

**“KRI-KRI MILK INDUSTRY S.A.”**

**Headquartered in Serres (3<sup>rd</sup> km Serres-Drama)**

**Reg no. 113772252000,**

**INVITATION to the 29<sup>th</sup> ANNUAL GENERAL MEETING of the SHAREHOLDERS**

The Board of Directors of KRI-KRI MILK INDUSTRY S.A. headquartered in Serres (3<sup>rd</sup> Km Serres-Drama) with Reg. No. 113772252000, ISIN: GRS469003024 (hereinafter referred to as the “Company”), in accordance with the Law and the Company’s Articles of Association and by virtue of its resolution No. 27 dated 10.06.2024, INVITES the Shareholders of KRI-KRI MILK INDUSTRY S.A., to the 29<sup>th</sup> Annual General Meeting (hereinafter referred to as the “AGM”) of Shareholders which will be held on Tuesday, 2nd of July 2024 at 13:00 hours (GMT +03:00), at the Company’s headquarters, 3<sup>rd</sup> km Serres-Drama, Serres, Greece (ground floor of the Company’s main building), to discuss and decide on the following items of the agenda:

**ITEMS OF THE AGENDA**

1. Submission and approval of the Annual Financial Statements of the Company for the financial year 2023, along with the relevant reports of the Board of Directors and the Statutory Auditors’ report.
2. Approval of the distribution of profits of the financial year 2023, dividend distribution and remuneration from profits.
3. Submission of the Annual Audit Committee report for the financial year 2023, according to article 44 of Law 4449/2017.
4. Approval of the overall management of the Company and discharge of the Company’s Statutory Auditors from any liability for compensation for the financial year 2023.
5. Election of regular and alternate Statutory Auditors for the audit of the Company’s financial statements for the financial year 2024, as well as approval of their fees.
6. Approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors’ meetings and other services provided, for the financial year 2023 and pre-approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors’ meetings and other services provided, for the financial year 2024.
7. Submission for discussion and voting of the Remuneration Report of the members of the Board of Directors for the financial year 2023, according to article 112 paragraph 3 of Law 4548/2018.

8. Submission of report of the Independent Non-Executive Members of the Board of Directors according to article 9 paragraph 5 of Law 4706/2020.
9. Notice of election by the Board of Directors of Non-Executive member, as a replacement of a previously resigned Non-Executive member, according to article 82 par. 1 of Law 4548/2018. Election of that member by the Annual General Meeting of the Company's shareholders as an Independent Non-Executive member of the Board of Directors.
10. Approval of the Company's common share repurchase program through the Athens Stock Exchange, in accordance with article 49 of Law 4548/2018, as applicable, and provision of relevant authorisations.
11. Initiation of the stock award program, according to art. 114 of Law 4548/2018, for the members of the Board of Directors and to the Company's employees. Authorisation grants to the Board of Directors to decide specific conditions of that program, according to art. 114 Law 4548/2018.
12. Other items and announcements.

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According to the Law and the Company's Articles of Association the required quorum and majority on each of the agenda items are:

Item No	Subject	Quorum <sup>1</sup>	Majority <sup>2</sup>
1.	Submission and approval of the Annual Financial Statements of the Company for the financial year 2023, along with the relevant reports of the Board of Directors and the Statutory Auditors' report.	(1/5)	(50%+1)
2.	Approval of the distribution of profits of the financial year 2023, dividend distribution and remuneration from profits.	(1/5)	(50%+1)
3.	Submission of the Annual Audit Committee report for the financial year 2023, according to article 44 of Law 4449/2017.	(1/5) [The Audit Committee report is not to be approved. It is only submitted for comments-vote]	(50%+1)
4.	Approval of the overall management of the Company and discharge of the Company's Statutory Auditors from any liability for compensation for the financial year 2023.	(1/5)	(50%+1)
5.	Election of regular and alternate Statutory Auditors for the audit of the Company's financial statements for the financial year 2024, as well as approval of their fees.	(1/5)	(50%+1)
6.	Approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors' meetings and other services provided, for the financial year 2023 and pre-approval of the remuneration of the members of the Board of Directors for their presence to the Board of Directors' meetings and other services provided, for the financial year 2024.	(1/5)	(50%+1)

<sup>1</sup> The percentage is calculated on the paid-up capital and the corresponding voting rights.

