documents to be submitted before the General Meeting.

**4. Ballot**

**PRODEA REIC  
EXTRAORDINARY GENERAL MEETING OF DECEMBER 29th, 2025**

Full Name/Corporate Name	
Number of Shares	

	FOR	AGAINST	ABSTENTION
<b>FOR THE SOLE ITEM OF THE AGENDA: Approval for the disposal of assets of the Company, the total value of which represents more than fifty-one percent (51%) of the total value of the Company's assets, in accordance with Article 23 of Law 4706/2020 and article 238 of the Greek Civil Code – Approval of acts and actions of the Board of Directors – Granting authorizations to the Board of Directors.</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**5. Form for notification of representative for legal entities**

**NOTIFICATION FORM OR REPRESENTATIVE APPOINTMENT FORM FOR PARTICIPATING  
IN THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE SOCIETE  
ANONYME UNDER THE TRADE NAME "PRODEA REAL ESTATE INVESTMENT SOCIETE  
ANONYME" and the distinctive title "Prodea Investments" of 29.12.2025**

**Shareholder details**

**COMPANY NAME:** \_\_\_\_\_ **REGISTERED SEAT:** \_\_\_\_\_ **(the Shareholder)**  
**GENERAL COMMERCIAL REGISTRY (GCR) No.:** \_\_\_\_\_  
**DSS SHARE No.:** \_\_\_\_\_  
**SECURITIES ACCOUNT No.:** \_\_\_\_\_  
**FULL NAME OF REPRESENTATIVE:** \_\_\_\_\_  
**EMAIL:** \_\_\_\_\_  
**MOBILE PHONE:** \_\_\_\_\_  
**LEGAL DOCUMENTS, CERTIFYING THE CAPACITY OF REPRESENTATIVE:**

[data from the detailed certificate of current representation from the GCR are filled in and, if necessary, data from the decision of a competent administrative body. These documents must be sent to the Company along with this document, pursuant to the following instructions.]

I hereby certify that the legal documents I submit are valid and in force and that the representative mentioned has the power to represent our legal entity before your general meeting. [For more representatives, please certify whether they act separately or jointly.]

[Place], / /2025

On behalf of [legal entity name]

[signature & full name]

Please, submit or send this (a) to the headquarters of the Company (9, Chryssospiliotissis str. 105 60 Athens) or (b) at the Shareholders' Registry kept by Piraeus Financial Holdings, 9 Mitropoleos str., 105 57, Athens, 1st floor (tel. 210 3288737 and 210 3335039).

**6. Form for appointment of proxy**

**FORM OF APPOINTMENT OF PROXY FOR PARTICIPATING IN THE  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE  
SOCIETE ANONYME UNDER THE TRADE NAME "PRODEA REAL ESTATE  
INVESTMENT SOCIETE ANONYME" and the distinctive title "Prodea  
Investments" of 29.12.2025**

The undersigned Shareholder of PRODEA REAL ESTATE INVESTMENT SOCIETE ANONYME (the Company):

Full Name/Company Name:	
Address/Registered Seat:	
ID No. / G.C.R. No.:	
Telephone No.:	
Number of Shares/Voting rights:	
DSS Share No (Investor Share)	
Securities Account Number	
Participant	
Full Name(s) of the duly authorized Representative(s) signing this proxy (to be filled only by legal entities):	

I hereby authorize ....., son/daughter of ....., resident of ....., no.[...], [...] str., with ID Card/Passport No....., issued by..... with mobile phone number:..... and email address.....

