



PLASTIKA KRITIS

P.O.B. 1093, GR 711 10 Iraklion-Crete, Greece
Tel. +302810-308500 Fax +302810-381328,
e-mail : info@plastikakritis.com, web site : www.plastikakritis.com

Heraklion, June 09, 2023

**DRAFT RESOLUTIONS AND COMMENTS OF THE BOARD OF DIRECTORS
FOR THE ANNUAL ORDINARY GENERAL MEETING OF JUNE 30th, 2023
addressed to the Shareholders of the S.A. Company
PLASTIKA KRITIS INDUSTRIAL AND COMMERCIAL S.A. COMPANY
General Commercial Registry Number: 77082927000**

1st Issue - Submission and approval of the annual financial statements (Corporate and Consolidated) for the fiscal year 2022 (01.01.2022 - 31.12.2022) as well as the reports of the Board of Directors and the Certified Auditor of the Company.

DRAFT RESOLUTION

The General Meeting approved, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie... shares, and... valid positive votes), the Annual Financial Statements (Corporate and Consolidated) of corporate year 2022 as well as the reports of the Board of Directors and the Certified Auditor.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

2nd Issue - Approval of the distribution of profits for the year 2022.

DRAFT RESOLUTION

The General Meeting approved, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie... shares, and... valid positive votes), the distribution of the profits of the corporate year 2022. In detail, the profits of the year 2022 before taxes amounted to 31.077.558,77 euros and after the deduction of tax 6.196.362,48 euros, there are profits available for a total amount of 24.881.196,29 euros which will be allocated as follows:

Reserve L.4399	918.368,11
Reserve L.4172 Article 48	306.000,00

Dividend	12.320.640,00
Retained Earnings	<u>11.336.188,18</u>
Total	24.881.196,29

The dividend that will be given per share will be 0.45 euros and will be paid to the Company's Shareholders according to the following schedule:

Tuesday 01/08/2023:

Cut-off date of dividend right for 2022.

Wednesday 02/08/2023:

Date of identification of dividend beneficiaries for the year 2022 (record date).

Tuesday 08/08/2023:

Start date of dividend's payment for the year 2022.

The distribution of net profits of 952.000 euros was also approved, which according to the principles and rules of International Accounting Standards had been taken into account for the formation of profits for the year 2022, for payment to members of the Board of Directors, who substantially contributed to the achievement of the Company's strategic goals in the year 2022.

Number of shares for which valid votes were given:

Percentage of shares with voting right:

Valid:

Vote upon the valid:

For: Against: Blanks/Abstention:

3rd Issue - Purchase of own shares for the purpose of making them available to executives and employees of the company.

DRAFT RESOLUTION

The General Meeting, with valid votes corresponding to a percentage of ...% of the Company's paid-up share capital, approved the acquisition of up to 100,000 of the company's own shares in accordance with article 49 of Law 4548/2018 in order to distribute them to the company's executives and employees. The price range of the shares to be acquired and distributed will vary from €10 to €20 per share, and their acquisition period will not exceed 24 months. The acquired shares will be distributed to the executives and employees of the company either in the form of an option in accordance with article 113 of Law 4548/2018 or in the form of a donation in accordance with article 114 of Law 4548/2018.

It was also decided to entrust the Board of Directors with the implementation of the decision, the determination of the terms of their disposal, as well as the determination of the beneficiaries.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

4th Issue - Briefing of the Chairman of the Audit Committee on the Committee's activities in the fiscal year 2022.

The Chairman of the Audit Committee informs the General Meeting of shareholders on the activities of the Audit Committee during the corporate year 2022, submitting a relevant report according to the provisions of article 44 par. 1 (h) of law 4449/2017.
The relevant annual report on the activities of the Audit Committee for the year 2022 will be available on the company's website.

5th Issue - Approval of the overall management of the Company and release of the Certified Auditors-Accountants from any liability for compensation for the year 2022 (01.01.2022 - 31.12.2022).

