

BOARD OF DIRECTORS

DECISION 20952

The Board of Directors, in its 1424th Meeting, of December 1st, 2021, after taking into account:

- a. The suggestion from 29.11.2021 of the CEO of EYDAP SA Charalambos Sachinis,

Decided by Majority

1. **A.** The granting of a license according to article 100 par. 1 of Law 4548/2018 with a validity of six (6) months for the preparation of two (2) Contracts:

(a) between the Greek State, the EYDAP Fixed Assets Legal Entity and the EYDAP SA in accordance with Law 2744/1999 and par. 2 of article 114 of Law 4812/2021, regarding the terms of renewal of the exclusive right to provide water supply and sewerage services granted to EYDAP SA until 31.12.2040 pursuant to par. 1 of the same article and

(b) between the Greek State, the EYDAP Fixed Assets Legal Entity and EYDAP SA according to par. 4 of article 114 of Law 4812/2021, regarding the assignment to EYDAP SA operation and maintenance services of the External Water Supply System of the major area of Athens for three (3) years.

B. The announcement of the issuance of a license on the website of the General Commercial Register (www.businessportal.gr), on the official website of EYDAP SA (www.eydap.gr) as well as on the website of the Athens Stock Exchange (www.athexgroup.gr) according to article 101 of Law 4548/2018, article 17 of Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 and paragraph 4.1.3.6 of the Athens Stock Exchange Regulations, as in force.

C. The approval of the two (2) Contracts between the Greek State, the EYDAP Fixed Assets LEPL and EYDAP SA according to the 11/2021 Drafts.

D. The provision of authorization to the Chief Executive Officer of EYDAP SA, Charalambos Sachinis, for the signing of the above Contracts with minor changes that do not financially burden EYDAP SA and do not change the contractual framework and risk allocation.

2. The approval of the amounts of the claims on both sides between the Greek State and the EYDAP SA and in particular: a) the overdue debts of the Greek State to EYDAP SA from the execution of projects for the E.W.S.S. during the years 2019 and 2020 and from EYDAP's operating expenses made regarding the management, maintenance and

supervision of the proper operation of the E.W.S.S. during the period 01.10.2013 to 31.12.2020 and b) the overdue debts of EYDAP SA to the Greek State consisting of the cost of the supplied raw water for the period 12.10.2013 to 31.12.2020, as the said amounts are specified in the Final Draft of JMD of the Ministers of Finance, Development and Investment, Environment and Energy and Infrastructure and Transport, the set-off of the above requirements from both sides in accordance with par. 4 of the above Final Draft of JMD and the resignation of EYDAP SA from any legal remedy and any other claim against the Greek State and the EYDAP Fixed Assets LEPL.

3. A. The convening of an Extraordinary General Meeting of Shareholders of E.YD.AP. SA, which will meet on December 24, 2021, Friday at 11.00 entirely with the participation of the Shareholders remotely via teleconference in accordance with article 120 par. 3 of Law 4548/2018 in the framework of preventive measures to limit of the spread of Covid-19 coronavirus.

B. The approval of the Invitation and the Agenda of the Extraordinary General Meeting of Shareholders of E.YD.AP. SA, which includes the following topics:

1. Decision for the validation of the Decision of the Board of Directors of EYDAP SA of December 1st, 2021 for: a) the issuance of a license in accordance with article 100 par. 1 of Law 4548/2018 with a validity of six (6) months for the preparation of two (2) Contracts in accordance with the Drafts from 11/2021 (i) between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA in accordance with Law 2744/1999 and par. 2 of article one hundred and fourteen of Law 4812/2021, regarding the terms of renewal of the exclusive right to provide water supply and sewerage services granted to EYDAP SA until 31.12.2040 pursuant to par. 1 of the same article, (ii) between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA according to par. 4 of article one hundred and fourteen of Law 4812/2021, regarding the assignment to EYDAP SA operation and maintenance services of the External Water Supply System (EWSS) of the major area of the Capital for three (3) years, b) the approval of the two (2) Contracts between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA according to the Drafts from 11/2021 and c) the authorization of the Chief Executive Officer of EYDAP SA for the signing of the above Contracts with minor changes that do not financially burden EYDAP SA and do not change the contractual framework and risk allocation.

2. Decision for the validation of the Decision of the Board of Directors of EYDAP SA of December 1st, 2021 regarding the approval of the amounts of the claims on both sides between the Greek State and EYDAP SA and in particular: a) the overdue debts of the Greek State to EYDAP SA from the execution of projects for the E.W.S.S. during the years 2019 and 2020 and from operating expenses made by EYDAP SA for the management, maintenance and supervision of good operation of E.W.S.S. during the period from 01.10.2013 until 31.12.2020 and b) the overdue debts of EYDAP SA to the Greek State consisting of the price of the supplied raw water during the period from 12.10.2013 until 31.12.2020, as the said amounts are specified in the Final Draft of the Join Ministerial Decision (J.M.D.) of the Ministers, of Finance, of Development and Investment, of Environment and Energy and of Infrastructure and Transport, the counterbalance of the above requirements from both sides in accordance with par. 4 of the above Final Draft of the J.M.D. and the resignation of EYDAP SA from any legal remedy and any other claim against the State and the EYDAP Fixed Assets LEPL.

3. Redefining the type of the Audit Committee, the term, the number and the statuses of its Members according to article 44 paragraph 1 case b of Law 4449/2017, as amended by par. 4 of article 74 of Law. 4706/2020.

4. Various announcements.

C. The activation in the context of the Extraordinary General Meeting of Shareholders and any recurrent meeting of the possibilities provided in paragraphs 5 and 6 of Article 28 of the Articles of Association regarding the participation of the Shareholders remotely by audiovisual or other electronic means and the remote participation in voting by electronic means before the General Meeting, according to article 28 par. 7 of the Articles of Association.

D. The use of electronic means and methods provided by EL.K.AT. SA for the safe preparation and conduct of the Extraordinary General Meeting of Shareholders and any recurring Meeting and in particular the use of the electronic platform under the management of EL.K.AT. SA "AXIA e-shareholders meeting".

E. The publication of the Invitation with the mandatory data under paragraphs 3 and 4 of article 121 of Law 4548/2018 on the website of the General Commercial Register (www.businessportal.gr) and its publication via the electronic interconnection system and communication "HERMES".

F. The posting on the Company's website (www.eydap.gr) from the day the of the Invitation's publication until the day of the General Meeting: Invitation, Total number of shares and the voting rights incorporated on the date of the Invitation, form for the appointment of a representative, form of postal vote, form of appointment of a representative for participation in the voting before the General Meeting, two (2) (dated on 11/2021) Draft Contracts between the Greek State, the EYDAP Fixed Assets LEPL and EYDAP SA, the from 24.11.2021 Reports of article 101 par. 1 of Law 4548/2018 (fairness opinions) of the independent Single SA Providing Consulting Services "ERNST & YOUNG", the from 24.11.2021 legal opinion of the Law Firm "Lampadarios and Associates", the comments of the Board of Directors of the Company on the issues of the Agenda as well as any other document necessary for the sufficient information of the Shareholders.

G. The authorization of the Secretary of the Board of Directors of EYDAP SA for the execution of any other act and publication for the proper preparation and conduct of the Extraordinary General Meeting of Shareholders.

Athens, December 1st 2021

The Chairman of the Board of Directors of EYDAP SA

Theodora Varvarigou