

**ANNUAL REMUNERATION REPORT FOR THE BOARD OF DIRECTORS OF
“AUTOHELLAS TOURIST AND TRADING SOCIETE ANONYME”
FOR 1.1.2022 - 31.12.2022
TO THE ORDINARY GENERAL SHAREHOLDERS MEETING**

Contents

1. Introduction	3
2. Total remuneration which has been granted or paid to the BoD Members	3
3. Annual change of the Group's performance and the remuneration of the members of the BoD as well as the average salaries of the full-time employees, with the exception of the members of the BoD, for the fiscal years 2018 - 2022	7
4. Annual change in the Company's performance and the remuneration of the BoD members as well as the average remuneration of full-time employees, with the exception of the Board members, of the financial years 2018 - 2022	7
5. Remuneration in shares and / or options (granted and / or exercised)	8
6. Information on the recovery of variable earnings.	8
7. Information on any deviations from the Policy pursuant to paragraph 7 of Article 110 of Law 4548/2018.	8
8. Information on the result of the advisory vote of the Ordinary General Meeting 2022, pursuant to paragraph 3 of article 112 of Law 4548/2018.	8

1. Introduction

This remuneration report has been prepared by the Board of Directors in accordance with the provisions of article 112 of Law 4548/2018 (hereinafter referred to as the "Remuneration Report") and provides an overview of the total remuneration of the members of the Board of Directors (hereinafter "the BoD") of "AUTOHELLAS TOURIST AND TRADING SOCIETE ANONYME" (hereinafter "the Company") regulated in the Company's remuneration policy, in accordance with article 110 of Law 4548/2018 for the last fiscal year (hereinafter "Policy").

The Policy was approved by the decision of the Extraordinary General Shareholders Assembly, which took place on December 18th, 2019 and has a four-year duration from the date of its approval. At the Ordinary General Shareholders Assembly of July 15th 2020, an amendment to Article 4.1 of the Remuneration Policy was adopted regarding the remuneration components of the Remuneration Policy and at the General Meeting of 31.3.2021 it was further amended by adding provisions in compliance of the Company with article 10 of Law 4706/2020 for the organization and operation of the Nominations and Remuneration Committee of the Company.

The policy is available on the Company's website

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

The Remuneration Report refers to the paid or/and to be paid remuneration for the fiscal year 2022 to the members of the BoD of the Company and is submitted for discussion to the annual Ordinary General Shareholders Assembly for the year 2023.

2. Total remuneration which has been granted or paid to the BoD Members

Table 1 below, lists the total remuneration of the members of the Board of Directors, with a relevant analysis, paid during the fiscal year 2022 to the joint members of the BoD, by the Company and its subsidiaries.

The amounts of the reported remuneration correspond to gross remuneration, of which the net remuneration is formed following the statutory contributions and deductions as the case may be.

Total remuneration of the executive members of the BoD, fixed and / or variable, was formed according to the approved Remuneration Policy, in particular:

- Market norms for similar roles in companies of similar size
- The achievement of quantitative objectives related to the Group's Earnings before Tax that stem from the car-hire activity and are included in the Remuneration Policy.

The remuneration of the non-executive members was formed in accordance with the approved Remuneration Policy and the Remuneration Report of the decisions of the Ordinary General Assembly 2022.

Table 1 - Total remuneration of the members of the BoD for the fiscal year 2022 from the Company and the Group.

Full name, Capacity	FIXED remuneration by the Company	VARIABLE remuneration by the Company	Remuneration due to exit from the service	Other Benefits by the Company	Total remuneration by the COMPANY 2022	Fixed remuneration by the SUBSIDIARIES 2022	TOTAL REMUNERATION OF THE GROUP 2022	TOTAL REMUNERATION OF THE GROUP 2021	Variation 2022 vs 2021	Proportion of Fixed and Variable remuneration 2022	
Emmanouela Vassilaki, Chairwoman, Executive Member	500.000	500.000		68.566	1.068.566		1.068.566	813.272	31%	53%	47%
Eftichios Vassilakis, Chief Executive Officer, Executive Member	250.000	250.000		46.685	546.685		546.685	443.071	23%	54%	46%
Dimitrios Mangioros, Executive Member	173.429	391.042	1.384.286	731	1.949.489		1.949.489	1.155.451	69%	9%	91%
Georgios Vassilakis, Executive Member	192.000			65.246	257.246	334.000	591.246	603.741	-2%	100%	0%
Marinos Yannopoulos, Vice-Chairman, Independent Non-Executive Member	40.000			0	40.000		40.000	21.000	90%	100%	0%
Garyfallia Pelekanou, Non-Executive Member	15.000			0	15.000		15.000	9.000	67%	100%	0%
Konstantinos Sfakakis, Independent Non-Executive Member	35.000			0	35.000		35.000	21.000	67%	100%	0%
Spyridon Flengas, Non-Executive Member	10.000			0	10.000		10.000	9.000	11%	100%	0%
Nikolaos Goulis, Independent Non-Executive Member	20.000			0	20.000		20.000	9.000	122%	100%	0%
Polyxeni Kazoli, Independent non-Executive Member	17.500			0	17.500		17.500	4.500	289%	100%	0%

