

## INVITATION

#### To the Minority Shareholders of the Limited Liability Company named "WATER SUPPLY AND SEWERAGE COMPANY OF CAPITAL CITY, LIMITED LIABILITY COMPANY'. (E.YD.A.P. S.A.) General Commercial Register Number 121578960000

#### In a Special Meeting

By Decision taken in accordance with the Law and the Company's Articles of Association during its meeting on **May 9<sup>th</sup>, 2023**, the Board of Directors of the Limited Company with the name "Water Supply and Sewerage Company of the Capital City (EYDAP S.A.)", the Company's Minority Shareholders are invited to a Special Meeting on June **9<sup>th</sup> 2023**, **Friday at 11:00 a.m.**, which will be held entirely with the participation of the Shareholders remotely via video conference and using electronic means to discuss and take a decision on the following unique **agenda item**:

1. Election of two (2) representatives of the minority Shareholders to the Board of Directors of EYDAP SA, in accordance with articles 11 par. 2b and 36 of the Articles of Association.

In order to protect the participants in the Meeting and to ensure the continuity of business operations at the premises of the Company's headquarters, in accordance with the provision of article 120 par. 3 of Law 4548/2018, the Special Meeting of June 9<sup>th</sup> 2023, will be held from a distance in real time by video conference and using electronic media, under the conditions of article 125 of Law 4548/2018 and the specific provisions herein.

In addition, in accordance with article 28 par. 6 of the Company's Articles of Association, Shareholders are given the opportunity to participate remotely through postal voting, in the voting on the issue of the Special Meeting of June 9, 2023, which will be held before the Special Meeting, under the terms of article 126 of Law 4548/2018 and the specific provisions herein.

In case of failure to reach the quorum required by the Law and the Articles of Association, the Shareholders are called to a **Repetitive Special Meeting**, which will take place on June **16<sup>th</sup> 2023**, **Friday at 11:00 a.m.**, with the same agenda as above and in the same way, i.e. in real time by video conference and using electronic media as well as with the possibility of participating by postal vote.

#### A. RIGHT TO PARTICIPATE AND VOTE AT THE SPECIAL MEETING

Without prejudice to the last section of par. 1 of article 36 of the Company's Articles of Association, every legal or natural person who has shareholder status at the beginning of the fifth (5th) day before the Initial Meeting, is entitled to participate and vote in the Special Meeting Meeting on June 9, 2023, i.e. at the beginning of **June 4, 2023 (record date).** The above recording date **is also valid in the case of an adjourned or Repeated meeting**.

In relation to the Company, a shareholder is considered everyone who appears on the registration date as registered in the records of the Intangible Securities System (S.A.T.) of the "Hellenic Central Depository of Securities AE" (EL.K.A.T.) public limited company or the being identified as such based on the relevant date through registered or other intermediaries in



compliance with the provisions of the legislation (L. 4548/2018, L. 4569/2019, L. 4706/2020, Regulation (EU) 2018/1212 as well as the Regulation of Operation of Greek Central Securities Depository (Government Gazette B/1007/16.3.2021).

The proof of the shareholder status is done by any legal means and in any case based on information received by the Company from EL.K.A.T. up to and before the start of the Special Meeting or through the participants and registered mediators in the Central Securities Depository in case the shares are held in a collective account. A shareholder may participate in the Special Meeting on the basis of confirmations or notifications of articles 5 and 6 of Regulation (EU) 2018/1212 provided by the mediator unless the Meeting refuses such participation for an important reason that justifies the refusal to comply with these provisions (article 19 par. 1 Law 4569/2018, article 124 par. 5 Law 4548/2018). Each share entitles one vote.

The exercise of participation and voting rights does not presuppose the freezing of the beneficiary's shares, nor the observance of any other similar procedure which limits the possibility of selling and transferring them during the period of time between the date of registration and the date of the meeting of the Special Assembly.

