



## **INTERNAL REGULATION**

10<sup>th</sup> Revision 17/09/2025

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## 1. INTRO

This Internal Regulation (hereinafter the "Regulation") of the Company "LAMDA Development Holding and Real Estate Development Société Anonyme" (hereinafter the "Company") was prepared in accordance with the regulatory decisions of the Hellenic Capital Market Commission and the provisions of Law 4706/2020 on the corporate governance of sociétés anonymes listed on the Athens Stock Exchange. The current revision of this Regulation shall enter into force upon approval of the Board of Directors of the Company (the BoD) during the meeting dated 17/09/2025 .

This Regulation is based on the organizational structure of the Company,, it corresponds to its size and object and contains binding provisions regarding the powers and responsibilities of the Company's administrative bodies and senior management.

This Regulation governs, *inter alia*:

- The organizational structure, the scope of the committees, the Divisions/Departments/Units, as well as the duties of their heads and their reporting lines;
- The policies and procedures ensuring the Company's compliance with legislative and regulatory provisions governing its organization, operation, and activities;
- The reporting of the main features of the Internal Audit System, namely the operation of the Internal Audit, Risk Management Unit and Regulatory Compliance Unit;
- The procedure for disclosing any dependency relationships of the independent non-executive members of the BoD and persons closely associated with them;
- The policies and procedures for preventing and addressing conflicts of interest;
- The procedure for the recruitment of senior management officers and the evaluation of their performance;
- The sustainable development policy followed by the Company;
- The procedures for ensuring compliance of persons discharging financial responsibilities, as defined in article 3, par. 1(25) of Regulation (EU) No. 596/2014, as well as persons closely associated with them, within the meaning of article 2, par. 14 of these presents, including the requirements provided under article 19 of Regulation (EU) No. 596/2014;
- The procedure for managing inside information and properly informing the public, in accordance with Regulation (EU) 596/2014;
- The procedure for the compliance with the obligations arising from articles 99 to 101 of Law 4548/2018, on related-party transactions;
- The policy and procedure for the periodic evaluation of the Internal Control System according to recognised evaluation standards, as well as for the implementation of the provisions on corporate governance under Law 4706/2020;

- The Training Policy for Directors, Management Officers & Other Officers of the Company involved in Internal Audit, Risk Management, Regulatory Compliance and Informational Systems.

The Purpose of the Regulation is to regulate the organization and operation of the Company in order to ensure:

- Business Integrity;
- Transparency of business;
- Oversight of the Management and in particular the decision-making process;
- Compliance with the legislation and in particular with the obligations laid down for listed companies.

The respective heads of the various divisions supervise and direct the operations of their subordinate Divisions / Departments / Units as detailed below, and report directly to the CEO and cooperate with the competent officers that are responsible for other matters.

This Regulation shall be read in conjunction with the provisions of the Company's Articles of Association and shall be communicated to the Company's employees, who shall comply with it, while it is also published on the Company's website.

Responsibility for revising the Internal Regulation rests with the Human Resources and Corporate Governance functions

## **2. OBJECT**

The Company is active in the development of real estate and in the provision of all kinds of services related to the construction, operation, management and disposal of real estate.

The purpose of the Company in accordance with its articles of association is:

- The acquisition, management and disposal of shares and in general of shares options or other participations in companies of any form and of any economic activity sector, for own account.
- The acquisition, management, development, construction, exploitation and disposal of all kinds of real estate property.
- The provision of business administration services.
- The planning, construction, supervision and management of technical projects.
- The provision of services to support operational needs of third companies in any business sector, such as airports and air transport, commodities distribution, amenity centers, hotels, yachts, shopping centres, etc.
- Any activity relevant to the above;

### **3. ORGANIZATIONAL STRUCTURE OF THE COMPANY**

The Company is organizationally divided into Divisions (and, where applicable, into Units and Departments), each with a clear and specific scope. The scope and core responsibilities of each Division are adjusted in accordance with the prevailing needs of the Company.

The organizational structure is determined based on the recommendations of the competent Heads and Directors to Human Resources and Corporate Governance, followed by their joint recommendation to the Chief Executive Officer of the Company. The responsibilities of each Division at any given time are defined according to the needs of the Company. Employees are vested with appropriate and sufficient responsibilities to perform the duties of the position assigned to them.

The organization of the Company, as reflected in its currently valid organizational chart, is structured in line with its fundamental purpose.

#### **3.1 GENERAL MEETING**

The General Meeting of shareholders is the supreme organ of the company and has the power to decide upon all matters relating to the company. Its duly-taken decisions are binding upon all the Shareholders, including those absent or disagreeing. The result of the voting is announced by the chair of the general meeting as soon as it is obtained. The results of the voting are published on the Company's website under the responsibility of the BoD within five (5) days at the latest from the date of the General Meeting, specifying, for each resolution, at least the number of shares represented by the valid votes cast, the shareholding represented by such shares, the total number of valid votes, and the number of votes in favour and against any resolution and the number of abstentions.

The Company assists and provides for both the participation of the shareholders in the general meetings and for the material exercise of their rights to the extent possible. In order to ensure the greatest possible participation of shareholders in the General Meeting on the basis of full information, the company puts in place mechanisms for the timely publication of the invitation to the General Meeting, which must at least specify the date, venue, proposed agenda and exact description of the procedures for the participation and voting of shareholders. To the extent that any questions of shareholders on items on the agenda are not answered during the meeting, the Company implements a procedure for submitting the relevant answers.

### **3.2 BOARD OF DIRECTORS**

The BoD is the competent body responsible for decisions on all matters relating to the representation, management, administration, and, in general, the pursuit and realization of the Purpose of the Company. In particular, the BoD:

- May delegate the powers of management and representation of the Company to one or more persons, whether Members or not, simultaneously determining the scope of such delegation, as well as their right to further delegate the exercise of the powers so assigned, or part thereof, to other Members of the BoD or third parties. Such delegation may be made generally for an indefinite or fixed period of time, or specifically for certain acts.
- Has the authority to decide on the issuance of bond loans, except for those for which the General Meeting is competent pursuant to Articles 71 and 72 of Law 4548/2018. With regard to bond loans convertible into shares, the BoD may decide on their issuance following authorization by the General Meeting, in accordance with Article 24 of Law 4548/2018.
- Consists of executive, non-executive, and independent non-executive members. The capacity of BoD members as executive or non-executive is determined by the BoD. The independent non-executive members are elected by the General Meeting.

### **3.3. SECRETARY OF THE BOARD OF DIRECTORS**

The Board of Directors (BoD) is supported by a Secretary, who is the Head of the General Directorate of Legal Services and Regulatory Compliance and attends its meetings. All members of the BoD have access to the services of the Secretary. The role of the Secretary is to provide practical support to the Chairman and the other members of the BoD, collectively and individually, ensuring the compliance of the BoD with applicable laws and regulations, as well as the Company's internal rules.

Under the supervision of the Chairman of the BoD, the responsibilities of the Secretary include:

- Ensuring the proper flow of information between the BoD and its committees, as well as between senior executives and the BoD,
- Designing an induction program for BoD members immediately after the commencement of their term of office, and ensuring their continuous and comprehensive briefing on matters concerning the Company,
- Ensuring the effective organization of both BoD meetings and shareholders' meetings, and the overall proper communication of the latter with the BoD, as well as of BoD members among themselves, in compliance with the applicable legal and statutory requirements,
- Keeping the minutes of the meetings of the BoD and the General Meeting.

