



EPSILONNET

GROUP OF COMPANIES

INVITATION

TO THE SHAREHOLDERS OF THE COMPANY

“EPSILON NET – IT EDUCATION AND HIGH TECHNOLOGY PRODUCTS”

with the distinctive title **“EPSILON NET S.A.”**

TO THE ORDINARY GENERAL MEETING G.E.MI.

registration number 038383705000

(ex S.A. register number 43452/62/B/99/194)

In accordance with the Law and the Articles of Association, the Board of Directors of the Company under the name "EPSILON NET IT, EDUCATION & HIGH TECHNOLOGY PRODUCTS COMPANY" invites the shareholders to attend the Ordinary General Meeting on Wednesday June 30, 2021, at 11:00 am, at the registered offices of EPSILON NET S.A. in the Municipality of Pylaia-Chortiatis in Thessaloniki regional unit (EMO Zone of Pylaia – Thessaloniki, 17th Noemvriou 87), in order to discuss and decide on the following agenda. If the quorum required under the Law is not attained, the Shareholders are called to a Reiterative General Meeting on Wednesday July 7, 2021, at 11:00 am, without further notice being required, at the aforementioned Company's premises.

AGENDA

- 1.** Approval of the Annual Financial Statement and the Consolidated Financial Statement for the fiscal year 2020 (01.01.2020-31.12.2020) along with the report of the Board of Directors and the report of the Certified Auditor-Accountant.
- 2.** Approval for the distribution of profits of the fiscal year 2020 and approval for distribution of dividend.
- 3.** Approval of the overall management of the Board of Directors for the fiscal year 2020 in accordance with article 108 of L. 4548/2018 and the discharge of Certified Auditors from any liability for damages in accordance with article 117 par.1 (c) of L. 4548/2018.



4. Election of a regular and a deputy Certified Auditor-Accountant from the registry of Certified Auditors-Accountants for the Audit of the Financial Statements (corporate and consolidated) of the fiscal year 2021 (01.01.2021 - 31.12.2021) and setting of their fees.
5. Discussion and voting on the Remuneration Report in accordance with Article 112 of L. 4548/2018 for the fiscal year 2020(01.01.2020 - 31.12.2020)
6. Approval of the paid remuneration and compensations to the Board of Directors members for the fiscal year 2020.
7. Submission by the Audit Committee of the Annual Report in accordance with article 44 par. 1 of law 4449/2017.
8. Approval of the Company's Suitability Policy of the Members of the Board of Directors in accordance with Article 3 of L. 4706/2020.
9. Election of new members of Board of Directors.
10. Determination for the Composition of the Audit Committee and resolution regarding the type of the Audit Committee, its composition (number of members and their position) and its term. Election of Audit Committee.
11. Approval for the authorization to the Board of Directors for the adoption of a Stock Options Plan in the form of granting stock options by issuing new shares, according to article 113 of L. 4548/2018, to the Company's Management and Personnel and its affiliated companies within the meaning of Article 32 L. 4308/2014.
12. Approval of the fiscal year activities 2020 (01.01.2020-31.12.2020) according to the decisions of the Board of Directors.

RIGHT TO PARTICIPATE IN THE GENERAL MEETING

A person holding the shareholder capacity on the commencement of the fifth day prior to the day of the initial convening of the general meeting on 30/06/2021, i.e. 25/06/2021 (record date), is qualified to attend the General Meeting (initial or reiterative). Proof of shareholders capacity can be provided by any legal means and in any case based on information received by the Company from the records of the institution in which the Company's securities are held ("Hellenic Exchanges

S.A. Holding, Clearing, Settlement & Registration"), without entailing the freezing of their shares. Only a person holding the shareholder capacity on the commencement of the record date is qualified to attend and vote on the General Meeting. Proof of shareholders capacity can be provided by any legal means and in any case based on information received by the company from the central securities depository.

If the quorum required is not attained for the adoption of resolution on the aforementioned items of the original agenda the Shareholders are called to a Reiterative General Meeting on Wednesday July 7 2021, at 11:00 am, at the aforementioned premises. Only the person holding the shareholder capacity on 25/06/21 (record date of the Reiterative General Meeting), i.e. at the commencement of the fifth day prior to the day of the initial convening of the Extraordinary General Meeting on 18/06/21, is qualified to attend the Reiterative General Meeting in accordance with the provisions of article 124 par. 6 of Law 4548/2018, as in force.

Only the person holding the shareholder capacity on the respective record date is entitled to attend and vote on the General Meeting.

The exercise of the said rights does not entail the freezing of the holder's shares or any other similar procedure, which limits the ability to sell and transfer them between the record date and the date of the General Meeting.

PROCEDURE FOR EXERCISING VOTING RIGHT

Each share is entitled to one vote. Each shareholder, who is entitled to attend according to the aforementioned, may participate in the General Meeting in person or by proxy. Each shareholder may appoint up to three (3) representatives. If the shareholder holds shares of the Company, which appear in more than one securities account, this restriction does not prevent the shareholder from appointing different representatives for the shares appearing in each securities account in relation to the General Meeting. Legal entities participate in the General Meeting by appointing as their representatives up to three (3) natural persons. A representative acting for more than one shareholder may vote differently for each shareholder. The shareholder's representative is

obliged to notify the company prior to the general meeting, any specific event, which may be useful to shareholders for risk assessment regarding the danger of the proxy's serving interests other than the interests of the shareholder. In accordance with the paragraph herein, a conflict of interest may arise, in particular when the proxy: a) is a shareholder who exercises control over the company or other legal person or entity which is controlled by that shareholder, b) is a member of the board of directors or in general of the management of the company or shareholder who exercises control over the company, c) is an employee or auditor of the company or shareholder who exercises control over the company or another legal person or entity controlled by a shareholder who exercises its control, d) is a spouse or first degree relative with one of the natural persons as per cases a to c.

