

DISTINCTIVE TITLE

General Commercial Registry No. 818201000

Drafts of proposed resolutions on issues of the Agenda regarding the Shareholders Ordinary General Meeting of Intralot dated 30 August 2023

(Article 123 par. 4 of Law 4548/2018 as in force)

1. Submission for approval of the corporate and consolidated annual financial statements of the fiscal year 01.01.2022 to 31.12.2022 in accordance with the International Financial Reporting Standards (I.F.R.S.), after hearing the relevant above-mentioned fiscal year.

The President of the General Meeting submits for the approval of the Shareholders Meeting the corporate and consolidated financial statements of the fiscal year from 01.01.2022 to 31.12.2022 and the Report of the Board of Directors compiled on the basis of books and records of the Company by the Company's management, according to the International Financial Reporting Standards (IFRS) and approved by the Board of Directors on the meeting of 01.04.2023, as well as the Report of the Auditor, which is as follows:

.....

The Annual Financial Statements, the Annual Report of the Board of Directors and the Statutory Auditor's Report for the fiscal year 2022 have been included in the Annual Financial Report of the Company for the fiscal year 2022 and are available on the Company's website at <http://www.intralot.com> and on the website of the "Hellenic Exchange- Athens Stock Exchange S.A." (ATHEX). The Annual Financial Statements



2. Approval of the overall management of the Company per article 108 of Law 4548/2018, as in force, and discharge of the BoD members and of the Certified management, the financial statements and the consolidated financial statements, for the fiscal period under examination (01.01.2022-31.12.2022).

The General Meeting approves, according to law and the Company’s articles of association, with votes, that is..... % of those present, the proposal of its President and the overall management of the Company for the fiscal year 2022, in accordance with article 108 of L. 4548/2018 and discharges the members of the Board of Directors and the Certified Auditors from any liability for indemnification for the management of the Company, the Financial Statements and the Consolidated Financial Statements, for the fiscal period under examination (01.01.2022-31.12.2022).


3. Presentation and submission to the General Meeting of the Annual Activities Report of the Audit Committee for the fiscal year 01.01.2022 to 31.12.2022 according to article 44 of Law 4449/2017 as in force.

The annual Activities Report of the Audit Committee is submitted to the General Meeting 2022 and is presented to the Shareholders in accordance with the provisions of article 44 of L. 4449/2017. The Annual Activities Report for fiscal year 2022 is available on the Company’s website at <http://www.intralot.com>

4. Election of regular and alternate Certified Auditors for the audit of the fiscal year 01.01.2023 to 31.12.2023 and for the issuance of the tax certificate and determination of their fees.

The General Meeting approves, according to law and the Company’s articles of association, with votes, that is..... % of those present, the proposal of its President following a relevant recommendation





The ten member composition proposed above allows for effective performance of the Board of Directors' responsibilities, reflects the size and activity of the Company and characterizes the diversity of knowledge, qualifications and experience that can contribute to the achievement of its business objectives.

The above proposal includes the re-election of seven (7) existing members of the Board of Directors and the election of three (3) new members (Madimira Mircheva and Messrs Soohyung Kim and Dimitrios Theodoridis). Following the decision of the General Meeting, the new Board of Directors is constituted in accordance with the provisions of article 77(3) of Law No 4548/2018 and article 20 of the Company's Articles of Association and decides on the assignment of its responsibilities.

The proposal for the election of the aforementioned members of the Board of Directors

11. Resolution regarding the type of the Audit Committee, its composition (number of members and their positions) and of its term.

In relation to the structure, composition and number of members of the Company's Audit Committee, it is reminded that the Annual General Meeting of Shareholders of 29.06.2021 had decided in accordance with the provisions of article 44 of Law no. 4449/2017, as amended, the Audit Committee shall be a Committee of the Board of Directors, its term shall be equal to the term of the Board of Directors and its Members shall be three (3) in total, consisting of three (3) Independent-Non-Executive Members of the Board of Directors.

The Board of Directors, taking into account the provisions of article 44 of Law 4449/2017 as in force after its amendment by article 74 of L. 4706/2020, as well as the suggestion of the Remuneration and Nomination Committee of Board members, proposes, in the context of election, according to the above, a new Board of Directors the appointment of the Company Audit Committee as a Committee of the Board of Directors, in accordance with the provisions of article 44 of Law 4449/2017, as in force, its term to be equal to the term of the Board and its members to be a total of three (3) Independent Non-Executive Members.

The General Meeting of the Company's Shareholders approves, with votes (.....) that is% of those present, the General Assembly's President's proposal and appointed the Audit Committee of the Company as a Committee of the Board of Directors in accordance with the provisions of article 44 of L. 4449/2017, as in force, its term to be equal to the term of the Board and its members to be total three (3) Independent-Non-Executive Members

12. Election of a new Audit Committee.

Following the suggestion of the Board of Directors which, took into account the provisions of par. 1 of article 44 of L. 4449/2017 as in force after its amendment by article 74 of L. 4706/2020 and the suggestion and proposal of the Remuneration and Nomination of Members of the Board Committee dated 02.02.2023, the President of the General Assembly proposes the election of the independent non-executive members Messrs. Ioannis Tsoumas, Adamantini Lazari and Dionysia Xirokosta as members of the Audit Committee of the Company

The other conditions set by article 44 of L. 4449/2017, as in force after its amendment by article 74 of L. 4706/2020, regarding the composition of the Audit Committee are that the members of the Committee have in their entirety adequate knowledge in the field where the company operates where all three independent non-executive members, according to their CVs have sufficient knowledge and experience.

Specifically, Mr. Ioannis Tsoumas, according to his CV, has sufficient knowledge in the field of activity of the Company as he has been executive for a number of years in strategic positions in a company listed on the Athens Stock Exchange specializing in high technology services and solutions, such as our Company and he is already a member of the Board since October 2020. Adamantini Lazari, according to her



14. Granting of authorization to the Board of Directors in order for the latter to increase the share capital of the Company, pursuant to article 24 par. 1(b) of Law 4548/2018.

The General Meeting approves, according to 1