Further information regarding the operation of the BoD, the role and responsibilities of the executive and non-executive members, as well as of the Chairman of the BoD, the Chief

Executive Officer, and the Secretary of the BoD, is set out in the BoD Rules of Procedure, which is published on the Company's website and attached hereto as an Annex.

### **3.4 COMMITTEES OF THE BOARD OF DIRECTORS**

Reporting directly to the BoD are the Audit Committee, the Remuneration & Nomination Committee, and the Sustainability Committee.

#### **3.4.1 AUDIT COMMITTEE**

The Audit Committee was initially established under Article 37 of Law 3693/2008, in accordance with the specific terms and provisions of the aforesaid law, upon decision of the Annual General Meeting of Shareholders, dated 5 May 2009. The implementation of the provisions of Law 4449/2017, made necessary the re-establishment of the Audit Committee, which was carried out in accordance with a relevant decision of the Annual General Meeting of Shareholders, dated 15 June 2017. Upon enactment of the provisions of Law 4706/2002, arose the need for the re-establishment of the Audit Committee and the adjustment of its Charter.

The purpose of the Audit Committee is to assist the Company's BoD in its duties with regard to financial reporting, Internal Audit System (IAS), and Corporate Governance System (CGS), statutory audit, and information and IT systems security. In particular, the Audit Committee:

- Serves as the channel of communication between the BoD, the Internal Audit Service, the statutory auditors, and the Company's Senior Management Officers in relation to the work assigned to it.
- Assists the BoD in fulfilling its duties with respect to the following:
  - Proper application of accounting principles and the process of preparing financial reporting.
  - Ensuring the adequate and effective operation of the Internal Control System, i.e., the entirety of internal audit mechanisms and procedures, including risk management, internal audit, and regulatory compliance, as well as the Corporate Governance System, namely Articles 1–24 of Law 4706/2020.
  - Oversight of the statutory audit.
  - Oversight of the security of the Company's information and information systems.
  - Informing the investment community regarding the sustainability policy adopted by the Company.

More information on the aim, composition, responsibilities, operation, term of office and evaluation of the Audit Committee, as well as the tasks and responsibilities of the Chair of the Audit Committee, are set forth in the Audit Committee's Charter, which is uploaded on the Company's website and attached hereto as an Annex.

### 3.4.2 COMPENSATION AND NOMINATION COMMITTEE

The Remuneration & Nomination Committee was initially established pursuant to the decision of the BoD dated 01/03/2011, resulting from the merger of the Remuneration Committee (established on 16/07/2004) and the Nomination & Corporate Governance Committee (established on 11/09/2007). With the implementation of the provisions of Law 4706/2020, it became necessary to re-establish the Committee and adapt its Operating Regulation accordingly.

The purpose of the Committee is to assist the BoD with respect to the following:

- The general principles governing the management of the Company's human resources, and especially the policies on compensation, benefits and incentives for the Board of Directors, the Managing Director or the latter's alternate, if the case may be, and the senior management officers of the Company, in accordance with the market conditions and the socio-economic context in general; and
- The enhancement of the administrative centres of the Company; and ensuring the efficient management of the Company, by identifying, presenting and nominating suitable candidates to fill vacancies on the Board; More specifically, for the purpose of nominating candidates to serve on the Board, the Committee takes into account the factors and criteria set by the Company according to the Eligibility Policy of the company.

More information on the aim, composition, responsibilities, operation, term of office and evaluation of the Compensation & Nomination Committee, as well as the tasks and responsibilities of its Chair, are set forth in the Compensation & Nomination Committee's Rules of Procedure, which is uploaded on the Company's website and attached hereto as an Annex.

### 3.4.3. SUSTAINABLE DEVELOPMENT COMMITTEE

The Sustainable Development Committee was initially established pursuant to the decision of the Company's Board of Directors dated 07/02/2024. It is a mixed Committee, consisting of members of the Board of Directors, the majority of whom are independent and non-executive, as well as Senior Management Officers of the Company. The exact number of Committee members is determined by decision of the Board of Directors, which is also responsible for appointing the Chair and the members of the Committee.

The purpose of the Committee is to provide assistance to the Board of Directors with respect to strengthening and overseeing the Company's and the Group's long-term commitment to achieving their strategic Sustainable Development objectives. The main responsibilities of the Sustainable Development Committee include monitoring the implementation of the Sustainable Development Strategy, supporting its integration into the business model of the Company and its subsidiaries, as well as ensuring its alignment with the Group's overall strategy.

Further information regarding the purpose, composition, responsibilities, operation, term of office, and evaluation of the Committee is set out in its Terms of Reference, which is published on the Company's website and attached hereto as an **Annex**.

### **3.5 MANAGEMENT COMMITTEES**

#### **3.5.1 MANAGEMENT COMMITTEE**

The Management Committee is appointed by the Chief Executive Officer and consists of the following Directors:

- Investments
- Property & Facility Management
- Hellenikon Project Execution
- Hellenikon Project Controls
- Development of Shopping Malls, Metropolitan Park, Entertainment/Culture and Hotel Projects of Hellenikon
- Hellenikon Residential Development
- Residential Commercial Division
- Hellenikon Project Legal Services Department
- Urban Planning and Licensing Department
- Legal Services, Regulatory Compliance & Corporate Governance
- Finance
- Strategy and Investor Relations
- Marketing and Communications
- Human Resources
- Operations
- Marinas

The Committee acts as the coordinating body that monitors the Company's operations in relation to its annual objectives, submits strategic or operational recommendations to the BoD, and takes decisions based on the responsibilities of its members, as defined below.

The Committee convenes on a regular basis, and, as the case may be, whenever deemed necessary by any of its members.

The Directors are required to inform the employees of their Divisions about the issues discussed and the developments arising from each meeting.

#### **3.5.2 INVESTMENT COMMITTEE**

The Investment Committee is responsible for implementing the Company's Investment Strategy through the development of its investment objectives, the evaluation of new investment and business opportunities for the Company, and the approval of investments exceeding the value of three (3) million euros.

Investments below three (3) million euros do not require special approval by the Investment Committee and remain within the decision-making authority of the hierarchy of the competent Divisions (Chiefs, CEO, etc.).

The permanent voting members of the Investment Committee are as follows:

- Chief Executive Officer – Chairman
- Chief Investment Officer – Member
- Chief Financial Officer – Member
- Chief Strategy and Investor Relations Officer – Member

In the event of a tie, the Chairman's vote counts as two votes and determines the outcome.

The competent departments submit their investment proposals to the Investment Committee. The Chief Investment Officer is designated as the Coordinator of the Investment Committee. The Coordinator is responsible for setting the date on which the Committee will convene, advising the competent departments on the preparation of investment proposals, and confirming the completeness of the file before it is submitted for voting and approval by the Investment Committee.

The Chief Legal Department, Compliance & Corporate Governance Division Officer may also participate in the meetings of the Investment Committee without voting rights.

Depending on the type and nature of the proposed investment, the Investment Committee may invite other Company officers to provide opinions (within their competence) following the relevant invitation.

The secretariat of the Investment Committee is appointed by the Chairman or the Coordinator. The Committee meets upon invitation by the Coordinator, following consultation with the Chief Executive Officer, in order to decide on the approval or rejection of the proposed investment, or its further submission to the BoD of the Company for review.

The relevant material must be sent by the Proponent to the Coordinator, who in turn circulates it to the other Members of the Investment Committee at least two (2) working days prior to the scheduled meeting date.