**to represent me / the legal entity**<sup>1</sup> at the next Extraordinary General Meeting of the Shareholders of the Company, which shall convene on 29.12.2025, Monday, at 12:00p.m., which will take place remotely, in real time via teleconference, as well as at any repeat general meeting and **to vote in my name and on my behalf / in the name of and on behalf of the legal entity**, for the as above mentioned number of shares of the Company’s issuance, of which I am the holder/the legal entity is holder/ for which I have / for which the legal entity has the right to vote by law or by contract [for example, under a pledge or custody agreement]<sup>1</sup> as follows, on each of the agenda items listed below:

	FOR	AGAINST	ABSTENTION
<b>SOLE ITEM ON THE AGENDA: Approval for the disposal of assets of the Company, the total value of which represents more than fifty-one percent (51%) of the total value of the Company's assets, in accordance with Article 23 of Law 4706/2020 and article 238 of the Greek Civil Code – Approval of acts and actions of the Board of Directors – Granting authorizations to the Board of Directors.</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I would also like to inform the Company that I have already informed my Representative(s) about their notification obligation in case of application of article 128, par. 5 of L. 4548/2018. This does not apply if I have served a written withdrawal hereof to the Company, at least 48 hours prior to the relevant date of the General Meeting.

[Place],                    / /2025  
The Delegator [signature & full name]

Please, have this form signed and certified for the authenticity of the signatory and submitted or sent by the proxy or the Shareholder (a) to the Company (9 Chryssospiliotissis str. 10560 Athens) or (b) at the Shareholder Registry kept by Piraeus Financial Holding, 9 Mitropoleos str., 105 57, Athens, 1<sup>st</sup> floor (tel. 210 3288737, 2103335039).

**Notes**

<sup>1</sup> The person granting the authorization shall make the selection according to their legal status.

*1. Given that for the participation in the Extraordinary General Meeting via teleconference, the Company creates the account of the proxy on the electronic voting platform and then the proxy is notified via email to activate said account on the website <https://axia.athexgroup.gr>, in order for the proxy to be able to exercise the rights of the shareholder, each shareholder may appoint only one proxy for their remote participation in the Extraordinary General Meeting, if they choose so to participate remotely.*

*In case said representative has not been provided with specific instructions to vote, he or she may vote at will.*

*2. Please fill in the mobile phone number and email address of the person you wish to appoint as proxy, in order for the Company to create the account of the proxy on the voting platform, in order to be able to participate remotely in real time via teleconference in the General Meeting of the Company's shareholders, if they choose so to participate remotely.*

**7. Standardized text for digital submission of solemn for participation in the Extraordinary General Meeting via teleconference**

Pre-determined text to be filled in Step 1 of 4 of the relevant digital form.

“I hereby declare that I am shareholder of the company under the company name “Prodea Real Estate Investment Société Anonyme (the “**Company**”) with D.S.S. share number (Investor Share) *[please insert your share number]*

I hereby authorize \_\_\_\_\_, son/daughter of....., resident of.....no.[.....], [.....] str., with ID Card/Passport No \_\_\_\_\_, issued by.....with mobile phone number: .....and email address: .....

to represent me / the legal entity and to vote in my name and on my behalf / in the name of and on behalf of the legal entity remotely in real time via teleconference, for the total shares of the Company, for which I have the right/ the legal entity has the right to on the items of the Agenda at the Extraordinary General Meeting of the Company’s Shareholders, to meet on December 29th, 2025, Monday and at 12:00p.m., or at any other repeat meeting, as follows: *[If you do not provide your proxy with specific instructions, he/she will vote in his/her discretion]*

FOR THE SOLE ITEM OF THE AGENDA: [FOR / AGAINST / ABSTENTION] *[please delete according to your vote]*

Any revocation of this proxy will be valid provided it has been notified either in writing to the Company, or by e-mail at [tmessari@prodea.gr](mailto:tmessari@prodea.gr) or [info@prodea.gr](mailto:info@prodea.gr), with subject “Proxy appointment general meeting 29.12.2025” at least forty-eight (48) hours prior to the relevant date of the General Meeting.

**8. Total of shares and voting rights**

**ANNOUNCEMENT  
On Shares and Voting Rights**

Athens, 08.12.2025

Pursuant to article 123 paragraph 3 subparagraph b of L. 4548/2018, PRODEA REAL ESTATE INVESTMENT COMPANY SOCIETE ANONYME (the “Company”) announces that on 08.12.2025, namely on the date of the Invitation to the Extraordinary General Meeting scheduled for 29.12.2025, the total number of shares of the Company amounts to 255,494,534 common registered shares of a nominal value of 2.17 Euros each, each one of these incorporating one vote, namely in aggregate 255,494,534 votes.