Notes:

- The above mentioned fixed and variable remuneration 2022 of Ms. Emmanouela Vasilaki and Mr. Eftichios Vassilakis of total gross amount € 1,500,000 is paid on the remuneration granted in accordance with article 109 par. 2 of Law 4548/2018 and article 11 of the Company's Articles of Association and is within the total limit of € 1,500,000 according to the Remuneration Report for the year 2021 which was passed at the Ordinary General Meeting 2022 by the shareholders.
- Mr. Georgios Vassilakis' remuneration by the Company and the Subsidiaries AUTOTECHNICA HELLAS SA and HYUNDAI HELLAS SA is fixed and described on the above table.

- Mr. Dimitrios Mangioros executive member of the BoD had an indefinite contract, which ended on 2.6.2022 and received an amount of €1,384,286 as compensation.

The non-executive members of the BoD received the following remuneration for their participation in the BoD's committees and meetings.

NON-EXECUTIVE MEMBERS	NON-EXECUTIVE MEMBERS REMUNERATION	"AUDIT COMMITTEE" REMUNERATION	"NOMINATION AND REMUNERATION COMMITTEE" REMUNERATION	TOTALS
SFAKAKIS KONSTANTINOS	15.000	20.000		35.000
YANNOPOULOS MARINOS	15.000	20.000	5.000	40.000
GOULIS NIKOLAOS	15.000		5.000	20.000
PELEKANOU GARYFALLIA	15.000			15.000
FLENGAS SPYRIDON	7.500		2.500	10.000
KAZOLI POLYXENI	15.000		2.500	17.500

It is noted that Mr. Spyridon Flengas was a non-executive member of the BoD and a member of the Nomination and Remuneration Committee until 11/7/2022, when he resigned.

For the year 2023, the remuneration of the executive members of the BoD is expected to include fixed and/or variable remuneration according to the achievement of the Group's profitability as defined in the Remuneration Policy and in accordance with the relevant contracts.

It is noted that specifically the variable remuneration of Ms. Vasilaki Emmanouela can reach up to 125% of her fixed remuneration of € 500,000 and the variable remuneration of Mr. Vassilakis Eftichios can amount up to 125% of his fixed remuneration of 250,000 euros.

For the executive member Mr. Georgios Vassilakis for the year 2023 is expected €526,000 fixed remuneration, i.e. €192,000 by the Company and €334,000 by the Subsidiaries.

For the fiscal year 2023, the remuneration to each non-executive member of the Board of Directors of the Company, for his/hers services to the Company according to the above mentioned capacity, is expected to amount up to € 20,000.

For the fiscal year 2023, the remuneration of each member of the Audit Committee who is a non-executive member of the Board of Directors, for his/hers services to the Company according to the above mentioned capacity, is expected to amount up to € 25,000.

For the fiscal year 2023, the remuneration of each member of the Nomination and Remuneration Committee for his/hers services to the Company according to the above mentioned capacity, is expected to amount up to €15,000.

Other benefits

The above Other Benefits by the Company include Group Life Insurance, Accident and Medical Insurance as well as a Pension Program for the Executive Members of the BoD.

Also, the Company offers to the executive members a full organized program of benefits, which are indicative: Use of Corporate Car, Use of Corporate Mobile & Mobile Data, Use of Corporate Computer (Laptop, Tablet). These benefits for the fiscal year 2022 did not exceed the amount of 80,000 euros. At the same time, the Company maintains insurance coverage for the responsibility of Management Executives, which concerns all the members of the BoD, the cost of which amounts to approximately 25,000 euros.

The specific amounts are not included in the Other Benefits of the above table.

As for the Executive Members of the BoD

During the fiscal year 2022 and in line with the approved Policy of the Company regarding the remuneration of the executive members of the BoD:

1. Company's Contracts with BoD members

The Company maintained contracts of indefinite duration with one (1) Executive Members of the Board during the fiscal year 2022, which ended on 2.6.2022 and the relevant compensation was paid.

