



## INVITATION

To the Shareholders of the Societe Anonyme named

**«ATHENS WATER SUPPLY AND SEWERAGE COMPANY S.A. »  
(EYDAP S.A.)**

**General Commercial Register Number 121578960000**

At the Extraordinary General Meeting

By a decision which taken in accordance with the Law and the Company's Articles of Association at its meeting of December 1st, 2021, the Board of the Directors of the Company named "Athens Water Supply and Sewerage Company (EYDAP S.A.) ", the Shareholders of the Company are invited to the Extraordinary General Meeting **on December 24th, 2021, Friday, at 11.00**, which **will be held entirely with the participation of the Shareholders remotely via teleconference and using electronic resources** to discuss and decide on the following items on the **Agenda**:

1. Decision for the validation of the Decision of the Board of Directors of EYDAP SA of December 1st, 2021 for: **a)** the issuance of a license in accordance with article 100 par. 1 of Law 4548/2018 with a validity of six (6) months for the preparation of two (2) Contracts in accordance with the Drafts from 11/2021 **(i)** between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA in accordance with Law 2744/1999 and par. 2 of article one hundred and fourteen of Law 4812/2021, regarding the terms of renewal of the exclusive right to provide water supply and sewerage services granted to EYDAP SA until 31.12.2040 pursuant to par. 1 of the same article, **(ii)** between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA according to par. 4 of article one hundred and fourteen of Law 4812/2021, regarding the assignment to EYDAP SA operation and maintenance services of the External Water Supply System (EWSS) of the major area of the Capital for three (3) years, **b)** the approval of the two (2) Contracts between the Greek State, the EYDAP Fixed Assets LEPL and the EYDAP SA according to the Drafts from 11/2021 and **c)** the authorization of the Chief Executive Officer of EYDAP SA for the signing of the above Contracts with minor changes that do not financially burden EYDAP SA and do not change the contractual framework and risk allocation.
2. Decision for the validation of the Decision of the Board of Directors of EYDAP SA of December 1st, 2021 regarding the approval of the amounts of the claims on both sides between the Greek State and EYDAP SA and in particular: **a)** the overdue debts of the Greek State to EYDAP SA from the execution of projects for the E.W.S.S. during the years 2019 and 2020 and from operating expenses made by EYDAP SA for the management, maintenance and supervision of good operation of E.W.S.S. during the period from 01.10.2013 until 31.12.2020 and **b)** the overdue debts of EYDAP SA to the Greek State consisting of the price of the supplied raw water during the period from 12.10.2013 until 31.12.2020, as the said amounts are specified in the Final Draft of

the Joint Ministerial Decision (J.M.D.) of the Ministers, of Finance, of Development and Investment, of Environment and Energy and of Infrastructure and Transport, the counterbalance of the above requirements from both sides in accordance with par. 4 of the above Final Draft of the J.M.D. and the resignation of EYDAP SA from any legal remedy and any other claim against the State and the EYDAP Fixed Assets LEPL.

3. Redefining the type of the Audit Committee, the term, the number and the statuses of its Members according to article 44 paragraph 1 case b of Law 4449/2017, as amended by par. 4 of article 74 of Law. 4706/2020.
  
4. Various announcements.

Taking into account the measures and instructions of the State to deal with consequences of the risk of spreading the Covid-19 coronavirus and in accordance with the provisions of Articles 120 par. 3 and 125 par. 1 of Law 4548/2018, the General Meeting of December 24<sup>th</sup>, 2021 will be held remotely in real time by videoconference and using electronic resources, under the terms of article 125 of Law 4548/2018 and the specific provisions set forth herein.

In addition, according to Article 28 par. 6 of the Company's Articles of Association, Shareholders are provided with the opportunity to participate remotely by postal vote in the voting on the issues of the General Meeting of December 24<sup>th</sup>, 2021, which will be held before the General Meeting, under the terms of article 126 of Law 4548/2018 and the specific provisions of this document.

