

Draft decisions on the items on the agenda of the Ordinary General Meeting of Shareholders of 15 June 2022

1. Submission and approval of the annual financial statements for the year 2021 (01.01.2021-31.12.2021) together with the reports of the Board of Directors and the Certified Public Accountant

The General Meeting is called to approve the Annual Financial Statements of the Company for the fiscal year 2021 (01.01.2021-31.12.2021), together with the Management Report of the Board of Directors and the Audit Report of the Certified Public Accountant, as approved by the Board of Directors of the Company on 18.03.2022 and were posted on the website of the Company and on the website of the Athens Stock Exchange on 22.03.2022.

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

2. Approval of appropriation of profit and loss, distribution of dividends and distribution of profits to Board members and executives of the Company for the year 2021

The Board of Directors recommends to the General Meeting the approval of the appropriation of profits account for the fiscal year 2021 and the distribution of a dividend of €0.30 per share to the shareholders of the Company. That amount is subject to 5% withholding tax [according to the provisions of Article 40 (1) of Law 4172/2013, as in force], if required, which is equal to €0.015 per share and, therefore, the shareholders will receive a net amount after the above withholding, if required, amounting to €0.285 per share. The amounts to be distributed corresponding to the same shares will increase the amounts to be distributed to the other shareholders and the exact amount will be announced by the Company after the Record Date, as defined below.

Recipients of the dividend will be the shareholders of the Company who are registered in the DSS on 20.06.2022 (Record Date).

From 17.06.2022 (Cut-off Date), the Company's shares will be traded on the Athens Stock Exchange without the right to receive the dividend.

The payment of the dividend will start on 24.06.2022.

It is also proposed to distribute €180,000 as remuneration from the profits of the fiscal year 2021 to members of the Board of Directors, in accordance with the current Remuneration Policy of the Company, as well as to executives of the Company, in accordance with the relevant provisions of the Company's Articles of Association.

The Board of Directors suggests that it be authorised by the General Meeting in order to determine the remaining details and to take any action required for the implementation of the above decision.

Required quorum	1/2 of the paid-up share capital
Required majority	2/3 of the votes represented at the General Meeting

3. Approval of the overall management for the year 2021

The General Meeting is called to approve the overall management of the Board of Directors for the fiscal year 2021, in accordance with the provisions of Article 108 of Law 4548/2018.

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

4. Submission of the Proceedings Report of the Audit Committee for the year 2021

The Annual Proceedings Report of the Audit Committee for the year 2021, which is posted on the Company's website (www.petropoulos.com), will be brought to the shareholders' attention. It is noted that the above report details the actions of the Audit Committee and the matters with which it dealt in the fiscal year 2021.

5. Discharge of the Certified Public Accountant from any liability for the audit of the year 2021

The General Meeting is called to discharge the Certified Public Accountants from any liability for damages for the activities of the year 2021.

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

6. Election of a regular and an alternate Certified Public Accountant for the audit of the year 2022 and determination of their remuneration

The Board of Directors proposes to the General Meeting, following a relevant proposal of the Audit Committee, to approve for the audit of fiscal year 01.01.2022 - 31.12.2022 the election of the company of certified auditors under the corporate name **MPI HELLAS AUDITING S.A.**, and specifically Mr **Michalis Zacharioudakis** (son of Ioannis) (SOEL Reg. No 13191) as the Regular Certified Public Accountant, and Mr. **Dimitrios Samaras** (son of Eleftherios) (SOEL Reg. No 34161) as the Deputy Certified Public Accountant, who are members of the above auditing company. In addition, it is proposed to authorise the Board of Directors in order to negotiate and agree with the above audit firm its remuneration.

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

7. Submission for discussion of the remuneration report for the fiscal year 2021 and voting on it

The Board of Directors submits for discussion and voting the Remuneration Report of the members of the Board of Directors for the fiscal year 2021, which was approved by the decision of the Board of Directors. of 18.03.2022 and includes a complete overview of the total remuneration received by the members of the Board of Directors during the fiscal year 2021, in accordance with the more specific provisions of Article 112 of Law 4548/2018 and the applicable Remuneration Report of the Company.

The Remuneration Report of the Company is posted on www.petropoulos.com

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

8. Approval of terms of acquisition of own shares of the Company according to Article 49 of Law 4548/2018, as in force, and relevant authorisations.

The Board of Directors proposes to the General Meeting to decide on the acquisition of own shares of the Company, in accordance with the provisions of Article 49 of Law 4548/2018 in conjunction with the provisions of Regulation (EU) 596/2014 and the delegated Regulation (EU) 2016/1052. More specifically, it proposes the acquisition of shares corresponding to a maximum of 10% of the total existing shares of the Company (which includes own shares already acquired and owned by the Company), within a period of 24 months from the date of passing the relevant decision by the General Meeting, i.e. by 15.06.2024, with a range of purchase prices from € 1.00 per share (minimum) up to € 10.00 Euros per share (maximum). The same shares held by the Company at all times (including own shares, which it has already acquired and held) are intended for any purpose and use permitted by law (including without limitation, the decrease of the share capital and of their cancellation, and/or their disposal to the staff and/or members of the management of the Company and/or an affiliated company) and in accordance with it. In addition, it is suggested that the Board of Directors of the Company be authorised for the proper implementation of the above decision and further.

Required quorum	1/5 of the paid-up share capital
Required majority	Absolute majority of votes represented at the General Meeting

9. Submission of report of the independent non-executive members of the Board of Directors in accordance with Article 9 (5) of Law 4706/2020

The independent non-executive members of the Board of Directors submit jointly to the General Meeting and in order for the shareholders of the Company to take note of the report drawn up under Article 9 (5) of Law 4706/2020.

10. Miscellaneous items and announcements

Various items will be discussed.