THESSALONIKI WATER SUPPLY & SEWERAGE Co S.A.

DRAFT RESOLUTION
OF THE EXTRAORDINARY GENERAL MEETING
OF EYATH S.A.'S SHAREHOLDERS
of the 20th November 2026

Item 1: Modification of EYATH S.A.'s Articles of Association according to L. 5325/2026.

In view of the entry into force of Law 5325/2026, entitled "*Expansion of the Competences of the Athens Water Supply and Sewerage Company and the Thessaloniki Water Supply and Sewerage Company, Strengthening of the Regulatory Authority for Waste, Energy and Water, Provisions on the Thessaly Water Management Organization S.A. and Other Provisions*" (Government Gazette, Series A, No. 122/31 July 2026), it is necessary to amend the Company's Articles of Association in order to align them with the provisions thereof relating to EYATH S.A., specifically Articles 4, 13 and 21 of the Articles of Association, as follows:

Provision	Existing wording	New wording	Rationale
Article 4(1)(α)	**(α)** The provision of water supply and sewerage services, and the study, construction, installation, operation, exploitation, management, maintenance, expansion and renewal of water supply and sewerage systems. These activities and works include the abstraction, desalination, treatment, storage, transportation, distribution and management of all types of water supplied for these purposes, as well as works and activities relating to the collection, transportation, treatment, storage and management of wastewater of all types (excluding toxic wastewater), and the treatment, distribution, disposal and	**(α)** The provision of water supply, sewerage **and irrigation services**, and the study, construction, installation, operation, exploitation, management, maintenance, expansion and renewal of water supply, sewerage **and irrigation** systems. These activities and works include the abstraction, desalination, treatment, storage, transportation, distribution and management of all types of water supplied for these purposes, as well as works and activities relating to the collection, transportation, treatment, storage and management of wastewater of all types (excluding toxic wastewater), and the treatment, distribution, disposal and	Addition of irrigation activities. Alignment with Law 5325/2026.

Provision	Existing wording	New wording	Rationale
	management of products derived from sewerage networks.	management of products derived from sewerage networks.	
Article 4(1)(ιγ)	No existing provision.	**(ιγ)** The implementation of projects financed through the Public Investment Development Programme, as well as through any other national or European Union funding programme for investment projects.	Alignment with Law 5325/2026 and Article 25 of Law 5140/2024.
Article 4(2)(ζ)	No existing provision.	**(ζ)** To acquire assets and liabilities serving water supply, sewerage and irrigation activities from the entities transferring such activities pursuant to Law 5325/2026.	Alignment with Law 5325/2026.
Article 4(3)(α)	**(α)** To undertake activities in Greece outside the area specified in Article 26 of Law 2937/2001, or abroad. This prohibition shall not apply where the aforementioned activities are carried out through affiliated undertakings within the meaning of International Accounting Standard 24, or through companies limited by shares in whose share capital the Company holds any percentage of participation, or through joint ventures established by the aforementioned undertakings and companies with other companies or entities, subject to the restrictions set out in paragraph 4 of this Article, or where such activities concern the sale of supplementary quantities of water for the water supply of local government organisations (reinforcement of local government networks).	**(α)** To undertake activities in Greece outside the Company's **statutory area of competence**, or abroad. This prohibition shall not apply where the aforementioned activities are carried out through affiliated undertakings within the meaning of International Accounting Standard 24, or through companies limited by shares in whose share capital the Company holds any percentage of participation, or through joint ventures established by the aforementioned undertakings and companies with other companies or entities, subject to the restrictions set out in paragraph 4 of this Article, or where such activities concern the sale of supplementary quantities of water for the water supply of local government organisations (reinforcement of local government networks).	Alignment with Law 5325/2026, which repealed Article 26 of Law 2937/2001 and defined the Company's area of competence.
Article 4(5)	**5.** The Company is prohibited from selling, leasing or granting the right to use, or creating any	**5.** The Company is prohibited from selling, leasing or granting the right to use, or creating any	Alignment with Law 5325/2026.

