

«SOCIETE ANONYME ADMIE HOLDING S.A.»
under the trade name « **ADMIE HOLDING S.A.**»

The members of «ADMIE S.A.» Board of Directors (BoD) have obligations towards the Company stem from relative legislative provisions (such as among others Law 4548/2018, Law 3016/2002) and from general principles of the Corporate Law. Apart from provided obligations of faith, confidentiality, prohibition of competition, notification of own interests, etc., we refer to the following incompatibilities with the capacity of the Member of the Board:

- a) The members of the Board of Directors who participate in any given way in regards to the management of the Company as well as the managers themselves are prohibited to act without authorization of the general assembly or the relevant provision of the Article of Association, on their own behalf or on behalf of third parties, acts failing within the objectives of the company as well as to participate as general partners or sole shareholders or partners in companies with similar objectives.
- b) The independent non-executive members of the Board of Directors during the term of office shall not hold shares of the Company in a percentage greater than 0,5% of the Company's share capital «ADMIE S.A.» and shall not have any relation of dependence or with persons affiliated to the Company.

There is relation of dependence when a member of the Board of Directors:

- i. Has any business or professional relation with the Company or any company affiliated to the Company as per article 38 of Law 4308/2014, that influences the Company's business activities, especially when it is an important supplier or client of the Company.
 - ii. Is chairman of the Board of Directors or executive of the Company or has the above capacities or is executive member of the Board of Directors of any affiliated company as per article 38 of Law 4308/2014, or maintains an employment or contract labor relationship with the Company or any affiliated company.
 - iii. Is related up to the second degree or is spouse of an executive member of the Board of Directors or an executive of the company or a shareholder that has the majority of the share capital of the Company or affiliated company as per article 38 of Law 4308/2014
- c) Appointed pursuant to article 79 of Law 4548/2018.