

**DRAFT RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING,
DATED 26.07.2023, FOR EACH ITEM OF THE AGENDA
OF THE COMPANY "ALPHA TRUST-ANDROMEDA INVESTMENT TRUST S.A."
("Company")**

Item No 1: Approval of five-year scrip dividend program (2023 – 2028)

Draft Resolution

Required quorum: 1/5 of the Company's paid-up capital

Required majority: 50%+1 of the votes represented (at the Extraordinary General Meeting)

The Extraordinary General Meeting, following a legal vote, approves (by absolute majority of% of the represented votes, namely with votes) the introduction of a five-year scrip dividend program (2023- 2028) ("Program"), providing to the Shareholders the discretion to decide whether they wish to receive the total amount of their corresponding earnings in cash or to re-invest the above amount to the Company or combine the above two ways of receiving their attributable earnings by receiving a portion of their earnings in cash and reinvest the remaining amount, acquiring Company shares, so that part of the Company's profitability is re-invested in the activities of the Company.

This election is optional for the shareholders providing flexibility, while enabling the Company to use its cash reserves for the implementation of a long-term investment program that will add value and contribute to maintaining its high-yield dividend policy.

The Program is subject to the below general terms:

a) The Program will be implemented by granting authorization to the Board of Directors for the Company's extraordinary share capital increase pursuant to article 24 of Law 4548/2018; Specifically, within the framework of the authorization provided by the Extraordinary General Meeting, the Board of Directors will decide the amount of the increase, the way and deadline for the payment of the share capital increase, the number, type, nominal value, and the issue price , the specific terms of their issuance, including the definition of the specific period of five (5) working days between the detachment date and until the last day of the acceptance period to be taken into account for calculating the issue price of the new shares, the definition of any discount percentage, as well as the new share capital of the Company and the total number of its shares, as they will emerge from the coverage/paid up of those issued in the context of the Program, including the amendment of Article 5 (entitled "Share Capital - Capital Increase - Preferential Right") of the Company's Articles of Association and any necessary adjustment thereof;

b) The extraordinary share capital increase within the context of the Program, may amount up to the total amount of the cash distributions paid out on an annual basis (i.e. indicatively dividend, distribution of previous years' earnings, interim dividend, dividend balance, any additional or extraordinary dividend, capital return) to the Shareholders which are eligible to participate to the Program, as per the below;

c) The extraordinary share capital increase will be made exclusively in favor of existing Shareholders at the record date of the respective cash distributions (i.e. indicatively dividend, distribution of previous years' earnings, interim dividend, dividend balance, any additional or extraordinary dividend, capital return);

d) The payment of the extraordinary share capital increase will be made by offsetting the claim of the Shareholders being eligible to participate in the Program for the payment of the relevant distribution (i.e. indicatively dividend, distribution of previous years' earnings, interim dividend,

dividend balance, any additional or extraordinary dividend, capital return), either in total or in part, pursuant to article 20 of Law 4548/2018;

e) The right will be exercised for an integer number of shares;

f) The extraordinary share capital increase will be made at a price defined as the first five-day volume weighted average price (VWAP) of the Company's share price during the election period reduced, at the discretion of the Board of Directors, by up to 3% (discount rate);

g) The option right to participate to the Program will be exercised by the eligible Shareholders within a fourteen (14)-day period starting from the date after the record date, as will be specifically defined in the decision of the Board of Directions which will decide the extraordinary share capital increase;

h) The detachment of the right to participate in the Program will occur on the same date with the detachment of the right to each cash distribution (i.e. indicatively dividend, distribution of previous years' earnings, interim dividend, dividend balance, any additional or extra-ordinary dividend, capital return);

i) Any shares which are not taken up by the eligible Shareholders will not be distributed to third parties, nor to other Shareholders, and the extraordinary share capital will be increased up to the paid up amount pursuant to article 28 of Law 4548/2018;

j) The implementation of the Program may be extended beyond the five-year period by a decision of the Extraordinary General Meeting of the Company's Shareholders pursuant to article 24 of Law 4548/2018;

The Board of Directors unanimously proposes to the Extraordinary General Meeting the granting of authorization to the Board of Directors for the determination of the specific terms of the Program on an annual basis, in implementation of the aforementioned general terms of the Program.

Item No 2: Grant of authorization to the Board of Directors for the extraordinary share capital increase of the Company relevant to the 1st item here above

Draft Resolution

Required quorum: 1/2 of the Company's paid-up capital

Required majority: 2/3 of the votes represented (at the Extraordinary General Meeting)

The Board of Directors unanimously proposes to the Extraordinary General Meeting to grant authorization to the Board of Directors for the extraordinary share capital increase as referred to above for a five-year period from 2023 to 2028 up to the amount of ten million Euros (€10,000,000).

Additionally, the Board of Directors unanimously proposes to the Extraordinary General Meeting to authorize the Board of Directors as the competent body to determine each time the exact amount of each extraordinary increase, up to the maximum cumulative amount of ten million Euros (€10,000,000) during the five year period (2023- 2028), the amount of the increase, the way and deadline for the payment of the extraordinary share capital increase, the number, type, nominal value, and issue price, the specific terms of their issuance , in accordance with the combination of articles 24 and 25 of Law 4548 /2018, including the power to provide the possibility of partial coverage/ paid up of the extraordinary share capital increase decided at any time in accordance with article 28 of Law 4548/2018.

In particular, within the framework of the authorization provided by the Extraordinary General Meeting, the Board of Directors will determine the possible discount rate as well as the new

share capital of the Company and the total number of its shares, as will result from the coverage/paid up of the shares issued within the framework of the Program. Further, the relevant authorization from the Extraordinary General Meeting to the Board of Directors will cover any issue related to the execution and application of the general terms of the Program, including the modification of Article 5 (entitled "Share capital - capital increase - preference right") of the Company's statutes and the possible required adjustment.