2. Fixed Remuneration of Executive Members of the BoD

During 2022, fixed salaries were paid to the Executive Members of the BoD, which are relevant to their remuneration for their daily engagement to the management of the Company and the Group.

3. Variable remuneration of Executive Members of the BoD

During the fiscal year 2022, variable remuneration was paid to three executive members of the Board of Directors which is related to their daily engagement with the administration of the Company and the Group.

All the above remunerations of the Executive Members of the BoD are subject to the deductions by the applicable tax and insurance legislation.

3. Annual change of the Group's performance and the remuneration of the members of the BoD as well as the average salaries of the full-time employees, with the exception of the members of the BoD, for the fiscal years 2018 - 2022.

Table 2

Fiscal Year	Revenue	Variation (%) Revenue	Earnings after Tax (EAT)	YoY% Variation - EAT	Total Remunerations of BoD Members	YoY% Variation - Total Remuneration of BoD Members	Employees' Average Remuneration (excl.social contribution)	YoY% Variation Employees' Average Remuneration
2022	765.560.028	19,3%	82.549.696	57,4%	4.293.486	39,0%	27.508	10,5%
2021	641.646.132	30,5%	52.429.354	203,4%	3.089.035	52,4%	24.905	17,7%
2020	491.718.876	-11,5%	17.283.227	-62,9%	2.026.957	-37,6%	21.166	-10,%
2019	555.412.888	18,1%	46.599.982	20,1%	3.250.196	-1,6%	23.527	0,3%
2018	470.379.583	38,1%	38.808.157	22,7%	3.301.394	2,4%	23.447	3,7%

Regarding the Group, the remunerations of the members of the BoD for the fiscal year 2022, including the €1,384,286 compensation of an executive member of the BoD because of his exit of the service, amounted to €4,293,486, increased by 31,8% compared to the fiscal year 2019 before the pandemic, while the earnings after tax for the fiscal year 2022 amount to €82,549,696 increased by 77,2% compared to the fiscal year 2019 before the pandemic.

4. Annual change in the Company's performance and the remuneration of the BoD members as well as the average remuneration of full-time employees, with the exception of the Board members, of the financial years 2018 - 2022.

Table 3

Fiscal Year	Revenue	Variation (%) Revenue	Earnings after Tax (EAT)	YoY% Variation - EAT	Total Remunerations of BoD Members	YoY% Variation - Total Remuneration of BoD Members	Employees' Average Remuneration (excl.social contribution)	YoY% Variation Employees' Average Remuneration
2022	260.248.332	23,7%	72.580.134	95,5%	3.959.486	43,7%	33.040	1,2%
2021	210.344.632	19,9%	37.116.042	125,4%	2.755.016	62,7%	32.641	15,7%
2020	175.473.017	-21,9%	16.468.497	-43,9%	1.692.957	-41,9%	28.217	-5,9%
2019	224.730.806	1,6%	29.362.130	6,9%	2.916.196	-1,7%	29.992	0,9%
2018	221.122.086	16,9%	27.470.307	19,8%	2.967.394	-5,5%	29.734	2,6%

Regarding the Company, the remunerations of the members of the BoD for the fiscal year 2022, including the €1,384,286 compensation of an executive member of the BoD because of his exit of the service, amounted to €3,959,486, increased by 35,8% compared to the fiscal year 2019 before the pandemic, while the earnings after tax for the fiscal year 2022 amount to €72,580,134 increased by 147,2% compared to the fiscal year 2019 before the pandemic.

5. Remuneration in shares and / or options (granted and / or exercised)

The Company has not established a program for the distribution of its shares, therefore during the fiscal year 2022, no shares or options were granted or offered to the members of the Board of Directors.

6. Information on the recovery of variable earnings.

In the Company there is no provision for a refund of variable earnings, therefore this case does not exist.

7. Information on any deviations from the Policy pursuant to paragraph 7 of Article 110 of Law 4548/2018.

There have been no deviations from the Policy during the fiscal year 2022 - the Policy is fully implemented by the Company.

8. Information on the result of the advisory vote of the Ordinary General Meeting 2022, pursuant to paragraph 3 of article 112 of Law 4548/2018.

During the preparation of this earnings report, the result of the shareholders' vote at the Ordinary General Meeting of 05/04/2022 was taken into account, as there was a wide positive vote on the earnings report 2021, ie 99.94% of the bystander shareholders.

Athens, March 29th 2023

The Board of Directors