

MEETING MINUTES No. 2024032801
OF THE REMUNERATION & NOMINATION COMMITTEE
OF THE PUBLIC COMPANY WITH THE NAME
"GRIGORIS SARANTIS SOCIETE ANONYME
INDUSTRIAL AND COMMERCIAL COMPANY OF COSMETICS, CLOTHING, HOUSE-
HOLD AND PHARMACEUTICALS"
General Electronic Commercial Registry 000255201000

In Athens today 28/3/2024 day Thursday and time 14:00 upon invitation of the Chairman of the Remuneration and Nominations Committee, the members of the Committee of the company with the name "GRIGORIS SARANTIS SOCIETE ANONYME INDUSTRIAL AND COMMERCIAL COMPANY OF COSMETICS, CLOTHING, HOUSEHOLD AND PHARMACEUTICALS", located on 26 Amarousiou – Chalandriou Street, Marousi, met by video conference in meeting, to propose the election of a new independent non-executive member of the Board of Directors.

Present.

1. Maria Ioanna Politopoulou, (Independent and non-executive member of the Board of Directors, Chairwoman of the Remuneration and Nominations Committee),
2. Konstantinos Rozakeas, (Non-executive member, Vice President of the Board of Directors, member of the Remuneration and Nominations Committee)
3. Angeliki Samaras, (Independent and non-executive member of the Board of Directors, member of the Remuneration and Nominations Committee)

AGENDA:

SUGGESTION TO THE BOARD OF DIRECTORS FOR THE ELECTION OF A NEW INDEPENDENT NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS PURSUANT TO ARTICLE 5§2 OF LAW 4706/2020.

The Chairwoman of the Committee informs the members that following Mrs. Nikiforaki's intention to resign, a new Independent Non-Executive Member of the Board of Directors should be elected in her place.

Following the relevant procedure that followed, the Committee recommends the election of

Mrs. Alexandra Gren.

The Commission considered:

- a) Ms. Gren's CV
- b) Mrs Gren's declaration in which she declares the non-existence of obstacles or incompatibilities in her person, under article 3 par. 4 of Law 4706/2020.
- c) The declaration of non-existence of conflict of interest.
- d) The fulfilment of the conditions of independence as defined by Article 9, par. 1 and 2 of Law 4706/2020. Mrs Gren completed the relevant verification forms for fulfilling the independence conditions and the responsible declaration form for fulfilling the independence conditions in her person, as defined by the "Procedure for disclosure of any dependency relationships, under Article 9, of the independent non-executive members of the Board of Directors and the persons who have close ties with these persons".

Mrs. Gren meets the eligibility criteria provided in the Eligibility Policy for members of the Company's Board of Directors.

- I. Specifically, she is considered individually suitable for her participation in the Board of Directors, namely:
 - i) has sufficient knowledge, skills, and experience to perform her duties given her role, position, and responsibilities she will assume,
 - ii) has a good reputation, honesty, integrity, and moral integrity,
 - iii) has independence of judgment,
 - iv) no event could lead to a conflict of interest in the exercise of its duties and
 - v) has sufficient time to perform her duties in the Company.

The above is presumed from the curriculum vitae (which was reviewed by the Committee and is attached to this record), the supporting documents submitted, the interviews and the other supporting data requested.

In addition, the Committee, evaluating Mrs Gren's expertise, work experience and personal characteristics, presumes that she has the judgment and can make appropriate decisions considering the business model, the risk appetite, the strategy, and the markets in which the Company operates; so that to effectively monitor and criticize the decisions of the top management.

In summary, Mrs. Gren meets the individual eligibility criteria as a member of the Board of

Directors, under the Company's Eligibility Policy as she has the appropriate experience, sufficient knowledge, skills, independence of judgment, character and good reputation and has no obstacles or incompatibility with the provisions of the Company's Suitability Policy and the applicable legal and regulatory framework.

- II. Mrs Gren qualifies to be collectively suitable for executing her responsibilities as an Independent Non-Executive Member of the Board of Directors. She can contribute to the efficient management of the Company and balanced decision-making.