The Company has not issued any other category of shares, other than the aforementioned common shares with voting rights and does not possess own shares.

## 9. Shareholders' minority rights

Pursuant to Article 141, par. 2, 3, 6 and 7 Law 4858/2018, shareholders have the following rights:

(a) Paragraph 2:

At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors shall include additional items on the agenda of a General Meeting, already convened, if the relevant request is received by the Board of Directors at least fifteen (15) days prior to the General Meeting, in this case by 15.12.2025. The request for inclusion of additional items on the agenda is accompanied by a justification or a draft decision, subject to adoption by the General Meeting and the revised agenda is published in the same way as the previous agenda thirteen (13) days prior to the date of the General Meeting, in this case by 16.12.2025 and shall also be made available to shareholders on the Company's website, along with the justification or draft decision, submitted by shareholders. The aforementioned documents shall also be available as described herein below under "AVAILABLE DOCUMENTS AND INFORMATION". If these items are not published, the requesting shareholders are entitled to request the adjournment of the General Meeting, pursuant to article 141 par. 2 and 5 of Law 4548/2018, setting the date for the continuation of the meeting, which cannot be later than twenty (20) days from the date of the adjournment, and to proceed with the publication themselves, as specified in the second subparagraph of this paragraph, at the expense of the Company.

(b) Paragraph 3:

Shareholders representing one twentieth (1/20) of the paid-up share capital, are entitled to submit draft decisions on items included either on the original or any revised agenda of the General Meeting. The relevant request has to be received by the Board of Directors at least seven (7) days prior to the date of general meeting, in this case by 22.12.2025 and the draft decisions will become available to shareholders as described below under "AVAILABLE DOCUMENTS AND INFORMATION", at least six (6) days prior to the date of General Meeting, in this case by 23.12.2025.

(c) Paragraph 6:

At the request of any shareholder, submitted to the Company at least five (5) full days prior to the General Meeting, in this case by 23.12.2025 at 12:00p.m., the Board of Directors shall provide the General Meeting with information on the course of specific corporate affairs of the Company, to the extent it is relevant to the agenda items. There is no obligation to provide information when the relevant information is already available on the Company's website, in particular in the form of questions and answers. In all the above cases, the Board of Directors may refuse to provide the information for sufficient due cause to be recorded in the minutes. Such a cause may be, as applicable, the representation of the requesting shareholders on the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. In the aforementioned cases, the Board of Directors may give a single response to several

requests of shareholders with the same content.

(d) Paragraph 7:

At the request of shareholders representing one tenth (1/10) of the paid-up share capital, submitted to the Company at least five (5) full days prior to the General Meeting, in this case by 23.12.2025 at 12:00p.m., the Board of Directors shall provide the General Meeting with information on the course of corporate affairs and the financial position of the Company. The Board of Directors may decline to provide the information for sufficient due cause to be recorded in the minutes. Such a cause may be, as applicable, the representation of the requesting shareholders on the Board of Directors, in accordance with Articles 79 or 80 of Law 4548/2018. In the aforementioned cases, the Board of Directors may give a single response to several requests of shareholders with the same content.

In all the above cases, the requesting shareholders have to prove their shareholder capacity and, except for the first subparagraph of article 141 paragraph 6 of Law 4548/2018, the number of shares they hold at the time of exercise of the relevant right.

The capacity of shareholder may be evidenced by any lawful means, and in any event based on information the Company receives from the "Hellenic Central Securities Depository S.A." (ATHEXCSD), on condition that it provides registry services to the Company or from intermediaries participating and registered with the Central Securities Depository in any other case.

More detailed information pertaining to the aforementioned minority rights and the conditions for their exercise are available on the Company's website ([www.prodea.gr](http://www.prodea.gr)).