The submission to the Investment Committee must include an assessment of the proposed investments regarding their alignment with the Company's Sustainability Strategy. Proposed investments must contribute to at least one pillar of the Company's Sustainability Strategy, while at the same time not significantly harming another pillar. The Company's Sustainability Department may assist in preparing the above assessment and must in any case be informed accordingly. A quorum of the Investment Committee is deemed to exist when at least four (4) permanent members participate.

Decisions of the Investment Committee:

- For any investment not exceeding ten (10) million euros, provided that the total annual investments do not exceed thirty (30) million euros, the Investment Committee has the authority to decide on their expediency without further approval.
- In all other cases, the Investment Committee submits its reasoned recommendation to the Company's BoD for approval.

Further information regarding the Investment Committee is set out in its Operating Regulation, which is attached hereto as an Annex.

### **3.6 LEGAL COUNSEL**

The Legal Counsel is in charge of the Group's legal affairs that are of material significance for the implementation of the Management's strategic goals. The Legal Counsel provides legal advice to the BoD and the Management in general and supervises and coordinates the effective legal support of the Group both in terms of legal management of the corporate affairs, and in terms of cooperation with external associates. Lastly, the Legal Counsel finalises the formulation of the Group's Opinions.

### **3.7 INTERNAL CONTROL SYSTEM**

The Company's Internal Control System (hereinafter the "ICS") encompasses all internal control mechanisms and procedures, including risk management, internal audit, and regulatory compliance, covering on a continuous basis every activity of the Company and contributing to its safe and effective operation.

The main components of the Company's ICS are:

- The audit environment through which the overall organisation and the manner of management of the Company are decided;
- Risk management;
- The auditing mechanisms and the safeguards contributing to the application of the directions issued by the management for an effective risk management in order to achieve the Company goals;
- The information and communication system,
- The broader monitoring of the ICS.

Within the framework of the ICS, and taking into account the "three lines model," the Company has established, on the second line, the Risk Management Unit and the Regulatory Compliance Unit, and, on the third line, the Internal Audit Service. The core mission of the above is set out below.

### **3.8 RISK MANAGEMENT UNIT (RMU)**

The mission of the Risk Management Unit (hereinafter the “RMU”) is to make a substantial contribution to the development of a modern operating framework at all organizational levels, for the identification, assessment, and management of the risks faced by the Company.

The RMU also supervises and guides the Company’s units to ensure that the risks undertaken are consistent with the risk appetite and tolerance limits defined and shaped by Senior Management.

The RMU has a functional reporting line to the Audit Committee, while administratively it reports to the Operations Division.

Further information regarding the RMU is set out in the Operating Regulation of the Risk Management Unit, which is attached hereto as an Annex.

### **3.9 REGULATORY COMPLIANCE & CORPORATE GOVERNANCE UNIT**

The Regulatory Compliance & Corporate Governance Unit (hereinafter the “RCU”) has as its primary mission the assurance of the Company’s compliance with the applicable institutional and supervisory framework, as set out in the annual Compliance Action Plan (hereinafter the “Action Plan”), as well as the coordination and oversight of Corporate Governance matters. The Action Plan is approved by the Audit Committee and reflects the Compliance Pillars together with the specific actions to be implemented for monitoring compliance, which govern the Company’s business activities and operations. In the context of strengthening the Company’s integrity and transparency, the RCU ensures the establishment of a comprehensive compliance program.

The RCU has a functional reporting line to the Audit Committee, while administratively it reports to the Legal Services, Regulatory Compliance & Corporate Governance Division.

Further information regarding the RCU is set out in the Operating Regulation of the Regulatory Compliance & Corporate Governance Unit, which is attached hereto as an Annex.

### **3.10 INTERNAL AUDIT SERVICE (IAS)**

The purpose and mission of the Internal Audit Service (hereinafter the “IAS”) is to provide independent, objective assurance and advisory services, designed to add value and improve the operations of the Company and its subsidiaries. The IAS assists the Group in achieving its objectives by adopting a systematic, professional approach to evaluating and enhancing the effectiveness of risk management processes, as well as internal control and corporate governance systems.

The IAS is an independent organizational unit within the Company. The Chief of the Service reports functionally to the Audit Committee and administratively to the Chief Executive Officer.

Further information regarding the IAS and its responsibilities, as well as the responsibilities of its Head, is set out in the Operating Regulation of the Internal Audit Service, which is attached hereto as an Annex.

### 3.11. DIVISIONS

#### 3.11.1. PROPERTY & FACILITY MANAGEMENT DIVISION

The Property & Facility Management Division is responsible for the development and implementation of business plans, entry into new markets, and the establishment of strategic partnerships and commercial transactions in support of the Company's strategy. The Division includes:

1. Property Management Services
2. The Ellinikon Sports Park
3. Everyday/a la carte Services for The Ellinikon
4. The Ellinikon Digital Platform (Ellinikon SuperApp)
5. Smart City Services
6. Parking and Mobility Services

**The Division is overseen by the Chief Business Development Officer, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

- Developing new business activities in the field of property and common-area management of residential buildings, as well as managing properties in accordance with standards and practices applied in international metropolitan areas, to preserve the high value of assets and enhance the residents' experience.
- Preparing the Development Plan for The Ellinikon Sports Park, with the aim of fulfilling ELLINIKON's contractual obligations towards the Hellenic Republic, developing and implementing the relevant Business Plan, and managing the day-to-day operations of The Ellinikon Sports Park.
- Providing Everyday/a la carte Services to the residents of The Ellinikon (e.g., in-home cleaning services, repairs, wellness services, pet care, event organization, etc.) to create a differentiated resident experience, while also securing ongoing and recurring revenues from the sale of such services.
- Developing The Ellinikon Digital Platform (the "Ellinikon SuperApp"), through which property management, facility management, smart city services, everyday services, and real estate services (sales/leasing) will be offered to residents, investors, visitors, and business entities of The Ellinikon, serving as a one-stop-shop.
- Delivering Smart City Services, Parking Services, and Commercial Exploitation of Infrastructure (e.g., Waste Management, Irrigation Water Management).

### **3.11.2. PROJECT EXECUTION DIVISION**

The Project Execution Division is responsible for the implementation and overall supervision of the construction works related to the Ellinikon Project. The Division includes:

1. Design and Implementation in the following areas:
  - 1.1. Infrastructure
  - 1.2. Residential, Sports Centers and Park
  - 1.3. Shopping Malls
2. Construction Site Facilities Management
3. Constructions – CBU
4. Programme Execution Office, supporting the CPEO in the management and coordination of the Project Execution Division

**The Division is overseen by the Chief Program Execution Officer, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

#### **1. Design and Implementation**

##### **1.1. Infrastructure:**

- Designing the infrastructure of the Ellinikon Project (e.g., preparation of the basic design program, scheduling, organization and coordination of the process for selecting Consulting Engineers, specification of the technical characteristics of the project, conduct of tenders, contract and contractor management).
- Coordinating and monitoring the construction of Infrastructure works (e.g., conducting tenders in cooperation with the Procurement Department, contractor contract management, coordination and monitoring of construction works, certification of payments, defining the construction schedule, monitoring health and safety and quality control issues, maintaining the project registry, project acceptance, and handover to the competent Divisions).
- Coordinating between Contractors and Consulting Engineers.