<sup>2</sup> The percentage is calculated on the votes represented in the Annual General Meeting.

7.	Submission for discussion and voting of the Remuneration Report of the members of the Board of Directors for the financial year 2023, according to article 112 paragraph 3 of Law 4548/2018.	(1/5) [The vote is complimentary]	(50%+1)
8.	Submission of report of the Independent Non-Executive Members of the Board of Directors according to article 9 paragraph 5 of Law 4706/2020.	(1/5) [The Independent Non-Executive Members of the BoD report is not to be approved. It is only submitted for comments-vote].	(50%+1)
9.	Notice of election by the Board of Directors of Non-Executive member, as a replacement of a previously resigned Non-Executive member, according to article 82 par. 1 of Law 4548/2018. Election of that member by the Annual General Meeting of the Company's shareholders as an Independent Non-Executive member of the Board of Directors.	(1/5)	(50%+1)
10.	Approval of the Company's common share repurchase program through the Athens Stock Exchange, in accordance with article 49 of Law 4548/2018, as applicable, and provision of relevant authorisations.	(1/5)	(50%+1)
11.	Initiation of the stock award program, according to art. 114 of Law 4548/2018, for the members of the Board of Directors and to the Company's employees. Authorisation grants the Board of Directors to decide specific conditions of that program, according to art. 114 Law 4548/2018.	Supermajority (1/2)	Supermajority (2/3)
12.	Other items and announcements.	-	-

### **I. Repeat Annual General Meeting (in the event of the required quorum is not achieved)**

In the event of the required quorum for the adoption of any decision is not achieved according to the Law and the Company's Articles of Association, the Shareholders are hereby invited, with the same agenda and without publishing a new invitation, to a Repeat Annual General Meeting (hereinafter referred to as the "Repeat AGM"), which will be held on Thursday, 11<sup>th</sup> of July 2024, at 13:00 hours (GMT +03:00) at the Company's headquarters 3rd km Serres-Drama, Serres, Greece, and to which the Company's shareholders are hereby invited, with the same agenda items, without a publication of a new invitation.

### **II. Right to participate and vote to the General Meeting**

All shareholders of KRI-KRI MILK INDUSTRY S.A., legal entities and individuals, have the right to participate to the AGM (Initial or Repeat), provided they are registered as shareholders of the Company in the electronic registry of "Hellenic central securities depository" (ATHEXCSD) or any person identified as such based on the relevant date through registered intermediaries or other intermediaries, in line with the legislative provisions (L. 4548/2018, L. 4569/2018, L. 4706/2020 and Regulation (EU) 2018/1212), as well as the Rulebook of the Hellenic Central Securities Depository (Government Gazette B/1007/16.03.2021) on Thursday 27<sup>th</sup> of June 2024 (record date), that is at the beginning of the fifth (5th) day prior to the date of the AGM.

In the Repeat AGM of 11.07.2024, the Shareholders can participate under the same above formal conditions. In particular, the capacity of the Shareholder must also exist at the beginning of the Record Date, ie of 27.06.2024, that is at the fifth (5th) day before the day of the initial meeting of the AGM of 02.07.2024 (art. 124 par. 6 Law 4548/2018, given that the date of the Repeat AGM is not more than thirty (30) days after the initial AGM date).

The shareholder status on the Record Date will be verified by the direct electronic link of the Company with the records of ATHEXCSD or through the above intermediaries in line with the above provisions or by any other legal means. A shareholder may participate in the AGM through a confirmation or notice of Articles 3, 5 and 6 of Regulation (EU) 2018/1212, which are provided by the intermediary, with the exception of the refusal by the AGM of his/her participation for good reason, which justifies that refusal in line with the applicable provisions (art.19 par. 1 L. 4569/2018, art. 124 par. 5 L. 4548/2018), in case of untimely and / or identification failure. Under the Company's charter, a person is considered to have the right to participate and vote in the AGM if he/ she holds the status of shareholder as above, on the Record Date.