#### **Available documents and Information**

The information listed in article 123 par. 3 and 4 of Law 4548/2018, namely:

- a) the invitation;
- b) the announcement with respect to the total number of voting rights incorporated in shares at the date of the present Invitation;
- c) the templates required for exercising voting rights through a representative or proxy;
- d) predetermined text for an e-authorization for the appointment of a representative or proxy for the participation remotely, in real time through teleconference;
- e) the full text of all documents to be submitted to the General Meeting convened by the present, the draft decision for the sole item of the agenda, as well as any draft resolution proposed by shareholders in exercise of their minority rights;
- f) document for the exercise of minority rights;
- g) terms and conditions for the remote participation of shareholders in the general meeting;
- h) information on the processing of personal data of the shareholders and other participants in the remote general meeting; will be made available in electronic form on the Company's website, ([www.prodea.gr](http://www.prodea.gr)).

The interested shareholders may also receive hard copies of any documents and draft decisions at the Company's premises at 9 Chryssospiliotissis Street, Athens, or by contacting the Investors and Public Relations Department of the Company at +30 213 33 34 397.

**INFORMATION ON THE PROCESSING OF PERSONAL DATA OF THE SHAREHOLDERS AND THE REST OF THE PERSONS ATTENDING TO THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE SOCIÉTÉ ANONYME UNDER THE NAME “PRODEA REAL ESTATE INVESTMENT COMPANY” and distinctive title “Prodea Investments” With General Commercial Registry No. 3546201000 And Hellenic Capital Market Commission’s Decision No. 6/458/13.12.2007 (hereinafter the “Company”) on Monday, December 29th, 2025 at 12:00p.m.**

The "PRODEA REAL ESTATE INVESTMENT COMPANY" (hereinafter the "**Company**") informs the shareholders of the Company (hereinafter the "**Shareholders**") that in the context of their participation in the Extraordinary General Meeting of Shareholders, which will be held on **Monday 29.12.2025** at 12:00p.m. or any Repeat Meeting, which will take place on Wednesday, 14.01.2026, at 12:00p.m., which will be held remotely in real time via teleconference (hereinafter referred to as the "**Meeting**"), "Hellenic Central Securities Depository S.A.", which has been entrusted by the Company with the organization of the Meeting remotely, will collect and process the passwords of the Shareholders to <https://axia.athexgroup.gr> internet platform, through which they will be given the opportunity to participate and vote remotely in the Meeting (hereinafter referred to as the "**Internet Platform**").

The Company also informs the Shareholders that, in accordance with article 131 par. 2 of Law 4548/2018, remote voting is open and the exercise of voting rights by the Shareholder and the content of his vote, if requested, may be communicated to the other participants in the Shareholders' Meeting.

In addition, the Company informs, as controller, in accordance with Regulation (EU) 2016/679 of the European Parliament and of the Council (GDPR), Law 4624/2019 and other provisions on the protection of personal data, natural persons other than Shareholders, who will participate in the video conference of the Meeting, such as the Company's executives, Board members, as well as other third parties, that it processes the following data, which are collected directly by the subjects for the purposes of legitimate interests pursued by the Company for such processing:

- a) Identification data, such as full name, father's name, ID card or other equivalent document.
- b) Data relating to the capacity under which these persons are entitled to participate in the Meeting.
- c) E-mail address for the purpose of the individual's participation in the videoconference.
- d) Image - audio (video) data from the participation of the natural person in the Meeting.

The recipients of these data are the Company executives responsible for the management of the Meeting, the company "Hellenic Central Securities Depository S.A." which has been assigned by the Company, as the processor, the organization of the Meeting, as well as any sub-processors of the company "Hellenic Central Securities Depository S.A." (such as Zoom Video Communications Inc. which provides the Zoom meetings service that enables video conferencing).

In the context and for the purposes for which they are collected, personal data are kept by the Company for the time necessary in accordance with the applicable legal and regulatory framework as well as for the exercise of claims or the defense of legitimate interests of the Company.

According to the GDPR, subjects have the following rights, which may be exercised on a case-by-case basis:

- a) Know which personal data concerning them are kept and processed by the Company, as well as their origin (right of access).
- b) Request their correction and/or completion so that they are complete and accurate, by providing any necessary document from which the need for completion or correction arises (right to rectification).
- c) Request the restriction of the processing of their data (right to restriction).
- d) Refuse and / or object to any further processing of their personal data kept by the Company (right to object).
- e) Request the deletion of their data from the Company's records (right to be forgotten).
- f) Ask the Company to transfer the data they have provided to any other controller (right to data portability).

