



Resolutions of the Extraordinary General Meeting

Maroussi, 15 September 2023

The Extraordinary General Meeting of the Shareholders, which was held on Friday, September 15th, 2023 at the registered seat of the Company at Maroussi, Attica, and virtually, in real time, via teleconference, was lawfully attended by 157 shareholders representing 130,378,905 common registered shares of a total of 173,416,884 common registered shares and there was a 75.18% quorum of the Company's paid-up share capital.

The Meeting discussed and took decisions on all items of the agenda, as follows:

1. Approval (a) of the Draft Demerger Agreement regarding the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» via absorption by the Company and the company «LAMDA MALLS SERVICES AND REAL ESTATE DEVELOPMENT SOCIETE ANONYME» with distinctive title «LAMDA MALLS S.A.» and incorporation of a new company, (b) of the Transformation Balance Sheet of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» dated 31.12.2022, (c) of the Valuation Report of the assets (assets and liabilities) of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» dated 19.07.2023, pursuant to article 17 of Law 4548/2018, as in force.

The Extraordinary General Meeting of the Shareholders, in accordance with article 66 of Law 4601/2019, as in force, approved the following:



(a) the Draft Demerger Agreement dated 28.07.2023 regarding the common demerger of its 100% subsidiary company under the corporate name «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» (the «**Demerged Company**») via absorption by the Company (the «**Beneficiary A by Absorption**») and the company «LAMDA MALLS REAL ESTATE SERVICES AND DEVELOPMENT SOCIETE ANONYME» with distinctive title «LAMDA MALLS S.A.» (the «**Beneficiary B Absorption**») and incorporation of a new company (the «**Beneficiary by Incorporation**»), pursuant to the provisions of paragraph 4 of article 55 and of articles 75, 59-74 and 83-87 of Law 4601/2019 (on corporate transformations), of Law 4548/2018 (on societe anonymes) and the provisions of article 54 of Law 4172/2013 in conjunction with article 61 of Law 4438/2016, as in force (the «**Demerger**»);

(b) the Transformation Balance Sheet of the assets (assets and liabilities) of the Demerged Company, dated 31.12.2022;

(c) the Valuation Report of the assets (assets and liabilities) of the Demerged Company dated 19.07.2023, with reference date the date of the Transformation Balance Sheet, i.e., 31.12.2022, which was drafted, pursuant to article 17 of Law 4548/2018, by the independent audit firm under the corporate name «KPMG AUDIT SOCIETE ANONYME» with ACCA Reg. No. 186.

	Shares	Percentage
FOR	130,378,905	100.00%
AGAINST	0	0.00%
ABSTAIN	0	0.00%



2. Approval of the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» via absorption by the Company and by the company «LAMDA MALLS SERVICES AND REAL ESTATE DEVELOPMENT SOCIETE ANONYME» with distinctive title «LAMDA MALLS S.A.», and incorporation of a new company, pursuant to the provisions of articles 55 par. 4, 75, 59-74 and 83-87 of Law 4601/2019 on corporate transformations, the provisions of Law 4548/2018 and the provisions of article 54 of Law 4172/2013 in conjunction with article 61 of Law 4438/2016, as in force.

The Extraordinary General Meeting of the Shareholders approved the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A» via absorption by the Company and the company «LAMDA MALLS SERVICES AND REAL ESTATE DEVELOPMENT SOCIETE ANONYME» with distinctive title «LAMDA MALLS S.A.», and incorporation of a new company pursuant to the provisions of articles 55 par. 4, 75, 59-74 and 83-87 of Law 4601/2019 on corporate transformations, the provision of Law 4548/2018 as well as the provisions of article 54 of Law 4172/2013 in conjunction with article 61 of Law 4438/2016, as in force.

	Shares	Percentage
FOR	130,378,905	100.00%
AGAINST	0	0.00%
ABSTAIN	0	0.00%



3. Approval of all to date acts, actions and declarations of the Board of Directors and of the Company's representatives or proxies for the purposes of the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A».

The Extraordinary General Meeting of the Shareholders approved all to date acts, actions and declarations of the Board of Directors and of the Company's representatives or proxies for the purposes of the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A».

	Shares	Percentage
FOR	130,378,905	100.00%
AGAINST	0	0.00%
ABSTAIN	0	0.00%

4. Approval of the articles of association of the new (beneficiary) société anonyme that will be incorporated as a 100% subsidiary of the Company, as a result of the common demerger of the company «LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management» with distinctive title «L.O.V. S.M.S.A».

The Extraordinary General Meeting of the Shareholders approved, together with the Draft Demerger Agreement, the articles of association of the Beneficiary by Incorporation, which will be incorporated as a 100% subsidiary of the Company, namely the single member societe anonyme under the corporate name «THE MALL ATHENS REAL ESTATE DEVELOPMENT AND MANAGEMENT SINGLE-MEMBER SOCIETE ANONYME» and the distinctive title «THE MALL ATHENS S.M.S.A» which will have its registered office at the Municipality of Maroussi, 37A



Kifissias Avenue, Maroussi, 151 23 (within Golden Hall) and the articles of association of which will be included in the Notarial Deed of the Demerger (as defined below).

The full text of the Articles of Association of the Beneficiary by Incorporation «THE MALL ATHENS REAL ESTATE DEVELOPMENT AND MANAGEMENT SINGLE - MEMBER SOCIETE ANONYME», which is available to the shareholders, includes the mandatory by Law 4548/2018, as in force, contents and reflects its provisions.

	Shares	Percentage
FOR	129,488,673	99.32%
AGAINST	73,396	0.06%
ABSTAIN	816,836	0.63%

5. Appointment of a Company representative for the signing of the notarial deed of the Demerger.

The Extraordinary General Meeting of the Shareholders approved the granting of special authorizations to Messrs. **(a) Theodoros Gavriilidis** of Alexandros and Aikaterini, resident of Maroussi, Attica, 37^A Kifissias Avenue, holder of the under no. AB 043218 police ID card, issued by the Police Station of Psychiko on 03.02.2006 (T.I.N. 047792641, Tax Office of Psychiko), or **(b) Charalampos Gkoritsas** of Christos and Alexandra, resident of Maroussi, Attica, 37^A Kifissias Avenue, holder of the under no. AE 109453 police ID card, issued by the Police Station of Agia Paraskevi on 02.03.2007 (T.I.N. 074641008, Tax Office of Chologos), or **(c) Konstantina Karatopouzi** of Georgios and Francis, resident of Maroussi, Attica, 37^A Kifissias Avenue, holder of the under no. Ξ 152463 police ID card, issued by the Police Station of Kalamaki on 02.12.1988 (T.I.N. 074881956, Tax Office of Kifissia), or **(d) Melina – Sotiria Paizi** of Georgios and Tarsia, resident of Maroussi, Attica, 37^A Kifissias Avenue, holder of the under no. AM 140342 police ID card, issued by the Police Station of Vouliagmeni on 02.06.2016 (T.I.N. 074350291, Tax Office of



Glyfada), to, acting individually as representatives of the Company and on its behalf, sign the notarial deed of Demerger via absorption and incorporation of a new company (the «**Notarial Deed of Demerger**») as well as any other relevant document, statement, application, certificate, etc. and take any necessary or desirable action for the implementation and completion of said Demerger, including any corrections, amendments and/or additions to the above Notarial Deed of Demerger.

	Shares	Percentage
FOR	130,378,905	100.00%
AGAINST	0	0.00%
ABSTAIN	0	0.00%

6. Other items and announcements.

No other items and announcements were made.