



SUCCESSION POLICY
OF THE BOARD OF DIRECTORS

Table of Contents

1. Introduction.....	3
2. Approval, revision and disclosure of the Policy.....	3
3. Competent Bodies	3
4. Succession	4

1. Introduction

The Succession Policy of the members of the Board of Directors is an integral part of the Corporate Governance System of "GR. SARANTIS S.A." (hereinafter referred to as "the Company").

This Policy aims to ensure the operational continuity of the Company, enabling it to seamlessly fulfill its business priorities derived from its strategy. For this reason, it primarily focuses on the roles of the Board of Directors.

2. Approval, revision and disclosure of the Policy

The Succession Policy is approved by the Board of Directors, following a proposal by the Remuneration and Nominations Committee, in accordance with Article 3, paragraph 1 of Law 4706/2020 and it is submitted for approval to the General Assembly, as per article 3, paragraph 3 of the same law. Amendments to the Policy are approved by the Board of Directors and, if they are essential, they are submitted for approval to the General Assembly in accordance with Article 3, paragraph 3 of Law 4706/2020. Substantial amendments are those introducing deviations or significantly altering the content of the Policy, particularly with respect to the applied general principles and criteria.

The current Policy is posted and updated on the Company's website.

3. Competent Bodies

The responsibilities of the Company's Bodies regarding the adoption, monitoring, implementation and revision of the Policy are, per Body, as follows:

A. General Assembly

- Approval of the Policy and its substantial amendments.

B. Board of Directors of the Company

- Approval of the Policy and its substantial amendments and submission to the General Assembly.
- Approval of any other revision that does not constitute a substantial amendment,
- Cooperation with the Board Committees and the competent bodies to oversee the correct and consistent implementation of the Policy.

C. Remuneration & Nominations Committee

- Identifies and proposes to the Company's Board of Directors potential new members, implementing the succession process for candidate members, which the Board, in turn, recommends to the General Assembly for election.
- Selects candidates, taking into account the factors and criteria established in the current Suitability Policy.

D. Human Resources Department

- Supports the Remuneration and Nominations Committee during the evaluation process of internal and external candidates.

E. Internal Audit Unit

- As an independent Unit, it monitors the full implementation of this Policy.

4. SUCCESSION

The Company plans the succession of the members of the Board of Directors, in order to ensure:

- the uninterrupted operational continuity of the Company's management
- the continuity of the decision-making process and
- that a large number of members will not need to be replaced simultaneously.

The Board of Directors, through the Remuneration and Nominations Committee, is responsible for implementing the process of selecting suitable candidate members, while the Remuneration and Nominations Committee plays an advisory role to the Board, as it identifies and proposes candidates who meet the criteria outlined in the Suitability Policy, ensuring the uninterrupted and effective operation of the Board's activities as a collective governing body.

Based on the above, and at least once a year, the Remuneration and Nominations Committee examines, based on the information available at the time, whether any member of the Board of Directors will cease to hold the position of a non-executive member, as well as the internal succession plans for the Company's Senior Management Team.

Specifically, regarding the internal succession plans for the Company's Senior Management Team, the Remuneration and Nomination Committee, with the support of external consultants and/or the Human Resources Department, may identify and hold periodic meetings with executives who have demonstrated high performance and ambition to ascend to senior management positions within the Company, as well as propose appropriate development plans.

In the event of a sudden loss and the absence of internal succession, the Remuneration and Nominations Committee, with the support of the Human Resources Department and independent external consultants, if deemed necessary, promptly initiates the process of selecting a new member by evaluating potential external candidates, based on the suitability criteria to ensure a smooth succession within the Board of Directors.

Finally, in the event of the temporary absence of the Chief Executive Officer and/or the Chairman of the Board of Directors, the relevant provisions of the Company's Articles of Association, the Corporate Governance Code and the Company's general internal regulatory framework of the Company are applied.