For the exercise of the above rights, the natural person may apply to the Company:

- in writing to the address Chrysospiliotissis 9, 10560, to the attention of the Data Protection Officer.
- by email to the Data Protection Officer (DPO) at [gdpr@prodea.gr](mailto:gdpr@prodea.gr) email address.

The Company will make every effort to respond to the individual within a period of thirty (30) days from the submission of his request, which, however, may be extended for sixty (60) additional days, if required at the Company's discretion, taking into account the complexity of the request and the number of requests. The Company will inform the natural person in any case of extension of the thirty (30) day deadline within thirty (30) days from receipt of the request and will also inform him of the reasons for the extension.

The Company implements an information security management system to ensure confidentiality, security of data processing of natural persons and their protection from accidental or unlawful destruction, loss, alteration, unauthorized disclosure or access, as well as from any other form of unlawful processing.

The individual has the right to lodge a complaint with the Personal Data Protection Authority ([www.dpa.gr](http://www.dpa.gr)), which is the competent supervisory authority for the protection of the fundamental rights and freedoms of natural persons, with regard to the processing of data concerning him/her, if he/she considers that his/her rights are infringed in any way, as well as the right to a judicial remedy.

**TERMS AND CONDITIONS FOR REMOTE PARTICIPATION IN THE TO THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE SOCIÉTÉ ANONYME UNDER THE NAME “PRODEA REAL ESTATE INVESTMENT COMPANY” and distinctive title “Prodea Investments” With General Commercial Registry No. 3546201000 And Hellenic Capital Market Commission’s Decision No. 6/458/13.12.2007 (hereinafter the “Company”) on Monday, December 29th, 2025 at 12:00p.m.**

The Board of Directors of the company “**Prodea Investments**” (the **Company**) convened the Extraordinary General Meeting of Shareholders which will be held on **Monday, 29.12.2025** at 12:00p.m., or any Repeat Meeting on Wednesday, 14.01.2026, at 12:00p.m., remotely, in real time by electronic means and without physical presence.

Participation by Shareholders at the General Meeting is subject to the present terms and conditions for the remote General Meeting (the “**Terms for the remote General Meeting**”).

Capitalized terms used have the meaning as defined in Section 6 to the present.

### **1. Introductory remarks**

1.1 In order for Shareholders to participate and vote at the General Meeting or at any Repeat Meeting, it is necessary that they, or their proxies, create and use an electronic account in the internet platform that has been developed by the Hellenic Exchanges-Athens Stock Exchange Group to provide remote General Meeting services, in real-time, by teleconference to listed companies on the website <https://axia.athexgroup.gr>.

1.2 The Internet Platform is provided by “Hellenic Central Securities Depository S.A.”, while ZOOM meetings, provided by Zoom Video Communications Inc., is used for the teleconference.

1.3 In order to access the Internet Platform a personal computer, a smartphone type mobile telephone or a tablet is required, with a browser application installed, and internet access.

1.4 In order for a Shareholder or his/her proxy to create an account in the Internet Platform, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy.

1.5 If, on accessing the Internet Platform the above information entered by the Shareholder does not match the data registered in the Dematerialized Securities System and provided to the Company by the Hellenic Central Securities Depository as part of its services to facilitate shareholder identification for remote general meetings which are provided to issuers in accordance with Part 3 of Decision No 8 of the BoD of Hellenic Central Securities Depository S.A., “Technical terms and procedures for the provision of the Registry, Corporate & Other Related Acts Services”, **the Shareholder must provide or/and update the information above through their Participants, in order to create the account.**

1.6 Shareholders that have successfully connected to the Internet Platform will be able to participate at the General Meeting by teleconference in real time via link that will be sent to them by email. By activating the teleconference application (Zoom meetings) via the link at the start of the General Meeting, Shareholders will be able to:

- 1.6.1. follow the proceedings of the General Meeting with electronic or audiovisual means,
- 1.6.2. take the floor and address the General Meeting orally during the General Meeting, while at the same time, through the Internet Platform they will be able to:
- 1.6.3. vote in real time during the General Meeting on the sole item of the daily agenda,
- 1.6.4. receive information on the recording of their vote.
- 1.7 The deadlines, during which the rights of Shareholders can be exercised are included in detail in the invitation to the General Meeting and in the present Terms for the remote General Meeting.
- 1.8 Besides these Terms for the remote General Meeting, the Terms of Use by Third Party Suppliers also apply.
- 1.9 The Company reserves the rights at any time to modify, suspend, cancel or limit the mechanisms for the electronic General Meeting and vote when necessary or appropriate for technical or security reasons.

## **2. Technical infrastructure**

2.1 The Company ensures, insofar as possible, that the technical infrastructure to conduct the remote General Meeting is accurate, secure and accessible to Shareholders with compatible devices. The Company will cooperate and make use of the services of reliable Third Party Suppliers to provide the technical infrastructure required to conduct the General Meeting.

2.2 Shareholders should know that certain residual risks associated with the technical infrastructure used for the remote General Meetings will always exist.

The Company, through Third Party Suppliers, takes all measures, technical and organization, and makes every possible effort to ensure as much as possible the continuous and uninterrupted service of the Internet Platform and the teleconference application, so that the services provided through it are available continuously and uninterruptedly with an acceptable response time without interruption to Shareholders with compatible devices. However, due to the nature of the Internet and web applications, the Company and the Third Party Suppliers cannot guarantee the absolute completeness, correctness or continuity of their operation and they may not be available to part or all of the Internet, or may respond with interruptions, or, finally, respond in times longer than usual. In cases such as the above, the Company and the Third Party Suppliers will make every possible effort to restore its operation, however beyond that, the Company and the Third Party Suppliers cannot be held responsible or become legally accountable for their availability or response time.

2.3 It is recommended that Shareholders take all measures to protect the integrity and security of their information systems, hardware and software, in order to adequately protect the access data and the usage data of the Internet Platform that are stored on the local storage systems of the devices of Shareholders, portable and non-portable. Any failure in Shareholders' systems or connection or usage data leak due to an intrusion by malicious software in the operating systems of Shareholders, does not relieve the latter from their obligations under the present terms, does not constitute force majeure or exceptional condition, nor does it imply any liability of the Company for any damages suffered by Shareholders. Furthermore, Shareholders are solely responsible for their personal equipment and the required technical means which will allow access to the Internet Platform.

2.4 Shareholders must, prior to the start of the General Meeting, check their connection and ensure that they have access to the Internet Platform and have correctly installed and configured the teleconference application (Zoom meetings). The Company, through Third Party Suppliers, has

ensured the timely implementation of the technical infrastructure for the Internet Platform in order to allow Shareholders to control their access and to verify that they can participate substantively in the General Meeting.

Furthermore, information and support will be provided to Shareholders during the General Meeting and for trial access to the Internet Platform at tel. 210 3366426 or via email at [AXIAeShareholdersMeeting@athexgroup.gr](mailto:AXIAeShareholdersMeeting@athexgroup.gr) address.

2.5 Shareholders can notify the Company of any failure in the technical infrastructure through the help desk referred to in clause 2.4. Any failure or deficiency in the equipment of Shareholders, software, network infrastructure, servers, connection to the Internet or telephone, video or voice equipment, power outage, any kind of mechanical failure during the General Meeting or similar events, including data security instances (which includes any unauthorized use, piracy, denial-of-service attack, access denial, potential failure, or intrusion that arises from the theft or illegal interception of a password or a network password or any other attack), which may prevent the remote participation of Shareholders at the General Meeting, will, in any case, be in the sole responsibility of those Shareholders.

Inability by one or more Shareholders to follow the proceedings and participate at the General Meeting or to vote electronically during (any part) of the General Meeting, does not affect the validity of the General Meeting, or any work carried out therein.

