



**Resolutions
of the Ordinary General Meeting
of Shareholders of Alpha Services and Holdings S.A. held on 27.7.2023**

The Ordinary General Meeting of Shareholders of Alpha Services and Holdings S.A. (the "Company"), which was held remotely in real time via teleconference on 27.7.2023 at 10:00, was attended, with regard to all items of the agenda, in person or by proxy, by 687 Shareholders, representing 1,609,263,400 common, registered, dematerialized shares with voting rights, out of a total of 2,348,908,567 common, registered, dematerialized shares with voting rights, namely 68.51% of the voting share capital of the Company.

Item 1: Approval of the Annual Separate and Consolidated Financial Statements of the financial year 2022 (1.1.2022 - 31.12.2022), together with the relevant reports of the Board of Directors which are accompanied by the Statutory Certified Auditors' Report.

The Ordinary General Meeting approved the Annual Separate and Consolidated Financial Statements for the financial year 2022 (1.1.2022 - 31.12.2022), together with the relevant reports of the Board of Directors which are accompanied by the Statutory Certified Auditors' Report.

Additionally, the Ordinary General Meeting resolved that the results of the financial year 2022 be allocated as follows:

- formation of a statutory reserve of Euro 747,344.79 [which is one-twentieth (1/20) of the net profit for the year 2022].
- increase of the intragroup dividends reserve by Euro 1,290,000.00.
- increase of the Retained Earnings by Euro 12,909,550.96.
- non-distribution of dividends to the Shareholders of the Company for the financial year 2022 in accordance with the legal and regulatory framework currently in force.

VALID VOTES: 1,606,774,394 (99.84%) ABSTENTION: 2,489,006 (0.16%) VOID VOTES: 0 (0.00%)
FOR: 1,606,734,891 (99.84%)
AGAINST: 39,503 (0.00%)

Item 2: Approval of (a) the netting-off of the Retained Earnings/(Losses) against the Statutory Reserve, the Special Reserve of article 31 of law 4548/2018 and the Share Premium and (b) the potential distribution of the intragroup dividend reserve.

The Ordinary General Meeting approved:

- (a) subject to the prior permission of the European Central Bank (ECB), the netting-off of Retained Losses of the amount of Euro 775,981,530.12 by order of priority against the Statutory Reserve of Euro 747,344.79, the Special Reserve of article 31 of law 4548/2018 of Euro 296,424,403.51 and against the Share Premium of an amount of Euro 478,809,781.82,
- (b) the potential distribution to the Company's Shareholders of the intragroup Special Dividend Reserve of Euro 790,067,132.67, subject to all applicable laws and regulations,
- (c) the authorization of the Board of Directors to proceed with the implementation of the above, taking into account the applicable legal and tax framework.

VALID VOTES: 1,609,263,400 (100.00%) ABSTENTION: 0 (0.00%) VOID VOTES: 0 (0.00%)
FOR: 1,609,261,900 (100.00%)
AGAINST: 1,500 (0.00%)

Item 3: Approval of the overall management for the financial year 2022 (1.1.2022 - 31.12.2022) as per article 108 of law 4548/2018 and discharge of the Statutory Certified Auditors for the financial year 2022, in accordance with article 117(1)(c) of law 4548/2018.

The Ordinary General Meeting approved the overall management by the Members of the Board of Directors for the financial year 2022 (1.1.2022 - 31.12.2022), as per article 108 of law 4548/2018, and discharge, in accordance with article 117 par. 1(c) of law 4548/2018, of the Statutory Certified Auditors from any liability for their actions and for the audit of the Financial Statements for the financial year 2022, respectively.

VALID VOTES: 1,606,024,777 (99.80%) ABSTENTION: 3,238,623 (0.20%) VOID VOTES: 0 (0.00%)
FOR: 1,598,752,463 (99.35%)
AGAINST: 7,272,314 (0.45%)

Item 4: Appointment of Statutory Certified Auditors for the financial year 2023 (1.1.2023 - 31.12.2023) and approval of their fee.

The Ordinary General Meeting, according to the proposal of the Board of Directors of the Company and following the relevant recommendation of the Audit Committee, approved the appointment of the audit firm with the corporate name “Deloitte Certified Public Accountants S.A.” and the trade name “Deloitte” (Institute of Certified Public Accountants of Greece Registration No E 120) for the statutory audit of the Company’s separate and consolidated Financial Statements for the period from 1.1.2023 to 31.12.2023 for a fee amounting to Euro 0.2 million plus V.A.T.

VALID VOTES: 1,609,263,400 (100.00%)	ABSTENTION: 0 (0.00%)	VOID VOTES: 0 (0.00%)
FOR: 1,604,742,122 (99.72%)		
AGAINST: 4,521,278 (0.28%)		

Item 5: Approval of the Members of the Board of Directors' remuneration for the financial year 2022 (1.1.2022 - 31.12.2022).

The Ordinary General Meeting approved the remuneration of the Non-Executive Members of the Board of Directors, including the Independent Non-Executive Members, in their capacity as Members, for the financial year 2022, amounting to a total of Euro 1,332,902.55.