#### B. <u>PARTICIPATION AND EXERCISE OF REMOTE VOTING RIGHTS</u> IN REAL TIME THROUGH CONFERENCING

In order for Shareholders to participate and vote in the Special Meeting of June 9<sup>th</sup>, 2023 or any repeat thereof, which will be held remotely in real time via video conference without their physical presence, it is **necessary to create and use an electronic account of the Shareholder or any of its representative on the electronic platform** developed by the Hellenic Stock Exchange Group - Athens Stock Exchange S.A. for the provision of services for holding General Meetings remotely in real time via video conference to issuing companies on the website <u>https://axia.athexgroup.gr</u>.

It is pointed out that Shareholders, journalists and in general any third party, except for the Members of the Board of Directors, the Secretary, the Minister supervising the Company or his authorized representative in writing and the persons who will be in charge, will not be allowed to enter the Meeting with the holding of said Assembly.

The online platform is provided by EL.K.A.T., while the ZOOM service is used for the video conference Meetings from the company Zoom Video Communications , Inc. \_

To access the electronic platform, a computer or mobile phone such as a smartphone or tablet, with an installed web browsing application (browser) and the ability to access the internet ( internet ) is required.

In order to create the account of the Shareholder or his representative on the above electronic platform, **the valid e-mail address (email) and the mobile phone** of the Shareholder or his possible representative are required.

In the event that upon entering the electronic platform **the above information entered by the Shareholder does not match the information registered in the Intangible Securities System** and notified to the Company by the "Hellenic Central Depository of Securities S.A." or through intermediaries, within the framework of the services to facilitate the identification of shareholders in remote General Meetings that it provides to the issuing public limited companies in accordance with Part 3 of No. 8 decision of the Board of Directors. of Hellenic Central Securities Depository S.A. "Technical conditions and procedures for the provision of the Registry Service, Corporate & Other Related Acts" as well as the "Terms and



conditions of remote Special Meeting of Shareholders" form, the Shareholder should update or update the above **information in order to create the account**.

To this end and to avoid malfunctions, **Shareholders are requested to contact the Participant of the Securities Account at S.A.T. or other intermediary acting as the Shareholder's custodian**, through which their shares are held, to notify and/or update their valid email address and mobile phone number for their identification.

Shareholders may contact the Company's Shareholder and Corporate Announcements Department for any questions and information by email at eydap-met@eydap.gr <u>or</u> by phone at (+30) 210 21 44 479 (during working days and hours).

Also, from the publication of this notice until the end of the Special Meeting, information on support issues will be provided to the Shareholders and their representatives at the number (+30) 210 33 66 576 or by email at the address <u>athexagmteam @ athexgroup.gr</u>.

On the date of the Special Meeting, in order to participate, the Shareholders must log in on time through the Online Platform, at least fifteen minutes (15') before the start time of the Special Meeting mentioned in this Invitation and declare the number of voting rights with which they will participate in the Special Meeting and vote and, if they wish to amend it (towards the smallest).

Shareholders who will participate in the Special Meeting via real-time video conference will be considered for the formation of the quorum and the majority and will be able to effectively exercise their rights during the Special Meeting.

Shareholders who have successfully connected to the online platform will be able to participate in the Special Meeting via video conference in real time via a link, which will be sent to them via email.

By activating the ZOOM teleconferencing application through the link at the start of the Special Meeting, Shareholders will be able to:

- a. monitor the Special Meeting by electronic or audio-visual means,
- **b.** take the floor and address the Special Meeting orally during the Special Meeting,

while at the same time through the online platform they will be able to:vote in real time during the Special Meeting on the subject of the Agenda and to

**d.** receive information about the registration of their vote.

#### C. <u>PROCEDURE FOR REMOTE VOTING PARTICIPATION</u> <u>TO BE HELD PRIOR TO THE SPECIAL MEETING</u> (MAIL BALLOT)

I. \_ The Shareholders are given the opportunity to participate themselves or their representatives remotely **in the voting** on the matter of the Special Meeting (or any repeat one) that will be held **before** the Special Meeting, under the conditions of article 126 of Law 4548/2018 and those mentioned below.