Mrs Gren's knowledge and skills add to the wide range of skills of the Board of Directors, providing a guarantee for the collective responsibility and the exercise of meaningful management and supervision of the Company. Mrs. Gen's perennial and varied experience is a guarantee in terms of understanding the Company's business activity, strategic planning, compliance with the legislative framework and the ability to identify and manage risks.

In addition, Mrs. Gren, based in Warsaw, Poland, is expected to assist directly and substantially in the Polish organization's supervision and governance, including Packplast and Stella Pack.

In summary, Mrs Gren's participation in the Company's Board of Directors contributes to the fulfilment of the collective suitability as her participation in the Board of Directors allows the fulfilment and strengthening of its expertise in the field of the Company's activities, the implementation of the strategy and the daily issues of its operation.

- III. Ms. Gren's participation in the Board of Directors will strengthen its composition in terms of diversity, increasing the number of members with different nationalities. In addition, with the entry of Mrs Gren, she will also enhance the diversity of knowledge, skills, qualifications, and experience, thus expanding the expertise required in business activities of strategic planning, financial reporting, and compliance with the legal and regulatory framework, corporate governance issues, and the ability to identify and manage risks and technological issues.

Finally, the adequate representation of the sexes by 30% is ensured under Article 3 of Law 4706/2020 and the Company's Suitability Policy and the participation of a sufficient number of independent non-executive directors meeting the independence criteria of Article 9 of Law 4706/ 2020.

Following the above, the Committee unanimously decides to propose to the Board of Directors:

- a) the appointment of Mrs. Gren as an independent non-executive member of the Company's Board of Directors, replacing Mrs. Nikiforakis.
- b) the ascertainment regarding the overall fulfillment of the eligibility criteria:
 - Mrs. Gren meets the individual eligibility criteria as a member of the Board of Directors as defined by the Suitability Policy,
 - the Board of Directors after the appointment of Mrs. Gren will continue to meet the collective suitability criteria as defined by the Suitability Policy,
 - all members of the Board of Directors as it is to be established meet the eligibility criteria as defined by the Suitability Policy.
- c) for the posting of Mrs Gren's CV on the corporate website [Board of Directors \(sarantis-group.com\)](#) for full, adequate and appropriate information for the Company's shareholders and other stakeholders.

Mrs. Gren's term of office is defined from the day of the Board of Directors' decision until the 12/20/2027, automatically extended until the end of the period within which the next regular general meeting must be convened and until the relevant decision is taken.

Curriculum Vitae

Alexandra Gren

Mrs. Alexandra Gren, is a senior executive with 25 years of experience in the financial services technology and banking sector. Prior to her role as head of GFS Poland, Mrs. Gren served as Fiserv Poland's managing director and board member for 17 years, leading digital transformations within the banking industry across the EMEA region. Earlier she held business consultant roles with ING Direct Italy launching the first direct bank in Italy, SCA part of Fidelity Information Systems in the US and Royal Bank of Canada.

Mrs. Gren serves as a non-executive director with mBank S.A. and served as a non-executive director with Erste Bank Hungary. She holds a MSc degree from London School of Economics and BA from University of British Columbia. She has completed a number of organizational leadership, ESG and negotiations programs at Harvard Business School, Center for Leadership

and Stanford Graduate School of Business.

She is the winner of the Goldman Sachs & Fortune Global Women Leaders Award in the US in 2018. In 2019, Mrs. Gren was named Global Ambassador and mentor by Bank of America for the BoA's Global Ambassadors Program advancing women's economic empowerment. In 2016 and 2018, she was recognized by London-based Banking Technology Awards and FemTech Leaders in Top 10 women in technology. Invited to the Fortune Most Powerful Women-US Department of State Global Mentoring Partnership in 2015 pairing international women leaders with Fortune 500 women CEOs in the US. Awarded the "Business Personality of 2021" by the Federation of Polish Entrepreneurs. A committed supporter of mentoring and leadership empowerment programs with Vital Voices, US-based women leadership NGO and UK-founded 30% Club through her role as the co-Chair of 30% Club Poland.

After these and since there was no other matter to discuss, the meeting was closed.

The Chairwoman
of the Nominations
and
Remuneration Committee.

The Members
of the Nominations
and
Remuneration Committee