DRAFT RESOLUTION

The General Meeting approved, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie... shares, and... valid positive votes), the overall management of the Company and the dismissal of Certified Auditors from any liability for compensation about the management of the Company and the Financial Statements for the year 2022.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

6th Issue - Election of an audit company of Sworn Auditors for the year 2023 and determination of its remuneration.

DRAFT RESOLUTION

The General Meeting decided, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie... shares, and... valid positive votes), the election of the company Grant Thornton with A.M. SOEL 30422 for the year 2023. The company after its election will submit a binding declaration to our company for the appointment of a regular and a substitute sworn auditor.

It is noted that the above mentioned Audit Company, in addition to performing the audit of the annual and semi-annual financial statements, of the XHTML and XBRL digital files and of the completeness of the information in the annual Remuneration Report, will also undertake the process of issuing the annual certificate and the tax compliance report of the Company for the year 2023, in accordance with the provisions of article 65A of law 4174/2013 as amended by article 37 of law 4646/2019.

For the remuneration of the Certified Auditors the relevant decision of the Board of Directors of 06.06.2023 is valid, which was brought to the attention of the shareholders.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

7th Issue - Provision of permission, according to article 98 par. 1 of law 4548/2018, to the members of the Board of Directors and the managers of the Company, to participate in the Boards of Directors or in the management of companies of the Group.

DRAFT RESOLUTION

The General Meeting approved, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie shares, and... valid positive votes), the proposal of the Board of Directors for granting a permission, in accordance with article 98 par. 1 of law 4548 / 2018, to the members of the Board of Directors and the executives of the Company, to participate in the Boards of Directors or in the management of companies of the Group.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

8th Issue - Approval of the remuneration of the Board of Directors paid in the fiscal year 2022 as well as pre-approval of the payment of remuneration for the fiscal year 2023 to the members of the Board of Directors and the Committees who are not paid a monthly salary nor are they remunerated from the profits.

DRAFT RESOLUTION

The General Meeting approves, by a majority and proportion of valid votes...% of the paid-up share capital of the Company (ie... shares, and... valid positive votes), the remuneration paid to the members of the Board of Directors who are not paid a monthly salary nor are they remunerated from the profits, based on its previous decision, as they are mentioned in detail in the remuneration report for the year 2022.

It was also decided to pre-approve the payment of remuneration for the year 2023 to the members of the Board of Directors and the Committees, who are not paid a monthly salary nor are they paid fees from the profits, in accordance with the provisions of the decision of the General Assembly dated 15.07.2022, which is valid until it is modified by a newer decision.

Number of shares for which valid votes were given:
Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

For: Against: Blanks/Abstention:

9th Issue - Submission for discussion and voting, by the General Meeting, in accordance with the provisions of article 112 of law 4548/2018, of the remuneration report for the year 2022.

DRAFT RESOLUTION

The Chairman of the Board of Directors brought to the attention of the shareholders the Remuneration Report of the members of the Board of Directors for the year 2022 which includes the total fees paid to the members of the Board of Directors for the year 2022 in accordance with Article 112 of Law 4548 / 2018. It is clarified that the shareholders' vote, regarding the Remuneration Report is, according to article 112 par. 3 of Law 4548/2018, advisory. The report in its entirety will be available on the company's website.

A voting followed and the General Meeting approved with votes corresponding to ...% of the total paid-up share capital and ...% of the votes represented at the General Meeting, the company's Remuneration Report.

Number of shares for which valid votes were given:

Percentage of shares with voting right:
Valid:
Vote upon the valid:
For: Against: Blanks/Abstention:

10th Issue - Submission of report by independent non-executive members of the Board of Directors for the year 2022.

The independent non-executive members of the Board of Directors jointly submitted to the General Meeting of Shareholders a report on the expression of opinion regarding the monitoring of the implementation of the strategy and objectives of the company, the suggestions and performance of the executive members in their duties, the compliance with the regulatory framework, as well as the content of the Report of the Board of Directors and the Corporate Governance Statement 2022 of the company, in accordance with the provisions of article 9 of Law.4706/2020.

The report of the Independent Non-Executive Board Members for the year 2022 will be available on the Company's website.