

## **INTERNAL REGULATION**

**LAMDA MALLS S.A.**

1st Edition (22/05/2026)

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## 1. INTRODUCTION

This Internal Regulation (hereinafter, the “Regulation”) of the company “LAMDA MALLS SERVICES AND REAL ESTATE SOCIETE ANONYME” (d.b.a. «LAMDA MALLS», hereinafter, the “Company”) has been drafted in accordance with the regulatory decisions of the Hellenic Capital Market Commission and Law 4706/2020 on the corporate governance of sociétés anonymes whose shares are listed on Euronext Athens, as the Company constitutes a significant subsidiary of the listed company LAMDA DEVELOPMENT S.A. (hereinafter, “LAMDA”). The current version of this Regulation shall enter into force upon approval of the Board of Directors of the Company (the BoD) during the meeting dated 22/05/2026.

This Regulation is based on the Company’s organizational structure, reflects its size and scope of activities and includes binding provisions regarding the responsibilities and duties of the governing bodies and senior officers of the Company.

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

- Business Integrity.
- Transparency of business activity.
- Oversight of the Management and in particular the decision-making process.
- Compliance with applicable legislation, as the Company constitutes a significant subsidiary, within the meaning of Law 4706/2020, of a listed company.

The heads of the respective Divisions supervise and direct the activities of the Divisions / Departments / Units reporting to them, as described in detail below, report directly to the Chief Executive Officer and cooperate with the competent executives 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 are required to comply with it.

Responsibility for revising the Internal Regulation rests with the Human Resources Division and the Compliance & Corporate Governance Unit.

## 2. OBJECT

In accordance with its Articles of Association, the purpose of the Company is:

- The acquisition, management and disposal, by any means, of shares and, in general, equity rights or participations in companies of any legal form and operating in any sector of economic activity related to real estate, for its own account.
- The acquisition and sale or disposal of all kinds of real estate property, urban or otherwise.
- The operation and management, by any means and legal form, of all types of real estate, proprietary or not.

- The construction, reconstruction, refurbishment, redevelopment and, in general, utilization of all types of real estate, whether owned or otherwise.
- The provision of design, construction, supervision and technical project management services, as well as the preparation and execution of designs relating to urban development and/or tourism development.
- The provision of services supporting the operational needs of businesses in any sector of economic activity related to real estate.
- Any activity relevant to the above.

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

The Company is organizationally divided into Divisions (and, where applicable, into Units/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 Chiefs to the Chief Executive Officer, subject to the concurrence of the Human Resources Division. In the event that the proposed changes affect the Organizational Chart and/or the applicable Internal Regulation, the Human Resources Division shall seek the assistance of the Compliance & Corporate Governance Unit. The responsibilities of each Division at any given time are determined according to the needs of the Company. The employees are entrusted with appropriate and sufficient responsibilities for the performance of the duties associated with their assigned organizational role.

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 is the supreme governing body of the Company and represents the totality of the Shareholders. The lawful resolutions of the General Meeting, duly convened and constituted, are binding upon all shareholders, including absent or dissenting shareholders. The outcome of the voting process is announced by the Chairperson of the General Meeting immediately upon determination thereof.

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. For the maximum and fully informed participation of shareholders in the General Meeting, the Company establishes mechanisms for the timely publication of the invitation to the General Meeting, which must at a minimum specify the date, venue and time of the meeting, the shareholders entitled to participate, the proposed agenda, as well as an accurate description of the procedures for shareholders' participation and voting.

### 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 Company's object. In particular, the BoD:

- May delegate the exercise of part or all of its powers to the Chair or Vice-Chair, another member of the BoD, an employee of the Company or any third party. 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.

### 3.3. DIVISIONS

#### 3.3.1 MALLS DIVISION

The Malls Division is responsible for the performance of the operating retail assets (The Mall Athens, Golden Hall, Designer Outlet and Mediterranean Cosmos) with a view to maximizing their value. The following Departments fall within the Division:

1. Malls Operations Department.
2. Malls Financial Modelling Department.
3. Malls Marketing Department.
4. Malls Communications Department.

**The Division is supervised by the Managing Director, Lamda Malls, who reports to the Chief Executive Officer.**

Its responsibilities include, indicatively:

- Commercial leases relating to the properties, through the Commercial Division reporting thereto.
- Operational management (Operations & Marketing) as well as Health & Safety (Safety) and Security matters relating to the properties, through the Malls Division.
- Other revenue streams, including advertising revenues, sponsorships, parking revenues and similar income, through the Malls Division.
- Permitting and legal compliance of the retail properties, through the Malls Division.
- Implementation of the «Investment Plan», through the Malls Division.
- Implementation of the buildings' Capital Expenditure Plan (CapEx).
- Insurance coverage of the properties, through the Company's Insurance Department.