Provision	Existing wording	New wording	Rationale
	right in rem over, its fixed immovable assets that are inextricably linked to the performance of its activities relating to the provision of water supply and sewerage services, subject to the provisions of Law 2937/2001.	right in rem over, its fixed immovable assets that are inextricably linked to the performance of its activities relating to the provision of water supply, sewerage and irrigation services, subject to the provisions of Law 2937/2001 **and Law 5325/2026, as in force**.	
Article 13(6)	No existing provision.	**6.** Pursuant to the second paragraph of Article 15 of Law 5325/2026, one member of the Board of Directors shall be nominated by the Regional Union of Municipalities of Central Macedonia within one (1) year of the entry into force of the Law.	Alignment with Law 5325/2026.
Article 21(3)(β)	**(β)** Approves the annual programme of works to be carried out for the construction, completion and maintenance of water supply and sewerage networks, as well as the relevant investment programme. A copy of the resolution of the Board of Directors approving the annual programme shall be submitted to the supervising Ministers at least two (2) months before the commencement of the financial year. Together with the aforementioned programmes, it approves the Company's annual revenue and expenditure budget, the expenditure component of which shall be adjusted to the programme of works to be carried out, and submits the budget to the supervising Ministers. In light of revenue trends and any needs that may arise, the Board of Directors may amend the budget and decide on the allocation of extraordinary and	**(β)** Approves the annual programme of works to be carried out for the construction, completion and maintenance of water supply, sewerage **and irrigation** networks, as well as the relevant investment programme. A copy of the resolution of the Board of Directors approving the annual programme shall be submitted to the supervising Ministers at least two (2) months before the commencement of the financial year. Together with the aforementioned programmes, it approves the Company's annual revenue and expenditure budget, the expenditure component of which shall be adjusted to the programme of works to be carried out, and submits the budget to the supervising Ministers. In light of revenue trends and any needs that may arise, the Board of Directors may amend the budget and decide on the	Alignment with Law 5325/2026 (addition of irrigation activities).

Provision	Existing wording	New wording	Rationale
	supplementary appropriations.	allocation of extraordinary and supplementary appropriations.	
Article 21(3)(ιδ)	**(ιδ)** Determines the tariffs for water supply services and sewerage and wastewater treatment services (fixed and/or volumetric charges), which are approved by the competent authority in accordance with the relevant provisions of the legislation in force.	**(ιδ)** Determines the tariffs for water supply services, sewerage and wastewater treatment services (fixed and/or volumetric charges), **and irrigation services**, which are approved by the competent authority in accordance with the relevant provisions of the legislation in force.	Alignment with Law 5325/2026 (addition of irrigation activities).

In view of the foregoing, the Board of Directors recommends that the Extraordinary General Meeting of the Shareholders of EYATH S.A., to be held on 20 November 2026, approve the amendment of Articles 4, 13 and 21 of the Company's Articles of Association, as set out in detail above. The proposed revised text of the Articles of Association will be published on the Company's website at the following address: https://investors.eyath.gr/annual-general-meetings/?lang=en

Item 2: Approval of a new Remuneration Policy for the Company's members of the Board of Directors.

The Company's Board of Directors, by is resolution no 397/2026, approved the new, modified Remuneration Policy for the Company's members of the Board of Directors, as recommended by the Remuneration and Nominations Committee, by its recommendation no 055/2026.

The Board of Directors submits to the General Meeting the new Remuneration Policy for the Company's members of the Board of Directors, accompanied by an explanatory report to the General Meeting, and suggests its approval by the General Meeting, according to art. 110 and 111 par. 2 of L. 4548/2018.

The suggested new Remuneration Policy has been uploaded to the Company's site https://investors.eyath.gr/annual-general-meetings/?lang=en

Item 3: Replacement of members of the Company's Board of Directors

On the present Item of the Agenda, a recommendation by the Greek State, EYATH S.A's major shareholder, following article 64 of L. 5045/2023, is expected.