Shareholders who wish to participate remotely in the voting on the subject of the Agenda that will be held **before** the Special Meeting, may make use of the following possibilities:



- a. exercise the right to vote before the Special Meeting through the online platform <u>https://axia.athexgroup.gr</u> in which they will have previously created an account and successfully registered as mentioned under B above, no later than twenty-four (24) hours before the meeting of the Special Assembly (ie no later than 8.6.2023 and time 11.00 am).
- b. or fill in and send to the Shareholder and Corporate Announcements Service, at the address: Oropou 156, Galatsi, P.K. 111 46, the " Postal Voting Form " which has been posted at the electronic address <u>www.eydap.gr</u> at least twenty-four (24) hours before the meeting of the Special Assembly (ie no later than 8.6.2023 at 11.00 am).

The "Postal Voting Form" must be signed by the Shareholder (or his/her representative) and must be verified for authenticity. Alternatively, the completed "Form of Absentee Voting Form" may be signed by the Shareholder (or his/her representative) digitally using an approved digital signature (qualified certificate) or through the electronic platform for issuing a solemn declaration of gov.gr (https://www.gov.gr) and then sent by e-mail to the following e-mail address: eydapmet@eydap.gr at least twenty-four (24) hours prior to the General Meeting **(ie no later than 8.6.2023 at 11.00 am)**.

**c.** or participate based on confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote according to the above before the Special Meeting are counted for the formation of the quorum and majority, **only if the relevant votes have been received by the Company no later than 8.6.2023 at 11.00 am.** 

II. It is noted that Shareholders who wish to appoint proxies to participate remotely in the voting on the matter of the Special Meeting to be held before the Special Meeting, will be able to appoint one (1) proxy, whose appointment must be made at least forty eight (48) hours before the meeting of the Special Assembly (i.e. no later than 7.6.2023 at 11:00 a.m.), as specifically mentioned below under D.

After this deadline, it will not be possible to participate **by proxy** in the voting that will be held **before the Special Meeting.** 

- III. In case of failure to reach the quorum required in accordance with the Law and the Articles of Association to take decisions on the subject of the agenda on the date of June 9, 2023, the right to vote remotely by postal vote must be exercised again for the Repeated Special Meeting which will be held on June 16, 2023 at 11:00 a.m., in a voting process to be held before the Repeated Special Meeting, in the following ways:
  - a. by re-exercising the right to vote before the Repeated Special Meeting through the online platform <u>https://axia.athexgroup.gr</u> in which they will have previously created an account and successfully registered as mentioned under B above, no later than twenty four (24) hours before the meeting of the Repeated Special Meeting (ie no later than 15.6.2023 at 11.00 am).
  - **b.** or by completing and sending to the Service Shareholder Service and Corporate Announcements at: Oropou 156, Galatsi, P.K. 111 46, new " Postal Voting Form" that will be available from the Company in the event that no decision has been taken at the initial meeting of the Special Meeting on June 9, 2023, completed,



signed and verified for authenticity by the Shareholder (or his representative), or digitally signed by the Shareholder (or his representative) using a qualified certificate, which will then be sent via e-mail to the e-mail address: eydap-met@eydap.gr at least twenty <u>-</u> four (24) hours before the meeting of the Repeated Special Meeting (ie no later than 15.6.2023 at 11.00 a.m.).

**c.** or participate based on confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote according to the above before the Repeated Special Meeting are counted for the formation of the quorum and majority, **only if the relevant votes** have been received by the Company no later than 15.6.2023 at 11.00 am.

IV. For the potential Repeated Special Meeting of June 16, <sup>2023</sup>, Shareholders who did not appoint a proxy during the initial Special Meeting, or Shareholders who wish to replace the proxy they had appointed, to participate remotely in the voting that will be held before Special Assembly, they will be able to appoint one (1) representative at least forty-eight (48) hours before the meeting of the Repetitive Special Assembly (ie no later than 14.6.2023 at 11.00 am), as specifically mentioned below under D.