2.6. In the event that during the General Meeting the Chairperson of the General Meeting becomes aware of any failure in the technological infrastructure that may have occurred during the General Meeting and which materially impacts the proceedings of the General Meeting, the Chairperson of the General Meeting informs Shareholders that are participating at the General Meeting.

The Chairperson of the General Meeting may decide, at her absolute discretion, taking into consideration the possible impact in the decision making process at the General Meeting, whether the General Meeting should be postponed or adjourned due to this failure, or to proceed with the proceedings even though some Shareholders may not have the ability to participate and/ or vote and/or follow the General Meeting.

In the event that, at the discretion of the Chairperson, the Internet Platform or the teleconference application no longer allows all (or some) Shareholders to follow the proceedings of the General Meeting, to vote electronically during (any part) of the General Meeting and to submit questions, then the Chairperson may, at her absolute discretion, continue, adjourn, postpone the General Meeting, change the order of discussion and / or decision on the sole item of the General Meeting or to proceed with the General Meeting without the ability for some or all of the Shareholders that participate remotely at the General Meeting through the Internet Platform and the teleconference application to follow the proceedings of the Meeting and/ or to vote electronically during (any part) of the General Meeting. The Chairperson of the Meeting notifies this decision, to the extent possible, to Shareholders present at the General Meeting.

2.7 If the Chairperson of the General Meeting decides to suspend or postpone the General Meeting, as mentioned in clause 2.6, then the whole process that has taken place up to the point of suspension or postponement and any decisions taken on the sole item of the daily agenda will be valid.

### **3. Right to participate and vote at the General Meeting**

3.1 The General Meeting is considered to have begun its proceedings with the announcement of the

start of the General Meeting by the Chairperson of the Meeting to Shareholders.

3.2 Each Shareholder may participate, follow substantively the proceedings of the General Meeting and vote in real-time electronically, provided that he has taken the necessary steps mentioned in the Invitation to the General Meeting to create and use an electronic account in the Internet Platform and clauses 1.1 to 1.6 of the present and in accordance with the instructions provided in the Invitation.

3.3 In order to participate in the General Meeting, Shareholders must connect through the Internet Platform, before the start of the General Meeting and to declare that they intend to participate in the General Meeting. Following the declaration of the intention to participate, Shareholders will receive a personalized information message by electronic mail with the link that must be followed to connect to the video conference of the General Meeting.

3.4 On the date of the General Meeting, in order to participate in the proceedings Shareholders must connect in a timely fashion through the Internet Platform, at least fifteen minutes (15') before the start time of the General Meeting that has been announced in the Invitation, and to declare the number of voting rights with which they will participate and vote at the General Meeting, and, whether they wish to modify them (to a lower number).

3.5 Shareholders that do not connect to the Internet Platform on time before the start of the General Meeting in accordance with clause 3.4 above and up until the announcement of the start of the proceedings by the Chairperson of the General Meeting, will not be counted among the Shareholders present at the General Meeting, they will not be able to exercise the right to vote or to take the floor and submit questions to the General Meeting, and will only be able to follow the live feed of the General Meeting by video conference.

3.6 Shareholders who have not appointed a proxy or representative by the deadline (i.e. at least 48 hours before the date of the General Meeting), but who, however, have connected on time through the Internet Platform before the start of the General Meeting will, in accordance with clause 3.4, participate at the General Meeting, unless the General Meeting refuses for good reason and justifies its refusal. In that case, they will not be counted among the Shareholders that are present at the General Meeting, and will only be able to follow the live feed of the General Meeting by teleconference.

3.7 Shareholders who have complied with the formalities above and have connected on time through the Internet Platform before the start of the General Meeting: (i) are considered to be present in person at the General Meeting; (ii) are included in the calculation of the quorum of shareholders present or represented at the General Meeting and the calculation of the percentage of the issued share capital of the Company present or represented at the General Meeting based on the number of voting rights they stated they would exercise in accordance with clause 3.3 above; (iii) will be able to follow with electronic or audiovisual means the proceedings of the General Meeting; (iv) will have the right to vote in real-time during the General Meeting on the sole item of the daily agenda at the point in time announced by the Chairperson; (v) will be able to take the floor and address the General Meeting orally during the General Meeting; (vi) will receive information on the registration of their vote.