In the case of failure to achieve the required quorum for the items on the Agenda, cancellation or postponement, the Shareholders are invited to a **Repetitive General Meeting, which will be held on Tuesday, January 4th, 2022, at 11:00**, with the same aforementioned Agenda and in the same manner, i.e. in real time by videoconference 3 and using electronic resources, under the terms of article 125 of Law 4548/2018 and the specific provisions set forth herein, due to the emergency situation and in the context of preventive measures to avoid the spread of the Covid-19 coronavirus.

#### **A. RIGHT TO PARTICIPATE AND VOTE IN THE EXTRAORDINARY GENERAL MEETING**

Any legal or individual person having the status of a shareholder at the beginning of the fifth (5th) day prior to the day of the initial meeting of the Extraordinary General Meeting of December 24<sup>th</sup>, 2021, i.e. **at the beginning of December 19<sup>th</sup>, 2021 (record date)**, is entitled to participate and vote in the Extraordinary General Meeting. The above record date shall **also apply in the case of an adjourned or repeated meeting**, provided that the adjourned or repeated meeting is not more than 30 days from the record date.

Anyone who appears on the date of registration as a registered shareholder in the records of the Intangible Securities System (S.A.T.) of the joint stock company "Hellenic Central Securities Depository S.A." (EL.K.A.T.) or the person identified as such on the basis of the relevant date through registered or other intermediaries in compliance with the provisions of the legislation (Law 4548/2018, Law 4569/2019, Law 4706/2020, Regulation (EU) 2018/1212 as well as the Regulation on the Operation of the Hellenic Central Securities Depository (Government Gazette B/1007/16.3.2021).



Proof of shareholding is provided by any legal way and in any case on the basis of information received by the Company from EL.K.A.T. up to and before the beginning of the General Meeting, if it provides registration services or through the participants and registered intermediaries in the Central Securities Depository in any other case. A shareholder may participate in the General Meeting on the basis of confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the ombudsman, unless the Meeting refuses such participation for an important reason that justifies its refusal in accordance with the provisions in force (article 19 paragraph 1 of Law 4569/2018, article 124 paragraph 5 of Law 4548/2018). Each share entitles to one vote and voting is open.

The participation and voting rights does not require the blocking of the beneficiary's shares, nor the observance of any other similar procedure which limits the possibility of selling and transferring them during the period between the date of registration and the date of the General Meeting.

#### **B. PARTICIPATION AND EXERCISE OF VOTING RIGHTS AT A DISTANCE IN REAL TIME BY RESOURCES OF VIDEOCONFERENCING**

In order for Shareholders to participate and vote in the Extraordinary General Meeting of December 24<sup>th</sup>, 2021 or its Repetitive General Meeting, which will be held remotely in real time via videoconference without their physical presence, **the creation and use of an electronic account by the Shareholder or his/her representative, if any, in the electronic platform** developed by the Hellenic Stock Exchange Group - Athens Exchange S.A. for the provision of services for the holding of General Meetings remotely in real time via videoconference to publishing companies on the website <https://axia.athexgroup.gr> **is required.**

It may be noted that Shareholders, journalists and any third party in general will not be allowed to enter the venue of the Meeting, except for the members of the Board of Directors, the Secretary, the Minister supervising the Company or his/her representative authorized in writing and the persons in charge of the conduct of the Meeting.

The web platform is provided by EL.K.A.T., while the WEBEX group of tools/services from Cisco Hellas SA is used for videoconferencing.

Access to the online platform **requires a computer or a mobile phone such as a smartphone or tablet**, with an installed web browser and internet access.