## **1.2. Residential, Sports Centers, Park**

- Completion of the design studies for the residential developments of the Ellinikon Project, the sports facilities, and the Park (e.g., implementation of the basic design program, confirmation of schedules, conduct of tenders, contract management).
- Construction: Defining the implementation strategy of the project (General Contract, Phase A–B Contracts, etc.). For example, conducting tenders, contractor contract management, construction management, management of the Banks' Technical Advisor, certification of payments, monitoring health and safety issues, scheduling and budgeting, maintaining the project registry, final acceptance of works, and handover to the competent Divisions.

## **1.3. Shopping Malls**

- Completion of the design studies for the Shopping Malls of the Ellinikon Project (e.g., implementation of the basic design program, confirmation of schedules, conduct of tenders, contract management).
- Construction: Defining the implementation strategy of the project (General Contract, Phase A–B Contracts, etc.). For example, conducting tenders, contractor contract management, construction management, management of the Banks' Technical Advisor, certification of payments, monitoring health and safety issues, scheduling and budgeting, maintaining the project registry, final acceptance of works, and handover to the competent Divisions.

## **2. Construction Site Facilities Management**

- Managing facilities for the creation and monitoring of an integrated Health & Safety – Environment & Security System and Site Management for the Ellinikon Project.

## **3. Constructions – CBU**

- Execution of construction works not assigned to third-party contractors (scheduling and budgeting, tendering and awarding of construction works to subcontractors, procurement, coordination of construction works, monitoring subcontractor works, certification and payments, management of subcontractor Variations & Claims, project progress reporting, ensuring compliance with specifications and safety regulations, implementation and monitoring of quality assurance systems, and identification and assessment of risks).

## **4. Programme Execution Office**

- Supporting the activities of the Project Execution Division through a unified approach and the application of procedures across all sub-projects.
- Centralized management and coordination of the interfaces of all developments within Ellinikon.
- Supporting quality assurance program compliance monitoring.

### 3.11.3. CONTROLS DIVISION

The Controls Division of the Ellinikon Project is responsible for monitoring and controlling the works.

**The Division is overseen by the Chief Controls Officer**, who reports to the Chief Executive Officer. Its responsibilities include, indicatively:

- Preparing and issuing monthly cost information reports, which include cost escalation forecasts, final project completion costs, and a change log containing all requests and claims affecting costs.
- Conducting procedural control of the monthly certifications of contractors, consultants, and designers, analyzing cost claims, and defining and approving the cost control procedures followed by all stakeholders.
- Reviewing and verifying unit prices, sales prices, and their appropriateness.
- Monitoring schedules, change submission processes, and performance through key performance indicators (KPIs).
- Evaluating the performance of contractors and design consultants in matters of quality.

### 3.11.4. RESIDENTIAL COMMERCIAL DIVISION

The Residential Commercial Division is responsible for the development and implementation of the commercial and communication strategy for all residential projects developed by Ellinikon S.A. within the Ellinikon.

**The Division is overseen by the Chief Commercial Officer – Residential, who reports to the Chief Executive Officer.** Its responsibilities include:

- Monitoring housing demand and supply requirements and trends, and providing relevant information and feedback to the Development Team/Design Team regarding the shaping of the residential product.
- Identifying, engaging, and managing clients (current and prospective), both locally and internationally, suitable for purchasing and/or renting properties, while simultaneously developing new plans to attract new projects and new clients.
- Submitting new and innovative real estate development proposals aimed at maximizing the Company's revenues and profitability.
- Developing and implementing the commercial strategy, setting clear intermediate and final targets, leveraging the skills of the team, and building a strong network of partnerships both domestically and abroad.
- Preparing (in collaboration with the Ellinikon Project Legal Department) all related legal documents and sale and/or lease agreements with prospective buyers and tenants, and ensuring the delivery of high-quality services both before and after the sale or lease.
- Coordinating all parties involved in the sales and/or leasing process to ensure the signing of contracts in line with the approved business plan.
- Notifying clients regarding payments in accordance with the agreed payment schedule set out in the sale and/or lease agreements.
- Managing external partners (e.g., real estate agencies) for client referrals (for the purchase and/or lease of residences), and informing them regarding the issuance of invoices for fees owed to them under signed agreements (brokerage & marketing agreements).
- Developing and implementing the marketing and communication strategy for the residential projects, in cooperation with the Group's Marketing and Communications team, including budgeting, planning, and scheduling.
- Referring prospective buyers to financial institutions for the granting of mortgage loans for the purchase of residences.

### **3.11.5. DIVISION OF DEVELOPMENT OF SHOPPING MALLS, METROPOLITAN PARK, ENTERTAINMENT/CULTURE, AND HOTEL PROJECTS**

The Development Division is responsible for the development, initial design, and management of projects related to commercial destinations, the Metropolitan Park and its developments, as well as hotel projects within The Ellinikon Project. The Division includes:

1. Development
2. Commercial
3. Financial Planning
4. Management of the Metropolitan Park, including the Experience Centre and Experience Park
5. Marketing
6. Communications

**The Division is overseen by the Managing Director, Lamda Malls, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

#### **1. Development**

- Developing the shopping malls and commercial destinations, the Metropolitan Park and its developments, as well as the hotel projects (e.g., feasibility study, business plan, monitoring project progress).
- Specifically for hotel projects, which are developed in cooperation with a co-investor (in the form of a joint venture), supporting the co-investor at all stages of development and monitoring construction in collaboration with the Infrastructure Department and the Programme Execution Division.
- Developing and managing the first stage of design (Concept Design), and overseeing the overall progress of studies in relation to development requirements.
- Monitoring the schedule and construction progress of the projects.
- Specifically for commercial developments, monitoring the progress of tenants' fit-out works within leased premises, and cooperating with the Programme Execution Division for their coordination with the core building works of the commercial development.

#### **2. Commercial**

- Managing and evaluating expressions of interest from retail, food & beverage, and service businesses.
- Finalizing commercial lease agreements.
- Preparing and adapting the commercial design, developing leasing strategy, and preparing all related materials and contracts with prospective tenants.

- Joint Commercial Strategy Development and Implementation
- Managing partnerships with third parties.

### **3. Financial Planning**

This function has a functional reporting line to the Finance Division.

- Developing and monitoring business plans, results (P&L), and forecasting tools.
- Developing pricing strategy for existing and new partnerships.
- Implementing and monitoring cost management processes.

### **4. Management of the Metropolitan Park (including the Experience Centre and Experience Park)**

- Developing the Operations Manual, Policies, and procedures.
- Monitoring preventive maintenance of equipment.
- Implementing sound environmental practices.
- Developing training programs.
- Organizing and coordinating events in collaboration with other Divisions where required.
- Developing projects such as: Saarinen Building, Aviation Hangars A and B, and Olympic Plaza.

### **5. Marketing**

- Designing the marketing content strategy across all audience touchpoints (online and offline) with the commercial destinations.

### **6. Communications**

- Designing and implementing the communication and public relations strategy of the Division.
- Creating and managing communication material, such as articles, interviews, and media features.

### 3.11.6. RESIDENTIAL DEVELOPMENT DIVISION

The Residential Development Division is responsible for the development, initial design, and management of the relevant projects. The Division includes:

1. Development
2. Financial Planning

**The Division is overseen by the Chief Development Officer – Residential, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

#### 1. Development

- Preparing the Feasibility Study and the business plan, together with the proposed Development Strategy.
- Monitoring project progress (from the conception phase through design, development, construction, and operation, including the preparation of operation and maintenance manuals), with continuous monitoring of budget, schedule, and resources as provided for in the business plan.
- Evaluating business plans submitted by potential investors with a view to negotiating strategic and financial terms for existing and new partnerships.

