

**DRAFT DECISIONS ON ITEMS OF THE AGENDA OF THE
05.04.2022 ORDINARY GENERAL SHAREHOLDERS ASSEMBLY OF THE COMPANY
“AUTOHELLAS TOURIST AND TRADING SOCIETE ANONYME”
The “Company”**

ITEM No 1: Approval of the annual and consolidated financial statements of financial year ended in 31.12.2021, together with the annual single management report and the auditor’s report.

Required Quorum:	Shareholders representing the 1/5 of the paid-up capital of the Company
Required Majority:	50% of all (present and represented) votes plus one vote

The annual financial statements of the Company and the consolidated financial statements for the fiscal year 1.1.2021 to 31.12.2021 are submitted for approval, accompanied by the audit report of the statutory auditors and the annual single management report, which includes the Board of Directors’ Report and the related consolidated management report, together with the corporate governance and non-financial statements.

The aforementioned financial statements and the above reports are at the shareholders’ disposal and have been uploaded to the Company’s website since the 03.03.2022 at the Company’s website, with the following url:

https://www.autohellas.gr/wp-content/uploads/2022/03/AUTOHELLAS-GROUP-Financial-Report-YE2021_eng_pub-FINAL.pdf

Based on the above, the Board of Directors recommends the approval of all the aforementioned documents, namely the annual financial statements of the Company and the consolidated financial statements for the fiscal year 1.1.2021 to 31.12.2021, which the Board of Directors has already approved by its decision dated 2nd of March 2022, accompanied by the auditor’s report and the annual single management report.

ITEM No 2: Approval of the overall management of the members of the Board of Directors for the fiscal year 1.1.2021 - 31.12.2021. Acquittal of certified auditors for fiscal year 2021.

Required Quorum:	Shareholders representing the 1/5 of the paid-up capital of the Company
Required Majority:	50% of all (present and represented) votes plus one vote

The Board of Directors proposes the approval of the overall management of the Company by each member of the Board of Directors individually, in their respective capacity, but also by all members of the Board of Directors collectively for the activities of the fiscal year ended 31.12.2021, according to article 108 of Law 4548/2018.

Furthermore, the Board of Directors calls for the acquittal of the audit firm "PricewaterhouseCoopers S.A.", based at 268, Kifissias Ave. and Kodrou St., Halandri and its Certified Accountants, namely the certified auditor - accountant, Mr. Socrates Leptos-Bourgi under SOEL Reg. number 41541, as ordinary certified auditor - accountant and Mr. Evangelos Venizelos certified auditor - accountant under SOEL Reg. number 39891 as a substitute certified auditor - accountant of any liability for compensation for the fiscal year 2021 activities (for the period 01.01.2021 to 31.12.2021).

In this voting, according to paragraph 2 of article 108 of aw 4548/2018, the members of the Board of Directors are entitled to participate only with shares, of which they are owners, or as representatives of other shareholders, provided that they have received relevant authorization with explicit and specific voting instructions. The same applies for Company's employees.

ITEM No 3: Election of audit firm for auditing the financial statements of fiscal year from 1.1.2022 until 31.12.2022 and determination of their fee.

Required Quorum:	Shareholders representing the 1/5 of the paid-up capital of the Company
Required Majority:	50% of all (present and represented) votes plus one vote

The Board of Directors, in accordance with the recommendation of the Company's Audit Committee dated 11.03.2022 with which all independent members of the Board of Director's agree (and therefore article 124 par. 8 of law 4548/2018 does not apply), suggests and recommends to appoint the audit firm "PricewaterhouseCoopers S.A.", based at 268, Kifissias Ave. and Kodrou St., Halandri for the statutory audit of the Company's and Group's financial statements for the fiscal year 01.01.2022 to 31.12.2022, as well as for the review of the interim information of the Company and the Group for the period 01.01.2022 to 30.06.2022.