The appointment and removal or replacement of the proxy shall be in writing or by electronic means and submitted to the company at least forty-eight (48) hours prior to the scheduled meeting date that is until June 28 2021 at 11:00 am for the General Meeting and until July 5 2021 at 11:00 am for the Reiterative General Meeting. The submission of the aforementioned documents shall be done either at the Investor Relation Department at the registered offices of the Company, in the Municipality of Pylaia-Chortiatis, EMO Zone of Pylaia – Thessaloniki, 17th Noemvriou 87, PC 555 34, or at the email address ir@epsilon.net.gr

The form for the appointment of the representative shall be available at the Company's web page info@epsilon.net.gr

Shareholders who do not comply with the deadline of par. 4 of article 128 of Law 4548/2018, i.e. did not submit in writing or by electronic means, the appointment of a proxy or representative in the Company, at least forty-eight (48) hours prior to the specified date of meeting of the General Meeting attend the General Meeting, unless the General Meeting refuses the said attendance for good reason that justifies its refusal.

MINORITY RIGHTS

Following a request by shareholders representing one twentieth (1/20) of the paid-up share capital, the Board shall be required to add additional issues to the

agenda of a General Meeting already called, if said request is received by the Board at least fifteen (15) days prior to such General Meeting. The Board of Directors shall be responsible for publishing the revised agenda in the same manner as the former agenda, seven (7) days prior to the date of the General Meeting, as per Article 122 of Law 4548/2018. The request for the inclusion of additional items on the agenda shall be accompanied by an explanatory report or by a draft decision to be approved by the General Meeting and the revised agenda is made public in the same way as the previous agenda, thirteen (13) days prior to the date of the General Meeting. At the same time, it shall be made available to shareholders on the Company's webpage, along with the explanatory report or the draft decision submitted by the shareholders as per paragraph 4 of Article 123 of Law 4548/2018. In the event that the said issues shall not be published, the shareholders are entitled to ask for the postponement of the General Meeting, as per paragraph 4 of Article 141 of Law 4548/2108 and to publish them themselves, as per aforementioned subparagraph, at the company's expense. Shareholders representing one twentieth (1/20) of the paid-up share capital may submit draft decision on issues included on the first agenda or any revised agenda of the General Meeting. The relevant request shall be submitted to the Board of Directors at least seven (7) days prior to the General Meeting, the draft decisions shall be made available to the shareholders, as per paragraph 3 of Article 123 of Law 4548/2018, at least six (6) days prior to the General Meeting. Following a request submitted by any shareholder to the Company at least five full (5) days prior to the General Meeting, the Board shall be obliged to provide the General Meeting with the specific information requested in respect of the Company's affairs, to the extent that such information is useful for the actual evaluation of the issues of the agenda. There is no obligation to provide information when the information in question is already available on the Company's webpage, especially in the form of questions and answers. Moreover, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board shall be required to inform the General Meeting, where such Meeting is an Ordinary one, of the amounts paid to each Board member or the Company Managers over the last two years, as well as any allowance to such persons for any cause or in connection with any agreement of the Company with

them. In all of the aforementioned cases, the Board may refuse to provide such information for a sufficient material reason, which shall be quoted in the minutes. Such reason may be, depending on the circumstances, the representation of the applicant shareholders in the Board pursuant to article 79 or 80 of Law 4548/2018. In cases specified in this paragraph the Board of Directors may provide a single answer to requests from shareholders having the same content.

At the request of shareholders representing one tenth (1/10) of the paid-up share capital to be submitted to the Company, the Board shall be required to provide said General Meeting with information regarding the course of the Company's affairs and its financial position. The Board may refuse to provide such information for a sufficient material reason, which shall be recorded in the minutes. Such reason may be, depending on the circumstances, the representation of applicant shareholders on the Board pursuant to articles 79 or 80 of Law 4548/2018, as is in force, provided the respective Board members have received the relevant information in an adequate manner.

DOCUMENTS AVAILABLE AND INFORMATION

The information of par. 3 and 4 of article 123 of Law 4548/2018 and specifically the invitation for the convening of the General Meeting, the total number of shares and the voting rights that the shares incorporate at the date of the invitation, the forms for the exercise of voting rights by a representative, the documents to be submitted to the General Meeting, the draft decisions for each item of the agenda, are available on the Company's website (www.epsilonnet.gr) and in hard copy at the offices of the Company's Investor Relation Department (EMO Zone of Pylaia – Thessaloniki, 17th Noemvriou 87, PC 555 34, Municipality of Pylaia-Chortiatis in Thessaloniki regional unit) from where the shareholder can receive copies upon request. Also, for more information you can contact the Investor Relation Department of the Company (ir@epsilon.net.gr), at tel. 2310 981700 during working days and hours.

Thessaloniki, 09/06/2021

THE BOARD OF DIRECTORS