After this date it will not be possible to participate **by proxy** in the voting that will be held **before the Repeated Special Meeting**.

Shareholders may contact the Company's Shareholder and Corporate Announcements Service for any questions and information by email at eydap-met@eydap.gr <u>or by phone at</u> (+30) 210 21 44 479 (during working days and hours).

Also, the Shareholders are invited to ensure the confirmation of the successful sending of the "Postal Voting Form " and its receipt by the Company and for this purpose they can call the following telephone number: (+30) 210 21 44 479 (Shareholder and Corporate Services Service Announcements).

#### D. PARTICIPATION AND PROXY VOTING PROCEDURE

The Shareholder participates in the Special Meeting and votes either in person or through a proxy. Legal entities participate in the Special Assembly through their representatives. Each Shareholder may appoint up to three (3) representatives. **Specifically for the meeting of June 9th 2023 as well as any repeat meeting**, **the Shareholder may appoint one (1) representative** as specifically stated below.

The Shareholder may appoint a proxy for one or more Special Meetings to take place within a certain time. The representative votes in accordance with the Shareholder's instructions, if they exist, and is obliged to archive the voting instructions for at least one (1) year from the date of the Meeting or, in the event of its postponement, from the date of the last Repeated Meeting in which he used the power of attorney. The proxy's failure to comply with the instructions it has received does not affect the validity of the decision of the Special Meeting, even if the proxy's vote was decisive in achieving the majority. Regarding the appointment and revocation or replacement of the representative and the obligations of the Shareholder's representative, the provisions of article 128 par. 4 and 5 of Law 4548/2018 shall apply.

However, if the Shareholder owns shares of the Company that appear in more than one securities account, this limitation shall not prevent such Shareholder from appointing different proxies for the shares that appear in each securities account in connection with the



Special Meeting. A proxy acting for several Shareholders may vote differently for each Shareholder.

The Shareholder's representative is obliged to notify the Company before the start of the Special Assembly meeting, of any specific event that may be useful to the Shareholders for the assessment of the risk that the representative will serve interests other than those of the Shareholder. Within the meaning of this paragraph, a conflict of interest may arise in particular when the representative:

- **a.** It is a Shareholder who exercises control over the Company or another legal person or entity which is controlled by this Shareholder.
- **b.** Is a Member of the Board of Directors or in general of the Management of the Company or a Shareholder who exercises control over the Company or another legal person or entity controlled by a Shareholder who exercises control over the Company.
- **c.** Is an employee or auditor of the Company or of a controlling Shareholder of the Company or of another legal person or entity controlled by a controlling Shareholder of the Company.
- d. He is a spouse or first-degree relative of one of the natural persons in cases a to c.

The appointment and revocation or replacement of the representative is done in writing or by electronic means and is notified to the Company **at least forty-eight (48) hours** before the meeting of the Special Assembly, in accordance with the provision of paragraph 4 of article 128 of Law 4548/2018.

Specifically for the Shareholder's participation through a representative in the Special Meeting of June 9, 202 (or any Repetitive Meeting thereof), either remotely in real time via video conference, or in the voting on the subject of the Agenda that will be held before the Special Meeting, the Shareholder or Participant of the Securities Account at S.A.T. or other mediator acting as the Shareholder's custodian may appoint one (1) representative, whose appointment is required to be made at least forty-eight (48) hours before the meeting of the Special Meeting, i.e. no later than 7.6.2023 and time 11.00 am

For this purpose, the following forms are available from the Company:

(a) Form of proxy appointment to participate in the June 9, 2023 Special Meeting remotely in real time via video conference.

# (b) Proxy nomination form to vote on the matter of the June 9, 2023 Special Meeting to be held prior to the Special Meeting .

These forms are available in electronic form on the Company's website <u>www . eydap .</u> <u>gr</u> in the "Investor Relations" section and in printed form at the Service for Shareholders and Corporate Announcements (Oropou 156, Galatsi).