3.8 The names of Shareholders that have been registered as participants in the General Meeting through the Internet Platform will be included in the list of Shareholders that are present at the General Meeting in person or by proxy (if there is one).

3.9 Any early disconnection by Shareholders before the end of the General Meeting does not affect

the calculation of the quorum of Shareholders present or represented at the General Meeting for the time they are connected. Shareholders can connect again to the Internet Platform and continue to follow the remainder of the General Meeting and exercise all of their rights to participate and vote electronically. In all other cases, Shareholders will only be able to follow the live stream of the General Meeting by teleconference.

3.10 Shareholders will be able to vote electronically from the time when the Chairperson of the General Meeting announces the start of voting on the sole item of the daily agenda, following the completion of the proposals and discussion on the sole item of the daily agenda, and up until the point when the Chairperson of the General Meeting announces the end of voting. The Chairperson of the General Meeting may, at her absolute discretion, decide that voting can take place from the start of the General Meeting up until the time when she announces the end of voting.

#### **4. Vote confirmation and voting results**

4.1 Submission of the vote by the Shareholder through the Internet Platform is final and cannot be withdrawn.

4.2 Each Shareholder who voted at the General Meeting will receive from “Hellenic Central Securities Depository S.A.” confirmation of registration of her vote on the sole item of the daily agenda through the Internet Platform after the end of the General Meeting.

4.3 If during voting the voting rights which were declared for participation at the General Meeting, are not fully exercised by the Shareholder, then, following the end of the General Meeting, he will receive, in accordance with clause 4.2, confirmation by the “Hellenic Central Securities Depository S.A.” that the remaining rights were noted as “ABSTAIN”.

4.4 After the end of voting on the sole item of the daily agenda and the vote count, the Chairperson informs Shareholders about the results of the vote.

The results of the vote on the sole item of the General Meeting will be published on the website of the Company in accordance with the law.

#### **5. Communication**

For any questions concerning these Terms for the remote General Meeting, you may contact the Investors and Public Relations Department of the Company by telephone at +30 2133334397, daily during business days and hours. For any information regarding technical support to Shareholders and their representatives for the General Meeting through AXIA e-SM platform (for example, connection, voting etc.), you may contact by email at AXIAeShareholdersMeeting@athexgroup.gr or by telephone at +30 210 3366426.

#### **6. Appendix – Definitions**

6.1. **Company** refers to the company “PRODEA REAL ESTATE INVESTMENT COMPANY”.

6.2. **Internet Platform** refers to the internet platform <https://axia.athexgroup.gr> that has been developed by the Hellenic Exchanges – Athens Stock Exchange Group and is available by the “Hellenic Central Securities Depository” for the provision of General Meeting services to issuing companies that take place remotely, in real-time by teleconference without the physical presence by Shareholders.

6.3. **Teleconference application / teleconference** refers to the “Zoom meetings” service provided by Zoom Video Communications Inc., through which videoconferencing functionality is offered.

6.4. **Shareholder** refers to the natural or legal person that appears as shareholder of the Company in the records of the Dematerialized Securities System (DSS) that is administered by “Hellenic Central Securities Depository S.A.” or those identified as such through registered intermediaries or other intermediaries, in compliance with the provisions of the applicable legislation, on the start of the fifth (5<sup>th</sup>) day before the date of the General Meeting, i.e. on 24.12.2025, in relation to the General Meeting and any Repeat Meeting and has the right to vote, as well as the proxies of Shareholders or otherwise persons exercising the right to vote representing legal persons.

6.5. **Terms for the remote General Meeting** refers to the present terms and conditions.

6.6. **Chairperson of the General Meeting** refers to the Chairperson of the General Meeting.

6.7. **General Meeting** refers to the Extraordinary General Meeting of Shareholders of the Company which will take place remotely, in real time by electronic means and without physical presence.

6.8. **Third Party Suppliers** refers to the companies “Hellenic Central Securities Depository S.A.”, headquartered in Athens, and “Zoom Video Communications Inc.”, headquartered in San Jose, California, USA.