#### 2. Financial Planning

This function has a functional reporting line to the Finance Division.

- Developing and monitoring business plans, results (P&L), and forecasting tools.
- Preparing financial models for the evaluation of ad hoc investment proposals for potential partnerships.
- Implementing and monitoring cost management processes.

### 3.11.7. URBAN PLANNING & PERMITS DEPARTMENT

The Urban Planning & Permits Department is responsible for ensuring that individual projects comply both with the special regulatory framework of the Development of the Metropolitan Pole of Ellinikon–Agios Kosmas (M.P.E.A.) and with the broader permitting framework.

**The Department is headed by the Senior Director, Urban Planning & Permitting, who reports to the Chief Executive Officer.** Its responsibilities include:

- Ensuring compliance with the general framework (e.g., New Building Code, building regulations) and the special regulatory framework of the Development (Presidential Decrees on Integrated Development Plan, Joint Ministerial Decisions, etc.), by advising all Divisions of ELLINIKON and all stakeholders (Designers, PMC, Independent Engineer, etc.) on permitting procedures during the design, construction, and operation phases of the M.P.E.A.
- Ensuring compliance with the general and special regulatory framework of the Development, by supporting all Third-Party Developments in relation to permitting procedures during the design, construction, and operation phases of the M.P.E.A. (following the relevant agreement with the Third Parties).
- Reviewing files, studies, designs, plans, schedules, procedures, etc. of the individual projects of the M.P.E.A. to ensure compliance both with the special regulatory framework of the Development and with general legislation.
- Identifying and highlighting legislative gaps in order, with the appropriate technical support, to coordinate the preparation of proposals for amendments to the regulatory framework (if and when deemed necessary), in collaboration with the Ellinikon Project Legal Services Department, to ensure proper application, safeguarding, and acceleration of permitting procedures.
- Coordinating and providing technical support for requests by the Company and/or Third Parties (Third-Party Developments) relating to amendments of the special urban planning framework of the M.P.E.A. [Presidential Decrees (PD), Joint Ministerial Decisions (JMD)].
- Ensuring compliance by all stakeholders involved in the Development project, within and outside of ELLINIKON, with the general and special archaeological regulatory framework governing the project during both the design and construction phases (promoting a corporate Culture of Heritage).
- Ensuring compliance with applicable environmental legislation and the special environmental framework during the environmental permitting of the individual projects of the M.P.E.A.

### **3.11.8. INVESTMENTS DIVISION**

The Investments Division is responsible for the evaluation and, in collaboration with the other Divisions of the Company, the overall implementation of the Company's Investment Strategy, the assessment of new investment opportunities, and the development of new investment objectives for the Company. In the context of implementing the Ellinikon Project, the Investments Division is tasked with establishing strategic partnerships and implementing investments in the following sectors of economic activity:

- Offices
- Build-to-Rent (BtR) / Student Accommodation
- Tourism and hospitality services
- Smart Energy
- Telecommunications
- Research, innovation, and education (Innovation, R&D, and Education)
- Healthcare

**The Division is overseen by the Chief Investment Officer, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

- Designing and implementing the Company's investment transactions relating to operational real estate, such as offices, tourism and hospitality services, education, healthcare, rental housing (e.g., student residences), etc.
- Responsibility for designing and implementing all of the Company's investment transactions in new business sectors, acquisitions/mergers, corporate transformations, as well as investments in start-ups.
- Investments in new marinas, in cooperation with Lamda Marinas Investments.
- Coordinating transactions relating to land acquisitions and sales.
- Identifying and securing financing instruments and incentives for the Company's New Investments and Business Developments, and designing and implementing corporate and other investment transactions.
- Designing and implementing the Company's investment transactions relating to energy, as well as monitoring and optimizing the Group's energy needs.

**In addition, the following sectors fall under the Investments Division:**

**1. Technology**

Responsible for supporting the Company and its subsidiaries. Its responsibilities include, indicatively:

- Developing new technology projects and upgrading/maintaining existing ones, to support the Company's operations as well as the proper functioning and sustainability of its supporting infrastructure.
- Monitoring, supporting, and maintaining infrastructures, processes, and partnerships regarding information systems security.
- Providing advisory services to other Divisions, Departments, and subsidiaries of the Company on Technology matters.

**2. Sustainable Development**

Responsible for Sustainable Development matters concerning the Company and its subsidiaries. Its responsibilities include, indicatively:

- Supporting the Board of Directors and the Sustainable Development Committee in strengthening and overseeing the long-term commitment of the Company and the Group.
- Ensuring the Group's compliance with the applicable institutional and regulatory framework governing its business activities and operations in relation to Sustainable Development matters.

Improving the Group's performance on Sustainable Development issues by developing knowledge and fostering a culture that promotes Sustainable Development.

### **3.11.9. LEGAL SERVICES, REGULATORY COMPLIANCE & CORPORATE GOVERNANCE DIVISION**

The Legal Services, Regulatory Compliance & Corporate Governance Division is responsible for providing legal support and advice, ensuring compliance with applicable laws and regulations, monitoring regulatory developments, and managing corporate governance matters.

**The Division is headed by the Chief Legal, Compliance & Corporate Governance, who reports to the Chief Executive Officer.** At the same time, this role also serves as Legal Counsel and Secretary of the Board of Directors.

The Division includes:

1. Group Legal Services
2. Ellinikon Project Legal Services Department
3. Regulatory Compliance & Corporate Governance Unit
4. Data Protection Officer (DPO)
5. Archive

Indicatively, the main responsibilities of the Legal Services, Regulatory Compliance & Corporate Governance Division include:

#### **1. Group Legal Services**

- Supervising the operation of all individual departments of the Division and ensuring smooth cooperation among them, as well as with the other Divisions and departments of the Company.
- Overseeing, supervising, and guiding all legal matters of the Company and the other Group Companies, including matters relating to the Program for the development of the Metropolitan Pole of Ellinikon – Agios Kosmas (hereinafter the “Program”).
- Ensuring the proper legal operation of the Company and the other Group Companies.
- Overseeing, supervising, and guiding all legal cases concerning the Company and other Group Companies, including matters relating to the Program, regardless of whether these are undertaken and handled internally (by the Legal Division staff and its departments) or externally (with the assistance of specialized external legal advisors selected for this purpose).
- Providing legal advice and/or opinions on the organization and implementation of projects of the Company and other Group Companies, including projects related to the Program.
- Receiving, on behalf of the Company, all documents formally served to it.

## **2. Ellinikon Project Legal Services Department**

The Ellinikon Project Legal Services Department (hereinafter “EPLSD”) is responsible for providing legal services throughout all phases of the design, development, construction, commercial exploitation, and/or operation of the Program, through staff dedicated exclusively to its operations.

**The Department is headed by the Senior Legal Director, Ellinikon, who reports to the Chief Executive Officer and, on a matrix basis, to the Chief Legal, Compliance & Corporate Governance.** Its responsibilities include:

- Supervising and handling all legal matters relating to the Program and the Companies, and ensuring their proper legal management.
- Conducting legal review of all types of contracts relating to the Program in all its aspects. Preparing and updating contract templates in line with current business needs. Providing legal advice and/or opinions regarding the Program and the Companies, with the aim of advancing their objectives and safeguarding all types of rights and interests.
- Managing legal matters before Courts, Public Authorities, and Agencies, and representing the Program and the Company before them.
- Coordinating legal tasks assigned to external lawyers and other legal partners (e.g., notaries, court bailiffs, etc.) who directly or indirectly support the Program and the Company.