VALID VOTES: 1,608,703,400 (99.97%) ABSTENTION: 560,000 (0.03%) VOID VOTES: 0 (0.00%)
FOR: 1,608,703,400 (99.97%)
AGAINST: 0 (0.00%)

Item 6: Approval, in accordance with article 109 of law 4548/2018, of the advance payment of remuneration to the Members of the Board of Directors for the financial year 2023 (1.1.2023 - 31.12.2023).

The Ordinary General Meeting approved, in accordance with article 109 of law 4548/2018, the advance payment of remuneration to the Members of the Board of Directors, in their capacity as Members, in respect of the financial year 2023 (1.1.2023 - 31.12.2023), as per the proposal of the Board of Directors.

VALID VOTES: 1,608,555,170 (99.96%) ABSTENTION: 708,230 (0.04%) VOID VOTES: 0 (0.00%)
FOR: 1,608,553,170 (99.96%)
AGAINST: 2,000 (0.00%)

Item 7: Deliberation and advisory vote on the Remuneration Report for the financial year 2022, in accordance with article 112 of law 4548/2018.

The Ordinary General Meeting cast a positive vote on the Remuneration Report for the financial year 2022, in accordance with article 112 of law 4548/2018.

VALID VOTES: 1,608,703,400 (99.97%) ABSTENTION: 560,000 (0.03%) VOID VOTES: 0 (0.00%)
FOR: 1,598,663,482 (99.34%)
AGAINST: 10,039,918 (0.63%)

Item 8: Approval of the updated and amended Remuneration Policy of the Members of the Board of Directors in accordance with articles 110 and 111 of law 4548/2018.

The Ordinary General Meeting approved the updated and amended Remuneration Policy of the Members of the Board of Directors, in accordance with articles 110 and 111 of law 4548/2018, as proposed by the Board of Directors, following a relevant recommendation by the Remuneration Committee.

VALID VOTES: 1,603,932,023 (99.67%) ABSTENTION: 5,331,377 (0.33%) VOID VOTES: 0 (0.00%)
FOR: 1,428,102,734 (88.74%)
AGAINST: 175,829,289 (10.93%)

Item 9: Submission of the Activity Report of the Audit Committee for the year 2022, in accordance with article 44 of law 4449/2017 (non-voting item).

The Ordinary General Meeting took cognizance of the Activity Report of the Audit Committee for the year 2022, in accordance with article 44 of law 4449/2017, as in force.

Item 10: Submission of the Report of the Independent Non-Executive Members, according to article 9(5) of law 4706/2020 (non-voting item).

The Ordinary General Meeting took cognizance of the Report of the Independent Non-Executive Members, as per the provisions of article 9 par. 5 of law 4706/2020.

Item 11: Approval of the updated and amended Suitability and Nomination Policy for the Members of the Board of Directors.

The Ordinary General Meeting approved the revised Suitability and Nomination Policy for the Members of the Board of Directors.

VALID VOTES: 1,609,263,400 (100.00%)	ABSTENTION: 0 (0.00%)	VOID VOTES: 0 (0.00%)
FOR: 1,607,479,589 (99.89%)		
AGAINST: 1,783,811 (0.11%)		

- Item 12:** (a) Announcement on the election by the Board of Directors of two new Members of the Board of Directors in replacement of Members who have tendered their resignation (non-voting item).
 (b) Decision on the appointment of Independent Non-Executive Members of the Board of Directors (itemized ballot).

12 (a): The Ordinary General Meeting was informed that, in accordance with article 82 par. 1 of law 4548/2018 and article 10 par. 1 of the Company's Articles of Incorporation, the Board of Directors, following a relevant recommendation by the Corporate Governance, Sustainability and Nominations Committee and the assessment of the fulfilment of the suitability criteria and independence requirements set by the regulatory and legislative framework, at its meeting held on 29.6.2023 resolved on the election of Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou as Independent Non-Executive Members of the Board of Directors of the Company with effect as of 27.7.2023 or on any date the subsequent General Meeting of Shareholders shall be convened, in replacement of the Independent Non-Executive Members Messrs. Richard R. Gildea and Shahzad A. Shahbaz respectively, who have tendered their resignation with effect as of the same abovementioned date, for the rest of the tenure of the abovementioned Members who have tendered their resignation.

12 (b): The Ordinary General Meeting resolved on the appointment of Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou, who fulfill the independence criteria according to article 9 of law 4706/2020, as Independent Non-Executive Members of the Board of Directors for the rest of the tenure of the Board of Directors of the Company, as this was determined during their election by the resolution of the Ordinary General Meeting of Shareholders dated 22.7.2022.

12.b.1	Diony C. Lebot
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VALID VOTES: 1,606,467,800 (99.83%) ABSTENTION: 2,795,600 (0.17%) VOID VOTES: 0 (0.00%)
 FOR: 1,606,358,255 (99.82%)
 AGAINST: 109,545 (0.01%)

12.b.2	Panagiotis I.-K. Papazoglou
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VALID VOTES: 1,606,467,800 (99.83%) ABSTENTION: 2,795,600 (0.17%) VOID VOTES: 0 (0.00%)
 FOR: 1,606,358,255 (99.82%)
 AGAINST: 109,545 (0.01%)

Item 13: Determination of the type of the Audit Committee, its term of office, the number and the qualifications of its Members as per article 44 par. 1 case b) of law 4449/2017.