#### 1. Malls Operations Department

The Malls Operations Department is responsible for the strategic planning and smooth operation of the Malls. Its responsibilities include, in particular:

- Monitoring the performance of the Malls through the annual and three-year property budgets, prepared in cooperation with the Finance Division.
- Monitoring and overseeing the activities of the Commercial Division. In particular, evaluating and approving the terms of commercial cooperation with partner companies (brand, rent, term, specific contractual conditions, etc.) proposed by the Commercial Division, with the objective of optimizing the overall performance of the Mall.
- Monitoring and overseeing the activities of the management team of each Mall.
- Initial leasing of properties under development and leasing of operating properties where the leasing of operating assets has not been assigned to a third-party Management Company.
- Monitoring new market trends and emerging brands in areas of interest to the Company.
- Preparation of the «Investment Plan» for the improvement, aesthetic and functional enhancement and repair of buildings, including procurements and projects relating to the buildings' Capital Expenditures (CapEx).
- Coordinating the Shopping Mall Management Teams and the Procurement Division in conducting joint tenders relating to energy, security and cleaning services, projects and other matters associated with the Company's properties.
- Supervising and monitoring the refurbishment and fit-out process of leased premises up to their delivery for operation (Fit-Out Department), in cooperation with the Management Team of each Mall.
- Establishing Health & Safety ("Safety") and Security procedures and monitoring their implementation by the Management Team of each Mall.
- Preparation, administration, review and coordination of agreements with Mall tenants, in cooperation with the relevant departments (Legal Division, Finance Division, etc.).
- Management and operation of Xplore and the Olympic Museum.

## **2. Malls Financial Modelling Department**

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

## **3. Malls Marketing Department**

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

#### **4. Malls Communications Department**

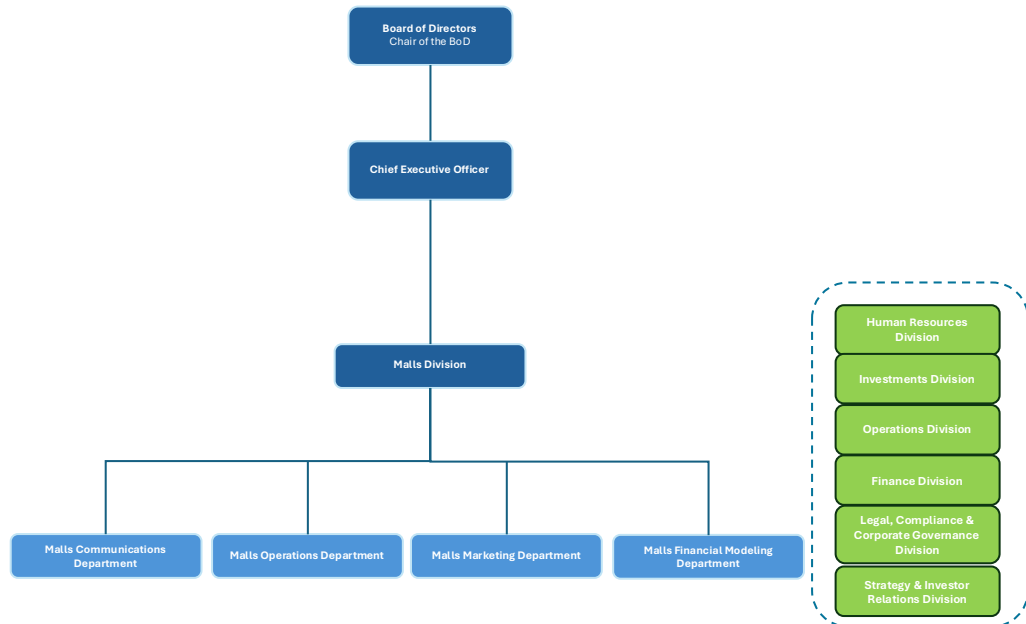
- Proposing, designing and implementing the communications and public relations strategy of the Division and its individual developments.
- Coordinating relationships between retail destinations and media outlets, both at national and international level.
- Management of press releases and other communication materials.
- Planning and organising events for the public and the Media.
- Proposing and designing strategy relating to corporate responsibility, sponsorships, donations and awards.

#### **3.4. GROUP DIVISIONS**

“Group Divisions” shall mean the Divisions of the parent company "LAMDA DEVELOPMENT S.A." that provide services to its subsidiary LAMDA MALLS S.A., namely Human Resources Division, Legal, Compliance & Corporate Governance Division, Finance Division, Investments Division, Strategy & Investor Relations Division, and Operations Division.

In addition, services are provided, as applicable, by the Compliance & Corporate Governance Unit, the Risk Management Unit and the Internal Audit Service of the parent company LAMDA DEVELOPMENT S.A to its subsidiary LAMDA MALLS S.A.

The Company complies with the Group’s policies and procedures.

**ANNEX – ORGANIZATIONAL CHART (LAMDA MALLS S.A.)**

The Group Divisions are depicted in green in the Organizational Chart and are defined as the Divisions of the parent company, LAMDA DEVELOPMENT S.A., which provides corresponding services to its subsidiary LAMDA MALLS S.A. In addition, upon relevant request, services are provided by the Compliance & Corporate Governance Unit, the Risk Management Unit and the Internal Audit Function of the parent company to its subsidiary LAMDA MALLS S.A.