## **3. Regulatory Compliance & Corporate Governance Unit (hereinafter the “Unit”)**

The Regulatory Compliance & Corporate Governance Unit has as its main mission ensuring the Company’s compliance with the applicable institutional and supervisory framework, as reflected in the annual Compliance Action Plan (hereinafter the “Action Plan”), and coordinating and supervising corporate governance matters. The Action Plan is approved by the Audit Committee and sets out the Compliance Pillars as well as the individual actions to be implemented for monitoring compliance and governing the Company’s business activities and operations. As part of strengthening the Company’s integrity and transparency, the Unit ensures the creation of a comprehensive compliance program.

## **4. Data Protection Officer (DPO)**

The Company has appointed a Data Protection Officer (hereinafter “DPO”), who reports functionally to the Chief Executive Officer and administratively to the Regulatory Compliance & Corporate Governance Unit.

The main responsibilities of the DPO include:

- Informing the Company of its obligations under data protection legislation, such as the General Data Protection Regulation (hereinafter “GDPR”), other provisions of national and European legislation, as well as Decisions, Guidelines, and Directives of institutional bodies, such as the Hellenic Data Protection Authority and the European Authorities.
- Monitoring the Company’s compliance with the above legislation.

- Drafting Policies and Procedures governing the Company's processing of personal data.
- Ensuring the training and awareness of employees of the Company involved in processing activities, and overseeing related audits.
- Providing advice, when requested, regarding data protection impact assessments.
- Cooperating with the competent Supervisory Authority when required by applicable legislation.
- Acting as the point of contact with the Supervisory Authority for issues relating to personal data processing, including prior consultation as referred to in Article 36 of the GDPR, and carrying out consultations, as appropriate, on any other matter.

### **5. Archive**

Registering and archiving all contracts, disputes, and ownership titles (movable and immovable), as well as ensuring the proper functional organization of all such documents.

### 3.11.10. FINANCE DIVISION

The Finance Division is responsible for ensuring the timely and accurate internal delivery of financial reports and the provision of financial advice and analysis. The Division includes:

1. Accounting & Tax
2. Treasury
3. Financial Planning & Analysis
4. Insurance

**The Division is overseen by the Chief Financial Officer, who reports to the Chief Executive Officer.** Its responsibilities include, indicatively:

- Providing regular reports to the Management Team, the Chief Executive Officer, and the Board of Directors on the financial status of the Company.
- Ensuring timely and accurate internal management reporting and coordinating the Group's annual budgeting process.
- Providing financial advice and analysis to support timely and well-documented financial decision-making.
- Ensuring compliance with accounting and tax laws, as well as legislative and regulatory matters affecting the Company and all its subsidiaries.
- Ensuring that forecasts and risks are fully taken into account and that decisions are aligned with the overall financial strategy.
- Managing sources and uses of funds and ensuring that the Company has sufficient reserves to meet its operational and investment needs.
- Managing the insurance coverage plan for the Company and all its subsidiaries.

#### 1. Accounting & Tax

- Managing the accounting records and reporting for the Company and all its subsidiaries.
- Creating and ensuring a strong controlled financial environment, ensuring that all control points operate effectively and that financial transactions are accurately recorded in the Company's books.

#### 2. Treasury

- Planning and ensuring the Company's liquidity, managing debts, and optimizing interest income and expenses.
- Ensuring that the Company and all business units have the necessary funds at the right time to operate in the most efficient manner.

### **3. Financial Planning & Analysis**

- Providing insights through analysis and interpretation of commercial and financial information.
- Ensuring timely and accurate management reports and coordinating the preparation process of the Group's annual budget and long-term business plan.

### **4. Insurance**

- Supporting the insurance needs of the Group, the Ellinikon Project, and the Company's operating real estate assets.
- Transferring the majority of the associated financial risk to insurance companies through an insurance coverage plan.

### 3.11.11. STRATEGY & INVESTOR RELATIONS DIVISION

The Strategy & Investor Relations Division is responsible for managing relationships with shareholders, the investment community, and potential new investors, while ensuring compliance with stock exchange legislation. The Division comprises:

1. The Investor Relations Department
2. The Shareholder Services & Corporate Announcements Department

**The Division is overseen by the Chief Strategy & Investor Relations Officer, who reports to the Chief Executive Officer**, and its responsibilities indicatively include:

#### 1. Investor Relations Department

- Managing relationships with the Company's existing shareholders and the broader investment community.
- Attracting new investors/shareholders according to the Company's needs.
- Preparing and providing information to the Company's Management regarding its shareholding structure.
- Participating in defining the policy on capital structure, which is necessary and impacts the business strategy of the Company and its subsidiaries.
- Participating in the search for and securing of any required equity and debt capital, excluding bank lending, necessary for financing the activities of LAMDA DEVELOPMENT S.A. Group, as well as new investments, in collaboration with the Subsidiaries' New Investments Division.
- Developing strategic contacts with networks that identify investment opportunities, in collaboration with the Subsidiaries' New Investments Division.
- Monitoring and staying updated on developments in the financial sector and the capital market.

#### 2. Shareholder Services & Corporate Announcements Department

- Fulfilling disclosure obligations towards the investment community arising from current stock exchange legislation and the relevant decisions of the Hellenic Capital Market Commission.
- Organizing and conducting the required presentations (regular and extraordinary) regarding the Company's activities to existing shareholders as well as potential investors (both private and institutional).
- Adopting and monitoring key performance indicators and ensuring compliance with the procedures governing the Group's operations, in accordance with strategy, supervisory guidelines, and compliance rules from local and international bodies.
- Monitoring best practices in the sector, both in Greece and internationally, and shaping policies as well as coordinating actions to align the Group with the highest standards in this field.

- Preparing and submitting reports (in cooperation with the relevant Divisions) to the competent authorities to ensure the Company's compliance with its regulatory obligations, as well as the communication of such reports to third parties.

### 3.11.12. MARKETING & COMMUNICATIONS DIVISION

The Division has overall responsibility for all Marketing and Communications activities of the Group and for implementing all actions aimed at safeguarding and enhancing the Group's image and reputation (including *The Ellinikon Project*), both in Greece and internationally.

The Division includes:

- Corporate Communications
- Brand Marketing
- Media
- Experiential Marketing & EVP (Employer Branding Value Proposition)

**The Division is overseen by the Chief Marketing & Communications Officer, who reports to the Chief Executive Officer**, and within the framework of its responsibilities, it indicatively includes:

- Designing and implementing the communication and public relations strategy of the Company and its individual developments.
- Coordinating media relations and corporate image (national and international level).
- Managing the operations of the Company's integrated Press Office (Press Releases, Articles, Interviews, Media Features).
- Designing the strategy and implementing corporate responsibility initiatives, sponsorships, donations, and awards.
- Crisis communication management.
- Designing and implementing content strategy (promotional and informational material, corporate brochures, magazines, newsletters, yearbooks, and related supporting actions) across all public touchpoints (online), with the goal of successfully and consistently conveying the Company's corporate identity, values, and vision.
- Designing and implementing promotional ATL and BTL actions.
- Coordinating and monitoring the Company's Media Plan across offline and online channels.
- Managing content for the Company's corporate website, digital channels, and social media.
- Designing and implementing major corporate events (internal and external).
- Defining initiatives and actions aimed at promoting the Company's values, purpose, and corporate culture, both internally and externally – EVP.

