

Proposal on the Amendment of the Remuneration Policy of Qualco Group S.A.

The Nomination and Remuneration Committee (hereinafter the “Committee”) of Qualco Group S.A. proposes the following amendments to the Company’s existing Remuneration Policy (the “Policy”), which aim to promote more efficient business operations, enhance productivity and optimize the Company’s organizational structure for the long-term creation of value for all stakeholders.

At the same time, the Policy continues to take into account the provisions of the Company’s Articles of Association, the Hellenic Corporate Governance Code adopted by the Company, its Internal Rules of Procedure, and the prevailing legal and regulatory framework governing listed companies.

The proposed amendments aim: (a) to provide for remuneration to the Executive Members of the Board of Directors for their participation in meetings of the Board of Directors and to determine the range of such remuneration; and (b) to provide for the range of remuneration granted to the Independent Non-Executive Members of the Board of Directors, the Non-Executive Members of the Board of Directors, and the Chair of the Audit Committee. The proposed remunerations have been determined having regard to the responsibilities and workload associated with participation in the administrative bodies and committees. In addition, the proposed amendments to the Policy are intended to provide a detailed description of the remuneration of the Members of the Board of Directors, thereby ensuring a high level of transparency.

The revised Remuneration Policy enables more effective alignment with prevailing market trends and practices and with the need to attract and retain individuals with extensive experience and expertise, thus ensuring full transparency and corporate accountability within the context of evolving corporate governance standards. In this context, the enhancement of the Policy constitutes an integral element of the business strategy for delivering on corporate values, securing the long-term sustainability of the Company, and enabling more effective risk management, with the contribution of each Member of the Board of Directors to the Company’s corporate governance.

Hereinafter, the amendments introduced to the Remuneration Policy are explained as follows:

- (i) in **Section 9.4** of the current Policy, the fifth paragraph is rephrased, with certain deletions and additions, to provide for remuneration to the Executive Members of the Board of Directors for their participation in meetings of the Board of Directors, which is set for each Executive Member of the Board within the range of €20,000.00–€50,000.00 per annum. The fifth paragraph of Section 9.4 is set out below:

“Executive members of the Board of Directors receive remuneration for their participation in Board meetings, which is determined within the range of €20,000 - €50,000 gross, per individual, on an annual basis. The aforementioned range may be revised in line with applicable conditions by virtue of a special decision of the General Meeting. The remuneration

of the Executive Members of the Board of Directors is subject to applicable withholdings and duties provided for by Greek legislation.”

- (ii) In **Section 9.5** of the current Policy, a new concluding paragraph is added to provide for the range of remuneration granted to the Independent Non-Executive Members of the Board of Directors, the Non-Executive Members of the Board of Directors and the Chair of the Audit Committee. The new concluding paragraph of Section 9.5 is set out below:

“In particular, Independent non-executive members of the Board of Directors, non-executive members of the Board of Directors and the Chairman of the Audit Committee receive remuneration for their participation in the meetings of the Board of Directors, the Audit Committee and the Remuneration and Nomination Committee, as well as taking into consideration the performance of the duties assigned to them according to applicable legislation, within the range of €20,000.00 - €100,000.00 gross, per, individual on an annual basis. The aforementioned range may be revised in line with applicable conditions by virtue of a special decision of the General Meeting. The remuneration is subject to applicable withholdings and duties provided for by Greek legislation.”

In light of the above, the Committee recommends that the Board of Directors accept and approve the foregoing amendments.