The Ordinary General Meeting resolved that:

- the Audit Committee will remain a Committee of the Board of Directors, consisting of five (5) of its Members, in particular, four (4) Independent Non-Executive Members, according to the provisions of article 9 pars. 1 and 2 of law 4706/2020, and one (1) Non-Executive Member.
- the term of office of the Committee Members appointed by the Board of Directors in accordance with article 44 par. 1 case c) of law 4449/2017 shall follow their term of office as Members of the Board of Directors, i.e. their tenure shall be quadrennial and may be extended until the termination of the deadline for the convocation of the next Ordinary General Meeting and until the relevant resolution has been adopted.
- the Members of the Committee will be appointed by the Board of Directors, in accordance with article 44 par. 1 case c) of law 4449/2017, as in force, and the Audit Committee Charter and shall satisfy the criteria/qualifications set out in article 44 of law 4449/2017 as well as in the Audit Committee Charter.

VALID VOTES: 1,606,467,800 (99.83%) ABSTENTION: 2,795,600 (0.17%) VOID VOTES: 0 (0.00%)
FOR: 1,587,076,028 (98.62%)
AGAINST: 19,391,772 (1.21%)

Item 14: Publication to the Ordinary General Meeting of the Shareholders of the Company, according to article 97 par. 1(b) of law 4548/2018, of any cases of conflict of interest and agreements of the financial year 2022 which fall under article 99 of law 4548/2018 (non-voting item).

The Ordinary General Meeting of the Shareholders was informed according to article 97 par. 1(b) of law 4548/2018 of the cases of conflict of interest and of the agreements for the financial year 2022 which fall under article 99 of law 4548/2018.

Item 15: Establishment of a Share Buyback Program in accordance with article 49 of law 4548/2018 and authorization to the Board of Directors for its implementation.

The Ordinary General Meeting approved the establishment of a Share Buyback Program for acquisition by the Company of own existing common, registered dematerialized shares, with voting rights, pursuant to provisions of article 49 of law 4548/2018, as per the terms and conditions described in the relevant recommendation of the Board of Directors, and authorized the Board of Directors of the Company to define at its discretion any other detail and to proceed with all necessary actions for the implementation of the Share Buyback Program.

The implementation of the above resolution is subject to prior permission from the European Central Bank (ECB) under article 78 of the CRR II, and the acquisition of own shares is subject to the approval of the Hellenic Financial Stability Fund (HFSF) under article 16C of law 3864/2010.

VALID VOTES: 1,609,196,297 (100.00%) ABSTENTION: 67,103 (0.00%) VOID VOTES: 0 (0.00%)
FOR: 1,604,604,782 (99.71%)
AGAINST: 4,591,515 (0.29%)

Item 16: Establishment, in accordance with article 114 of law 4548/2018, of a program for free distribution of shares of the Company for Members of the Management and Employees of the Company and its affiliates and granting of authorization to the Board of Directors in relation to the program.

The Ordinary General Meeting approved the establishment, in accordance with article 114 of law 4548/2018, of a program for free distribution of shares of the Company for Members of the Management and Employees of the Company and its affiliates, as per the terms and conditions described in the relevant recommendation of the Board of Directors, and the granting of authorization to the Board of Directors to:

- a. determine the specific terms and conditions of the Plan and the Beneficiaries of each cycle of the Plan, following a recommendation by the Remuneration Committee, amend, subject to the above, any provisions of the Plan and proceed with all necessary actions for the Plan's implementation, in accordance with the applicable remuneration policies and all Applicable Laws and Regulations and
- b. further authorize one or more of its Members and/or the HR Department of the Company to proceed with any necessary actions for the award and allocation of the shares to Beneficiaries under the Plan.

VALID VOTES: 1,603,932,023 (99.67%) ABSTENTION: 5,331,377 (0.33%) VOID VOTES: 0 (0.00%)
FOR: 1,264,604,603 (78.58%)
AGAINST: 339,327,420 (21.09%)

Item 17: Granting of authority, in accordance with article 98 par. 1 of law 4548/2018, to the Members of the Board of Directors and the General Management as well as to Managers of the Company to participate in the boards of directors or in the management of companies having purposes similar to those of the Company.

The Ordinary General Meeting approved the granting of authority to the Members of the Board of Directors and to other Executives of the Company to participate in the boards of directors and/or in the management of companies having purposes similar to those of the Company, provided that these companies do not have their registered offices and/or are not materially active in countries where the Company has a material presence.

VALID VOTES: 1,609,263,400 (100.00%)	ABSTENTION: 0 (0.00%)	VOID VOTES: 0 (0.00%)
FOR: 1,609,261,400 (100.00%)		
AGAINST: 2,000 (0.00%)		