For the creation of the account of the Shareholder or his/her representative in the above electronic platform, **the valid email address and the mobile phone number of the Shareholder or his/her representative, if any, is required.**

In the event that upon entering the electronic platform **the above data entered by the Shareholder are not identical to the data registered in the book-entry system** and notified to the Company by the "Hellenic Central Securities Depository S.A." or through intermediaries, in the context of the services of facilitating the remote identification of Shareholders in general meetings that it provides to the issuing public limited companies in accordance with Part 3 of Part 3 of the decision no.8 of the Board of Directors of the Hellenic Central Securities Depository S.A. "Technical Terms and Procedures for the provision of the Registry, Corporate & Other Related Transactions Service" and the form "Terms and Conditions of the Distance



General Meeting of Shareholders", **the Shareholder should update or update the above data in order to create the account.**

For this purpose and in order to avoid malfunctions, **Shareholders are requested to contact the Participant of the Securities Account of the S.A.T. or another intermediary acting as the Shareholder's custodian**, through which their shares are held, in order to communicate and/or update their valid e-mail address (email) and mobile phone number for their identification.

Shareholders may contact for any questions and information the Shareholders' Service and Corporate Announcements Department of the Company by email at [eydapmet@eydap.gr](mailto:eydapmet@eydap.gr) or by telephone at (+30) 210 21.44.479 (during working days and hours).

Furthermore, from the publication of this document until the end of the General Meeting of Shareholders, a help desk will be available to provide information and support to Shareholders and their proxies at (+30) 210 33.66.120 or by e-mail at [AXIAeShareholdersMeeting@athexgroup.gr](mailto:AXIAeShareholdersMeeting@athexgroup.gr).

Shareholders who participate in the General Meeting via real-time videoconference will be taken into account for the formation of the quorum and majority and will be able to effectively exercise their rights during the General Meeting.

Shareholders who have successfully logged in to the online platform will be able to participate in the General Meeting via real-time videoconference through a link that will be sent to them via email.

By activating the videoconferencing application (Cisco Webex) via the link at the beginning of the General Meeting, Shareholders will be able to:

- a. monitor by electronic or audiovisual resources the conduct of the General Assembly,
- b. take the floor and speak to the General Assembly orally during the General Assembly,

while at the same time through the online platform they will be able to:

- c. vote in real time during the General Assembly on the items on the agenda and
- d. receive information on the recording of their votes.

### **C. PROCEDURE FOR ABSENTEE VOTING BEFORE THE GENERAL MEETING (POSTAL VOTE)**

- i. Shareholders are provided with the opportunity to participate themselves or their representatives remotely in **the voting** on the issues of the General Meeting (or any Repetitive Meeting) **which be held before the General Meeting**, under the terms of article 126 of Law 4548/2018 and the following..

Shareholders wishing to participate remotely in the voting on the agenda items to be held before the General Meeting may use the following facilities:

- a. either to exercise their voting rights before the General Meeting **through the online platform** <https://axia.athexgroup.gr>, in which they will have previously created an account and successfully registered as mentioned under B above, no later than twenty-four (24) hours before the meeting of the General Meeting (**i.e. no later than 23.12.2021 at 11.00**).
- b. either **complete and send** to the Shareholder Services and Corporate Communications Department, at the following address: 156 Oropou Street, Galatsi, P.C. 111 46, the "**Absentee Voting Form**" which is posted at [www.eydap.gr](http://www.eydap.gr) at least twenty-four (24) hours before the General Meeting (**i.e. no later than 23.12.2021 at 11.00**).

The "Absentee Voting Form" must be signed by the Shareholder (or his/her representative) and must be verified for authenticity. Alternatively, the completed "Form of Absentee Voting Form" may be signed by the Shareholder (or his/her representative) digitally using an approved digital signature (qualified certificate) or through the electronic digital document certification platform of gov.gr ([www.gov.gr](http://www.gov.gr)) and then sent by e-mail to the following e-mail address: [eydapmet@eydap.gr](mailto:eydapmet@eydap.gr) at least twenty-four (24) hours prior to the General Meeting (**i.e. no later than 23.12.2021 at 11.00**).

- c. or to participate on the basis of confirmations or notifications under Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote in accordance with the above before the General Meeting are counted for the formation of the quorum and majority, **only if the relevant votes have been received by the Company no later than 23.12.2021 at 11.00**.