### **3.11.13. HUMAN RESOURCES DIVISION**

The Human Resources Division is responsible for the management and development of the Group's Human Resources, as well as for the design and implementation of Human Resources and Organizational policies and procedures. The Division includes:

1. Human Resources & Organizational Development
2. Compensation & Benefits
3. Internal Communication
4. Employee Health & Safety

**The Division is overseen by the Chief Human Resources Officer, who reports to the Chief Executive Officer**, and within the framework of its responsibilities, it indicatively includes:

- Designing Human Resources policies, procedures, and systems.
- Recruitment, selection of personnel, and onboarding of new colleagues.
- Designing, organizing, and implementing staff training programs.
- Coordinating the employee goal-setting and performance evaluation process, linking it to development, career path, and rewards.
- Conducting employee satisfaction surveys, with the aim of designing and implementing programs that enhance employee satisfaction and engagement.
- Structuring and implementing compensation and benefits policy.
- Managing employee payroll.
- Mediating and resolving interpersonal issues within the workplace.
- Ensuring Health & Safety of employees in office premises.
- Internal communication on Human Resources-related matters, through the communication channels, with the objective of ensuring timely flow of information.
- Developing wellbeing initiatives aimed at enhancing employees' mental and physical health.
- Engaging employees through activities and initiatives that strengthen team spirit, innovation, etc.

### 3.11.14. OPERATIONS DIVISION

The Operations Division is responsible for the oversight and coordination of:

1. Procurement
2. Risk Management Unit

**The Division is overseen by the Chief Operations Officer, who reports to the Chief Executive Officer,** and within the framework of its responsibilities, it indicatively includes:

#### 1. Procurement

Responsible for procurement activities in line with the Company's procurement policy.

Indicative procurement categories:

- Contracting services or other technical services for construction projects.
- Supply of equipment and materials.
- Design services (e.g., architectural, etc.).
- Consulting services.
- Maintenance services.
- Information technology (IT) services and other administrative services.
- Marketing and communication services.

#### 2. Risk Management Unit

The mission of the Risk Management Unit (hereinafter "RMU") is to substantially contribute to the development of a modern operational framework at all organizational levels, for the identification, assessment, and management of the risks faced by the Company.

**The RMU has a functional reporting line to the Audit Committee, while administratively it reports to the Operations Division.**

An additional responsibility of the Division is to support the Chief Executive Officer on strategic matters such as:

- Structuring and aligning information to internal and external stakeholders.
- Identifying and prioritizing critical issues that either concern individual Divisions or span across different Divisions and require the Chief Executive Officer's attention.

### 3.11.15. SHOPPING MALLS DIVISION

The Shopping Malls Division is responsible for the performance of the operating retail properties (The Mall Athens, Golden Hall, Designer Outlet and Mediterranean Cosmos), with the objective of maximizing their value.

The Division comprises:

1. Shopping Malls
2. Financial Modelling
3. Shopping Malls Marketing
4. Shopping Malls Communications

**The Division is overseen by the Managing Director, Lamda Malls, who reports to the Chief Executive Officer,** and within the framework of its responsibilities, it indicatively includes:

- Commercial partnerships of the properties, through the Commercial Department reporting to it.
- Operational activities (Operations & Marketing) as well as Health & Safety and Security matters of the properties, through the Shopping Malls Division.
- Other revenue streams such as advertising income, sponsorships, parking revenues, etc., through the Shopping Malls Division.
- Licensing and legal compliance of retail properties, through the Shopping Malls Division.
- Implementation of the “Investment Plan”, through the Shopping Malls Division.
- Implementation of the “Capital Expenditure Plan” of the buildings.
- Insurance coverage of the properties, through the Company’s Insurance Department.

#### 1. Shopping Malls

The Shopping Malls Department is responsible for the strategic planning and smooth operation of the Shopping Malls.

- Monitoring the performance of the Shopping Malls through the annual and three-year budgets of the properties, prepared in cooperation with the Finance Division.
- Monitoring and controlling the work of the Commercial Department. Specifically, evaluating and approving the commercial cooperation terms with partner companies (brand, rent, duration, specific terms, etc.) as proposed by the Commercial Department, with the objective of optimizing the overall performance of the Shopping Mall.
- Monitoring and controlling the work of each Shopping Mall Management Team.
- Initial leasing of under-development properties and leasing of operating properties where a third-party management company has not undertaken the leasing.
- Monitoring new trends as well as new brands in each area of interest for the Company.

- Preparation of an “Investment Plan” for the improvement, aesthetic and functional upgrading, and repair of buildings, including procurement and works concerning the “Capital Expenditures” of the buildings.
- Coordination of the Shopping Mall Management Teams and the Procurement Division in conducting joint tenders related to Energy, Security and Cleaning Services, construction works, etc., concerning the Company’s properties.
- Monitoring and controlling the reconstruction process of leased spaces until their handover into operation (Fit-out Department), in cooperation with each Shopping Mall Management Team.
- Preparation of Health & Safety and Security procedures and monitoring their adherence by each Shopping Mall Management Team.
- Preparation, management, control, and coordination of contracts with Shopping Mall tenants, in cooperation with relevant departments (Legal Division, Finance Division, etc.).
- Management and operation of Xplore and the Olympic Museum.

## **2. Financial Modelling**

- Development and monitoring of business plans, results (P&L), and forecasting tools.
- Development of pricing strategies for existing and new partnerships.
- Implementation and monitoring of cost management processes.

## **3. Shopping Malls Marketing**

- Design and implementation of marketing content strategy across all audience touchpoints (online and offline) with the shopping malls, ensuring successful and consistent application of the Company’s corporate identity, values, and vision.
- Management and supervision of websites and social media pages.
- Design and implementation of promotional ATL and BTL activities.

## **4. Shopping Malls Communications**

- Proposal, design, and implementation of communication and public relations strategy for the Division and its individual developments.
- Coordination of relationships between retail destinations and the media (national and international).
- Management of press releases and other communication material.
- Design and organization of events for the public and the media.
- Proposal and design of strategies for corporate responsibility, sponsorships, donations, and awards.

### 3.11.16. MARINAS DIVISION

The Marinas Division is responsible for the development, utilization, operation, management, and administration of the Marinas sector.

The Division comprises:

1. Administration & Operations
2. Finance
3. Project Development & Management

**The Division is overseen by the Managing Director, Lamda Marinas, who reports to the Chief Executive Officer,** and within the framework of its responsibilities, it indicatively includes:

#### 1. Administration & Operations

- Development and oversight of Flisvos Marina, Agios Kosmas Marina, as well as any new tourist port acquired or developed by the Company.
- Monitoring of business/daily operations.
- Ensuring the implementation of the Quality, Environmental, and Safety Management System.
- Designing commercial policies aimed at the optimal utilization and exploitation of the land and sea zones of the marinas.

#### 2. Finance

- Financial development and management of all financial matters concerning the marinas.

#### 3. Project Development & Management

- Responsibility for the design, planning, supervision, monitoring, and implementation of development, upgrading, and construction projects of the Company's marinas.
- Defining implementation schedules, budgets, and project completion costs, as well as their continuous monitoring and updating.
- Conducting tenders for the selection of Designers, Consultants, Contractors, and Project Partners (preparation of RFPs, evaluation, and relevant recommendations), in cooperation with the Procurement Department of the Operations Division.
- Coordination and monitoring of construction works (Construction Management) in the marinas, in collaboration with the Company's Project Execution Division.
- Final Acceptance of Projects in the marinas and the maintenance of as-built records/drawings.