The total remuneration fee of the aforementioned audit firm for the ordinary and tax audit of the Company for fiscal year 2022, according to legislation in place, is proposed to the amount of €140,000 and the remuneration fee of the aforementioned audit firm for the ordinary and tax audit of the Greek companies of the Group for fiscal year 2022, is proposed to the amount of €126,400. It is noted that the aforementioned Company's audit fee includes the maximum fee of € 15,000 for the audit of the iXBRL file created for the submission of the consolidated

financial statements in European Single Electronic Format (ESEF) under Directive 2004/109 / EC) and the Delegated Regulation (EU) 2019/815 as amended by the Delegated Regulation (EU) 2020/1989 (ESEF Regulation). This fee will be re-evaluated according to the volume of the required audit work.

ITEM No 4: Approval of annual earnings distribution.

Required Quorum:	Shareholders representing the 1/5 of the paid-up capital of the Company
Required Majority:	50% of all (present and represented) votes plus one vote

The Board of Directors recommends the approval for distribution of part of the Company's annual net earnings for the fiscal year 01.01.2021 to 31.12.2021 by way of dividend payment at an amount of €0.46 per share, while from the rest of the Company's earnings a total amount of €1,150,000 (within the total amount of €1,150,000 which was voted through the Ordinary General Meeting of 2021) will be distributed as remuneration to specific members of the Board of Directors, according to what is mentioned in detail in Item No 5 of the Agenda.

It is noted that dividend which corresponds to treasury shares which will be held by the Company on the record date is included / distributed to the rest of the shareholders.

Furthermore, the Board of Directors proposes to the General Meeting to distribute up to €300,000 from the rest of the Company's earnings as an extraordinary remuneration to the Upper Administrative Executives of the Company, non-members of the Board of Directors, who headed in 2021 crucial Company's units for achieving the positive financial results of the year. It is proposed to authorize the Board of Directors to compile the list of beneficiaries based on the above criteria.

ITEM No 5: Submission of the remuneration report of art. 112 of Law 4548/2018 for fiscal year 2021 for discussion and voting.

The Board of Directors recommends for discussion and voting to the General Meeting the remuneration report of article 112 of Law 4548/2018 for the fiscal year 2021 on which the Nomination and Remuneration Committee of the Company has given its consent. The submitted remuneration report is available on the Company's site www.autohellas.gr for consultation by the shareholders.

The remuneration report concerns the remuneration of executive and non-executive members of the Board of Directors of the Company for the year 2021 and has been prepared according to the provisions of the Remuneration Policy for the members of the Board of Directors, as approved by the Extraordinary General Meeting of the Company's shareholders

on 18 December 2019, with a validity period of 4 years and was amended by the 15.07.2020 Ordinary General Shareholders Assembly of the Company and is available on the Company's site at the url:

<https://www.autohellas.gr/wp-content/uploads/2021/07/Remuneration-policy.pdf>

It is noted that according to paragraph 3 of article 112 of Law 4548/2018, the shareholders' vote on the submitted remuneration report is of an advisory nature. The next remuneration report will illustrate how the result of previous advisory vote was considered.

ITEM No 6: Granting of authorization to members of the Board of Directors and directors of the Company according to article 98 of Law 4548/2018.

Required Quorum:	Shareholders representing the 1/5 of the paid-up capital of the Company
Required Majority:	50% of all (present and represented) votes plus one vote

Granting of authorization is recommended according to provisions of Article 98 par. 1 of Law 4548/2018, to members of the Board of Directors and the directors of the Company to participate in the management of companies for purposes identical or similar to those of the Company, provided that the Company participates in their share capital. The above companies include indicatively the following: "AUTOTECHNICA HELLAS SINGLE MEMBER S.A.", "HYUNDAI HELLAS S.A.", "KIA HELLAS S.A.", "TECHNOCAR SINGLE MEMBER TRADING SOCIETE ANONYME", "ELTREKKA S.A.", "KINEO S.A.", "DERASCO TRADING LIMITED", "AUTOTECHNICA SERBIA DOO", "AUTOTECHNICA MONTENEGRO DOO", "AUTOTECHNICA FLEET SERVICES LLC", "AUTOTECHNICA FLEET SERVICES S.R.L.", "AUTOTECHNICA OOD", "A.T.C. AUTOTECHNICA (CYPRUS) LTD", "AUTOTECHNICA (CYPRUS) LIMITED", "AUTOTECHNICA FLEET SERVICES DOO"). Participation can be of any form, e.g. participation in administrative bodies or as an officer.

The Company's Board of Directors