- II. It is noted that Shareholders wishing to appoint representatives to participate remotely in the voting on the issues of the General Meeting to be held prior to the General Meeting may appoint **one (1) representative**, whose appointment must be made at least **forty-eight (48) hours before the General Meeting (i.e. no later than 22.12.2021 at 11.00)**, as specifically mentioned below under D

**After this deadline, it will not be possible to participate by representative in the voting that will take place before the General Meeting.**

- III. In the event that the quorum required by the Law and the Articles of Association for the adoption of a decision on any item on the original agenda is not achieved on the date of December 24<sup>th</sup>, 2021, the right to vote by absentee by postal vote **must be re-exercised for the Repeat General Meeting which will be held on January 4<sup>th</sup>, 2022 at 11.00**, in a vote that will be held before the Repeat General Meeting, in the following ways:
  - a. either by re-exercising the voting right before the Repetitive General Meeting through the electronic platform <https://axia.athexgroup.gr> in which they will have previously created an account and successfully registered as mentioned above under B, no later than twenty-four (24) hours before the meeting of the Repetitive General Meeting (**i.e. no later than 03.01.2022 at 11.00**).



- b. either by completing and sending it to the Shareholder Services and Corporate Communications Department at: 156 Oropou Street, Galatsi, P.C. 111 46, a new "Form of Postal Voting Form" which will be available by the Company for matters on which no decision has been taken at the initial meeting of the General Meeting of December 24<sup>th</sup>, 2021, completed, signed and certified for authenticity by the Shareholder (or his/her representative), or digitally signed by the Shareholder (or his/her representative) using an approved digital signature (qualified certificate) or through the electronic digital document certification platform of gov.gr ([www.gov.gr](http://www.gov.gr)) which will then be sent by e-mail to the following e-mail address: [eydap-met@eydap.gr](mailto:eydap-met@eydap.gr) at least twenty-four (24) hours prior to the date of the Repetitive General Meeting (**i.e. no later than 03.01.2022 at 11.00**).
- c. or to participate on the basis of confirmations or notifications under Articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

Shareholders who vote in accordance with the above before the Repetitive General Meeting are counted for the formation of the quorum and majority, **only if the relevant votes have been received by the Company no later than 03.01.2022 at 11.00**.

- IV. For any Repetitive General Meeting on January 4<sup>th</sup>, 2021, Shareholders who did not appoint a representative at the original General Meeting or Shareholders who wish to replace the representative they had appointed, in order to participate remotely in the voting which will be held before the General Meeting, **may appoint one (1) representative at least forty-eight (48) hours before the meeting of the Repetitive General Meeting (i.e. no later than 02.01.2022 and at 11.00)**, as more specifically mentioned below under D.

**After this date it will not be possible to participate by representative in the voting that will take place before the Repetitive General Meeting.**

Shareholders may contact for any questions and information the Shareholder Service and Corporate Announcements Department of the Company by email at [eydap-met@eydap.gr](mailto:eydap-met@eydap.gr) or by telephone at (+30) 210 21 44 479 (during working days and hours).

Shareholders are also requested to ensure the confirmation of the successful dispatch of the "Absentee Voting Form" and its receipt by the Company and for this purpose they may call (+30) 210 21 44 479. (Shareholders' Service and Corporate Announcements)

#### **D. PROCEDURE FOR PARTICIPATION AND VOTING BY REPRESENTATIVE**

The Shareholder participates in the General Meeting and votes either in person or by representative. Legal entities participate in the General Meeting through their representatives. Each Shareholder may appoint up to three (3) representatives. **However, due to the extraordinary circumstances of the Covid-19 coronavirus pandemic specifically for the meeting of December 24<sup>th</sup>, 2021 and any repeat meeting, the Shareholder may appoint one (1) representative as more specifically stated below.**

The Shareholder may appoint a representative for one or more General Meetings and for a fixed term. However, if a Shareholder holds shares of the Company which appear in more than one securities account, this restriction does not prevent that Shareholder from appointing different representatives for the shares appearing in each securities account in relation to the General Meeting. A representative acting for more than one Shareholder may vote differently

for each Shareholder. The representative shall vote in accordance with the instructions of the Shareholder, if any, and shall file the voting instructions for at least one (1) year from the date of the General Meeting or, in the event of its adjournment, from the date of the last Repetitive Meeting at which he/she made use of the representative. The failure of a delegate to comply with the instructions received shall not affect the validity of the decisions of the General Assembly, even if the delegate's vote was decisive in reaching a majority. In reference to the appointment and revocation or replacement of the representative and the obligations of the shareholder's representative, the provisions of Article 128 para. 4 and 5 of Law 4548/2018.