The participation to the AGM or the Repeat AGM does not involve any blocking of shares or any other procedure restricting the selling or transferring of shares during the period between the Record Date and the date of the AGM.

The Shareholders may participate in the AGM and cast vote either in person or by proxy, as per Section III of this invitation. The Shareholders or their proxies can submit their vote to the AGM, without any prior deadline, nor deadline for notification of participation in the meeting - only the appointment of the proxy has a deadline, as per Section III of this invitation. Each share gives the right of one vote. Items 1, 2, 4, 5, 6, 9, 10 and 11 of the Agenda are subject to a binding vote of the shareholders. Items 3, 7 and 8 are for discussion and voting, with non-binding vote, especially for Item 7 the vote is complimentary. Item 12 is not subject to voting, but the Company can make an announcement or participants can express their opinions. The options of vote for all Items except 12 are: for/ against / abstain. The proxy may not receive voting instructions and vote at his/ her discretion.

### **III. Procedure for exercising voting rights by proxy**

The Shareholders may participate in the AGM and cast votes either in person or by proxy. Each Shareholder may appoint up to three (3) proxies. Legal entities may appoint up to three individuals (3) as proxies. However, if a Shareholder holds shares which appear in more than one securities account, the shareholder may appoint different proxies for each securities' account. A Shareholder can appoint a proxy for just one AGM or for more during a specified period. A proxy who acts on behalf of more than one Shareholder may

cast votes differently on behalf of each shareholder. In case a proxy has been given specific voting instructions, he should vote accordingly. Failure to do so, does not affect the validity of AGM's resolutions. The proxy is obliged to archive the voting instructions for one (1) year from the date of the AGM or the last Repeat AGM in which he/she used the proxy.

Before the start of the AGM, the proxy is obliged to notify the Company of any fact which might be useful to the Shareholders, in assessing the risk of the proxy may serve other interests, besides the interest of the Shareholder. According to the meaning of paragraph 5 article 128 of L.4548/2018, a conflict of interest may arise particularly if the proxy is: a) a shareholder that exercises control over the Company, or of other legal person or entity that is controlled by that shareholder; b) a member of the Board of Directors or the management of the Company or of a shareholder that exercises control over the Company, or of another legal person or entity controlled by such shareholder; c) an employee or an auditor of the Company or of a controlling shareholder, or of another legal person or entity that is controlled by a controlling shareholder; d) a spouse or a first degree relative of one of the individuals mentioned in cases (a) to (c) above. Proxies are freely revocable.

The forms for appointment of proxies are available at the Company's website <http://www.krikri.gr/corporate-governance> and at the Company's headquarters 3rd km Serres-Drama, Serres, Greece. The forms may be posted to shareholders who do not have access to the website by contacting Investors Relations Department (tel +30 2321068300, Mr Konstantinos Sarmadakis).

The forms for proxy appointment, revocation or replacement of proxies are submitted in writing to the Company's headquarters 3rd km Serres-Drama, Serres, Greece (att: Investors Relations Department) or with electronic means, as indicatively by e-mail, at least forty-eight (48) hours before the date of the AGM ie by 30.06.2024 at 13:00 pm (GMT +03:00). In the event of a Repeat AGM, proxy forms are submitted with the aforementioned means at least forty-eight (48) hours before the date of the Repeat AGM ie by 09.07.2024 at 13:00 pm (GMT +03:00), or in case of shareholders that are verified through intermediaries, proxy forms are submitted through confirmations or notice of Articles 5 and 6 of Regulation (EU) 2018/1212, which are provided by the intermediary.