## **4. POLICIES AND PROCEDURES**

### **4.1 DISCLOSURE OF DEPENDENCY RELATIONSHIPS**

The Company has a procedure for the disclosure of existence of any dependency relationships of the independent non-executive BoD members and of the persons closely associated with them. This procedure aims to ensure the compliance of the Company with the applicable institutional and supervisory framework and in particular to confirm and ensure that the independent non-executive members of the BoD have this status both at the time of their appointment as well as during their term of office and also that it is possible, on a consistent basis, to check that the independence criteria of the abovementioned members of the BoD are met.

The full text of the abovementioned procedure is attached hereto as an Annex.

### **4.2 CONFLICT OF INTEREST**

The Company has a Conflict of Interest Policy, which identifies its positions and requirements for the detection, prevention and management of conflict of interest affecting the interests of itself and its affiliated companies within the meaning of Article 32 of Law 4308/2014, as well as its customers, suppliers and associates.

This Policy has been prepared in full compliance with, and complementary to, the applicable legal and regulatory framework (including article 97 of Law 4548/2018 and articles 13 and 14 of Law 4706/2020). In addition, it contributes to the definition of clearer rules of conduct in the Group regarding the conflict of interest and provides guidance on how conflicts of interests are defined, how they can be identified and what procedures should be followed when they take place in order to protect the Interests of the Group.

Furthermore, the Company has a Procedure on managing situations of conflict of interest, which has as ultimate goal the timely and proper management of such situations, the notification to all the Obligated persons of the Group of their responsibilities in relation to conflict of Interest situations, accurately describing all the necessary actions to be taken in order to protect the interests of the Company and the Group as well as the interests of its customers, partners and suppliers.

The full text of the abovementioned policy and procedure is set out and attached hereto as an Annex.

### **4.3 TRAINING OF BOD MEMBERS AND OTHER OFFICERS**

The Company has a policy for the training of BoD members, senior and other officers, whose purpose is to present the basic steps of the Company's training system, especially with regard to the design and implementation of the training for the candidates and existing members of the BoD, as well as the Senior and other Officers of the Company. In particular, this policy specifies the information of the new members of the BoD, Senior and other officers of the Company, with emphasis on issues of corporate culture, values and general strategy of the Company, before taking up their duties through appropriate introductory information programs, as well as the

continuous professional training for the existing members of the BoD, Senior and other Officers of the Company.

The full text of the above-mentioned policy is attached hereto as an Annex.

#### **4.4 RECRUITMENT AND PERFORMANCE EVALUATION OF SENIOR OFFICERS**

The Company has a recruitment process for senior executives and performance evaluation. The purpose of this process is the meritocratic, transparent and substantiated selection of the suitable candidates, who will staff the Company, based on their academic and professional qualifications, and their competencies/skills and thereafter their performance evaluation. This process shall apply to all Senior Officers of the Company and shall be followed whenever a vacancy arises.

The full text of the abovementioned process is attached hereto as an Annex.

#### **4.5 REGULATORY COMPLIANCE**

The Company maintains a Regulatory Compliance Policy, which sets out the fundamental principles governing its operations, with the objective of achieving compliance with its respective Pillars. The ultimate goal is adherence to the institutional and supervisory requirements governing the Company's activities.

The Unit responsible for the development and updating of the Policy is the Compliance & Corporate Governance Unit. The effective implementation of the Policy is the responsibility of all Company personnel and Management.

The Company maintains a Regulatory Compliance Procedures Manual, prepared by the Compliance & Corporate Governance Unit, which includes specific steps and actions to ensure the Company's timely and continuous compliance with its regulatory obligations.

#### **4.6 SUSTAINABLE DEVELOPMENT**

The Group has adopted a Sustainability Policy, which summarizes its commitment to the responsible management of the economic, social, and environmental impacts arising from all of its activities, towards its stakeholders, and more broadly, towards the economy, society, and the natural environment.

The Policy's purpose is twofold: on the one hand, to reduce any negative impacts, such as greenhouse gas emissions, and on the other, to enhance positive impacts, such as job creation, in alignment with the United Nations Sustainable Development Goals (SDGs), as well as the Group's own strategic sustainability objectives.

The full text of the aforementioned Policy is attached hereto as an Annex and is published on the Group's website as well as on the Group's intranet, so that it is accessible to employees, partners, and all stakeholders.

#### **4.7. MARKET ABUSE**

The Company has implemented a compliance procedure for persons discharging managerial responsibilities and for persons closely associated with them, in accordance with Regulation (EU) 596/2014 of the European Parliament and of the Board of Directors of 18 October 2017 on market abuse, with the objective of ensuring compliance with the applicable capital market legislation.

The full text of the aforementioned procedure is attached hereto as an Annex.

In addition, the Company has established a compliance procedure regarding the management of inside information and the proper disclosure of information to the public, in accordance with the provisions of the above Regulation.

The full text of the aforementioned procedure is also attached hereto as an Annex.

#### **4.8 RELATED-PARTIES TRANSACTIONS**

The Company has a procedure for compliance with the obligations concerning transactions with related parties, which is intended to capture the actions taken with regard to the monitoring of the transactions with related parties and their proper disclosure to the competent bodies and shareholders of the Company.

The full text of this procedure is attached hereto as an Annex.

#### **4.9 EVALUATION OF THE INTERNAL CONTROL SYSTEM (ICS)**

The Company has established a Policy for the periodic evaluation of the Internal Control System (ICS), in accordance with the institutional and supervisory requirements as set out in Law 4706/2020 and Decision 1/891/30.9.2020 of the Hellenic Capital Market Commission (HCMC). The purpose of the Policy is the periodic evaluation of the Company's ICS with a view to its continuous improvement. The Audit Committee is responsible for the development and updating of the Policy, with the support of the Compliance Unit and the Internal Audit Service (IAS), as required.

The Company also has in place a procedure for the periodic evaluation of the Internal Control System, aimed at determining the actions required for the evaluation to be carried out and ensuring the Company's compliance with the applicable institutional and supervisory framework and best practices.

The full text of the aforementioned Policy and procedure is attached hereto as an Annex.

#### **4.10 CORPORATE GOVERNANCE SYSTEM (CGS) EVALUATION**

The Company has established a Policy for the periodic evaluation of the Corporate Governance System which incorporates the requirements of the institutional and supervisory framework as

reflected in Law 4706/2020 and the Decision of the Hellenic Capital Market Commission (HCMC) 1/891/30.9.2020.

The aim of this Policy is the periodic evaluation of the Company's compliance with the applicable institutional and supervisory requirements on corporate governance and the handling of any consequences that may arise from any failure to comply with said requirements.

The Company has put in place a procedure for the periodic evaluation of the Corporate Governance System in which it establishes the actions required for the periodic evaluation of the Corporate Governance System according to the approved Policy and for ensuring the compliance of the Company with the applicable institutional and supervisory framework and good practice.

The full text of the aforementioned Policy and procedure is attached hereto as an Annex.

**ANNEXES**

**ANNEX 1 – ORGANIZATIONAL CHART**

**ANNEX 2 – RULES OF PROCEDURE OF THE BOARD OF DIRECTORS**

**ANNEX 3 – CHARTER OF THE AUDIT COMMITTEE**

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