The Shareholder's representative is obliged to disclose to the Company before the beginning of the General Meeting, any specific fact that may be useful to the Shareholders in assessing the risk of the representative serving interests other than the Shareholder's interests. For the purposes of this paragraph, a conflict of interest may arise in particular where the representative:

- a. Is a Shareholder controlling the Company or another legal person or entity controlled by such Shareholder.
- b. Is a Member of the Board of Directors or the management of the Company in general or a Shareholder who exercises control over the Company or another legal person or entity controlled by a Shareholder who exercises control over the Company.
- c. Is an employee or auditor of the Company or a Shareholder controlling the Company or another legal person or entity controlled by a Shareholder controlling the Company
- d. Is husband/wife or first-degree relative of one of the individuals in cases a to c.

**The appointment and the revocation or replacement of the representative** shall be made in writing or by electronic means and notified to the Company at least forty-eight (48) hours before the General Meeting, in accordance with the provision of paragraph 4 of article 128 of Law 4548/2018, i.e. no later **than December 22, 2021 at 11.00**.

**Specifically for the participation of the Shareholder by representative in the General Meeting of 24 December 2021 (or any Repetition)**, either remotely in real time via videoconference, or in the voting on the agenda items to be held before the General Meeting, the Shareholder or the Participant of the Securities Account in the S. A.T. or other intermediary acting as the Shareholder's custodian may appoint **one (1) representative**, whose appointment is required to be made at least forty-eight (48) hours before the General Meeting (i.e. no later than 22.12.2021 at 11.00).

For this purpose, the following forms are available from the Company:

(a) **Form for the appointment of a representative to participate** in the General Assembly of 24 December 2021 remotely and in real time by videoconference.



(b) **Form for the appointment of a proxy for voting** on the items of business of the General Assembly of 24 December 2021 to be held **prior to the General Assembly**.

These forms are available in electronic form on the Company's website [www.eydap.gr](http://www.eydap.gr) in the section "Investor Relations" and in printed form at the Shareholder Services and Corporate Announcements Department (156 Oropou Street, Galatsi).

In the representative appointment form, the shareholder is required to fill in the name, full name, home address, Identity Card or Passport number, e-mail address and mobile phone number of the representative. Upon receipt of the above details by the Company and based on the e-mail address and mobile phone number of the representative as stated in the nomination form, the Company will create an account for the representative on the online voting platform and then the representative will be notified by e-mail to activate his/her account in order to exercise the Shareholder's rights.

These forms, completed and signed by the Shareholder (or the shareholder's representative in case of a legal entity) with certified signature, are submitted or sent by mail or courier service to the Shareholders' and Corporate Announcements Service, 156 Oropou Street, Galatsi, P.C. 111 46. Otherwise, these forms may be digitally signed with an approved electronic signature (qualified certificate) or through the electronic digital document certification platform of gov.gr (www.gov.gr) as provided therein and then sent by email to [eydap-met@eydap.gr](mailto:eydap-met@eydap.gr).

The forms must be submitted to the Company in one of the above ways no later than 48 hours before the General Meeting, **i.e. no later than 22.12.2021 at 11.00**.

Shareholders are requested to ensure that they confirm that the representative appointment form has been successfully sent and received by the Company and for this purpose they may call (+ 30 210 21 44 479) (Shareholders' Service and Corporate Announcements).