#### **IV. Minority rights**

According to article 121, paragraph 4, of Law 4548/18, all shareholders are hereby informed that, inter alia, they have the following rights provided for in article 141 paragraphs 2, 3, 6 and 7, of Law 4548/18:

i. At the request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors is obliged to include additional items in the agenda of the AGM, provided that the relevant request is received by the Board of Directors at least 15 days before the date of the Annual General

Meeting i.e. by 16.06.2024. The request for the inclusion of additional items in the AGM's agenda must be accompanied by a justification or a draft resolution to be adopted by the AGM. The revised agenda is published in the same manner as the previous agenda, 13 days before the date of the AGM, i.e. by 18.06.2024 and uploaded to the Company's website along with the justification or the draft resolution which has been submitted by the Shareholders as foreseen by par 4 art. 123 of L.4548/2018. In case of failure to publish the revised agenda, the requesting Shareholders have the right to request the postponement of the AGM according to article 141 paragraph 5 of Law 4548/18, and to proceed themselves to the publication, as provisioned in the second subparagraph of par. 2 of article 141 L.4548/2018, at the expense of the Company.

ii. The Shareholders representing 1/20 of the paid-up share capital have the right to submit draft resolutions on items included in the initial or the revised agenda of the AGM. Such a request must be received by the Board of Directors at least 7 days before the date of the AGM, i.e. by 24.06.2024. These draft resolutions are published, according to article 123 paragraph 4 of Law 4548/18, at least 6 days before the date of the Annual General Meeting, i.e. by 25.06.2024.

iii. Upon a request of any shareholder, which is submitted to the Company at least 5 full days prior to the AGM, i.e. by 26.06.2024, the Board of Directors is obliged to provide to the AGM the requested specific information on the Company's affairs, to the extent that the requested information is relevant to the items of the agenda of the AGM. Such an obligation is void if the relevant information is already present on the Company's website, especially in the form of questions and answers. Also, at the request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors is obliged to announce at the AGM the amounts that were paid during the past two years to each member of the Board of Directors or to the Company's managers, as well as any benefits that were granted to them for any reason or on the basis of their contract with the Company. In all the above cases, the Board of Directors may refuse the provision of such information for a serious reason, which is recorded in the minutes of the AGM. Such a serious reason may be, under specific circumstances, the representation of the requesting shareholder to the Board of Directors, according to art. 79 or 80 of L.4548/2018, cases which do not exist in this case. In the case of exercising this right, in accordance with the provisions of paragraph 6 of article 141 of Law 4548/2018, the Board of Directors may provide with a single reply to all shareholders' requests under the same content.

iv. Upon a request of the Shareholders representing 1/10 of the paid-up share capital, which is submitted to the Company at least 5 full days prior to the AGM, i.e. by 26.06.2024, the Board of Directors is obliged to provide to the AGM information on the course of the corporate affairs and the state of the Company's assets. The Board of Directors may refuse the provision of such information for a serious reason, which is recorded in the minutes of the AGM. Such a serious reason may be, under specific circumstances, the representation of the requesting shareholder to the Board of Directors, according to

art. 79 or 80 of L.4548/2018, cases which do not exist in this case as long as they have received adequate information.

In all the above cases, the requesting shareholders must prove their shareholder status and, except for the case of the above paragraph (iii), the number of shares they hold at the time of exercise of the relevant right. The shareholder status is verified by the direct electronic link of the Company with the records of ATHEXCSD or by any other legal means.

Detailed information about the above minority rights and their terms of exercise is available on the Company's website at the [www.krikri.gr/corporate-governance/](http://www.krikri.gr/corporate-governance/).

#### **V. Available documents and information**

The information of par. 3 and 4 of article 123 of Law 4548/2018 and specifically, the present invitation, the documents that will be submitted to the AGM, the draft resolutions for each item of the agenda, or in case no resolution has been proposed for approval, as well as potential draft resolutions submitted by shareholders according to paragraph 3 article 123 of Law 4548/2018 immediately after receipt by the Company, the proxy forms and all other information of paragraph 3 article 123 of Law 4548/2018 are available at the Company's website [www.krikri.gr/corporate-governance/](http://www.krikri.gr/corporate-governance/). The total number of shares and voting rights at the date of the present invitation are also available to that webpage, with reference to separate totals per shareholder category. Furthermore, shareholders can receive a hardcopy of those documents from Investors Relations Department (3rd km Serres-Drama, Serres, Greece, tel (+30)2321068300, Mr. Konstantinos Sarmadakis).

Serres, 10.6.2024

The Board of Directors