In the representative appointment form, the Shareholder is required to fill in the representative's full name, residential address, Police ID or Passport Number, email address and mobile phone number. Upon receipt of the above information by the Company and based on the representative's email address and mobile phone number as stated in the appointment form, the representative's account is created by the Company on the electronic voting platform and then the representative is notified by email to activate his account in order to be able to exercise the Shareholder's rights.



These forms, completed and signed by the Shareholder (or the Shareholder's representative in the case of a legal entity) with the original signature considered, are deposited or sent by post or courier service to the Shareholder and Corporate Announcements Service, Oropou 156, Galatsi, T.K. 111 46. Alternatively, the said forms can be digitally signed with an approved electronic signature (qualified certificate) and then sent by email to the email address evdap-met@evdap.gr.

The forms must be submitted to the Company in one of the above ways no later than 48 hours before the Special Meeting, **i.e. no later than 7.6.2023 at 11.00 am.** 

Shareholders are invited to ensure the confirmation of the successful sending of the proxy appointment form and its receipt by the Company, and for this purpose they can call (+30) 210 21 44 479 (Shareholder Service and Corporate Announcements Department).

#### E. MINORITY RIGHTS

- 1. Shareholders representing one-twentieth (1/20) of the paid-up capital have the right to submit a draft decision on the subject of the Agenda of the Special Meeting. The relevant request must reach the Board of Directors at least seven (7) days before the date of the Special Meeting (ie no later than June 2<sup>,2023</sup> at 11:00 a.m.)</sup>, and the draft resolutions are made available to the Shareholders, at least six (6) days before the date of the Special Meeting.
- 2. At the request of a Shareholder or Shareholders representing one-twentieth (1/20) of the paid-up share capital, the Chairman of the Meeting is obliged to postpone the decision-making on the subject of the Agenda of the Special Meeting once only, setting a day for the continuation of the meeting the one specified in the Shareholders' application, which, however, cannot be more than twenty (20) days from the date of postponement. The post-adjourned Meeting is a continuation of the previous one and it is not necessary to repeat the formalities of publishing the Shareholders' Invitation. New Shareholders may also participate in this Meeting, subject to the relevant participation formalities.

In all cases, the requesting Shareholders must prove their shareholder status and the number of shares they hold when exercising the relevant right by any legal means.

It is noted that the provisions of paragraphs 2, 6 and 7 of article 141 of Law 4548/2018 regarding the exercise of the rights of the Shareholders provided for therein, have no scope in this case due to the special nature of the Meeting and the exclusivity of the subject of the Daily Meeting Layout.

#### F. INQUIRIES OF SHAREHOLDERS

The Shareholders or their representatives who will participate in the teleconference of the Special Meeting in accordance with the above mentioned under B will be able to submit questions during the Meeting regarding the subject of the Agenda.

In any case, for optimal preparation of the Meeting, Shareholders are given the opportunity to send their questions in advance, in writing, to the Company's Shareholder Service and Corporate Announcements Service via email to the email address <u>eydap-met@eydap.gr</u> no later than June **8**, **2023 at 11:00 a.m.** 



### G. \_ AVAILABLE DOCUMENTS AND INFORMATION

The information and relevant documents of article 123 par. 3 and 4 of Law 4548/2018 and all the forms referred to in this Invitation are available in electronic form on the Company's website <u>www.eydap.gr</u> in the "Investor Relations" section and in printed form at the Service for Shareholders and Corporate Announcements (Oropou 156, Galatsi).

For any information, Shareholders can contact the Company's Shareholder Service and Corporate Announcements Department via email at <u>eydap-met@eydap.gr</u> or by phone at (+30) 210 21 44 479 (responsible Mr. Christos Anderriotis).

The Company invites Shareholders to monitor its website for any subsequent announcements regarding the upcoming Special Meeting.

**Galatsi, May 9, 2023** 

The Board of Directors