## **E. MINORITY RIGHTS**

1. At the request of Shareholders representing at least one twentieth (1/20) of the paid-up share capital, the Board of Directors of the Company is obliged to include additional items in the Agenda of the General Meeting that has already been convened, provided that the relevant request is received by the Board of Directors at least fifteen (15) days before the General Meeting. Additional issues must be published or announced, under the responsibility of the Board of Directors, according to article 122 of Law 4548/2018, at least seven (7) days before the General Meeting. The request for the inclusion of additional items in the Agenda is accompanied by a justification or a draft resolution for approval at the General Meeting and the revised Agenda is published in the same way as the previous Agenda, thirteen (13) days before the date of the General Meeting, while at the same time it is made available to the Shareholders on the Company's website ([www.eydap.gr](http://www.eydap.gr)), together with the justification or the draft resolution submitted by the Shareholders as provided for in paragraph 4. of article 123 of





Law 4548/2018. If these issues are not published, the requesting Shareholders are entitled to request the postponement of the General Meeting, in accordance with paragraph 5 of article 141 of Law 4548/2018 and to proceed with the publication themselves, as specified in the second subparagraph of this paragraph, at the Company's expense.

2. Shareholders representing one twentieth (1/20) of the paid-up capital have the right to submit draft resolutions on issues included in the original or any revised Agenda of the General Meeting. The relevant request must reach the Board of Directors at least seven (7) days before the date of the General Meeting and the draft resolutions are made available to the Shareholders at least six (6) days before the date of the General Meeting.

3. At the request of a Shareholder or Shareholders representing one twentieth (1/20) of the paid-up share capital, the President of the Meeting is obliged to postpone once only the decision making of the General Meeting, Ordinary or Extraordinary, on all or certain issues, setting the date for the continuation of the meeting, the date specified in the Shareholders' request, which may not be more than twenty (20) days from the date of the postponement. The postponed General Meeting is a continuation of the previous one and no repetition of the formalities for the publication of the Shareholders' Notice is required. New Shareholders may also participate in this Meeting, subject to the relevant participation formalities.

4. At the request of any Shareholder submitted to the Company at least five (5) full days before the General Meeting, the Board of Directors is obliged to provide the General Meeting with the required specific information on the affairs of the Company, to the extent that such information is useful for the actual assessment of the items on the agenda. The Board of Directors may reply in a single reply to Shareholders' requests with the same content. There is no obligation to provide information when the relevant information is already available on the Company's website, in particular in the form of questions and answers. The Board of Directors may refuse to provide the information for compelling substantial reason, which shall be recorded in the minutes. Such reason may be, under the circumstances, the representation of the applicant Shareholders on the Board of Directors, pursuant to articles 79 or 80 of Law 4548/2018.

5. At the request of Shareholders representing one tenth (1/10) of the paid-up share capital, which is submitted to the Company at least five (5) full days before to the General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the progress of corporate affairs and the Company's assets and liabilities. The Board of Directors may refuse to provide the information for compelling substantial reason, which shall be recorded in the minutes. Such a reason may be, under the circumstances, the representation of the applicant Shareholders in the Board of Directors, pursuant to articles 79 or 80 of Law 4548/2018, provided that the respective Members of the Board of Directors have received the relevant information in an adequate manner.

In all cases, the applicant Shareholders must prove their shareholding status and, except in the case of paragraph 4 of this Part, the number of shares held at the time of exercising the relevant right by any legal way.

#### **F. AVAILABLE DOCUMENTS AND INFORMATION**

The information and the relevant documents referred in Article 123 par. 3 and 4 of Law 4548/2018 and all forms referred in this Invitation are available in electronic form on the Company's website [www.eydap.gr](http://www.eydap.gr) in the section "Investor Relations" and in printed form at



the Shareholder Services and Corporate Announcements Department (156 Oropou Street, Galatsi).

For any information, Shareholders may contact the Shareholders' Service and Corporate Announcements Department of the Company by email at [eydap-met@eydap.gr](mailto:eydap-met@eydap.gr) or by telephone at (+30) 210 21 44 479 (Mr. Christos Anterriotis).

**Galatsi, December 1<sup>st</sup>, 2021**

**The Board of Directors**