

#### Invitation

## **Extraordinary General Meeting of Shareholders**

"BRIQ PROPERTIES Real Estate Investment Company Societe Anonyme" (hereinafter the "Company")

with number G.E.MI. 140330201000 and

No. Hellenic Capital Market Commission Decision 3/757/31.05.2016

to the Shareholders of the Company
for November 15, 2024, on Friday at 13:00 p.m.

According to Law 4548/2018, as in force and the Articles of Association of the Company and following a decision of its Board of Directors, the Shareholders of the Company are invited to an Extraordinary General Meeting on Friday 15 November 2024, at 13:00 p.m., at the New Hotel, 16 Navarchou Nikodimou & Filellinon St., Athens Syntagma 10557, in the event hall of the mezzanine "Workshop Floor Area 1, to discuss and decide on the following agenda items:

#### Agenda items

1. Approval of the merger of the Company by absorption of the real estate investment company under the name "INTERCONTINENTAL INTERNATIONAL REAL ESTATE INVESTMENT SOCIETE ANONYME" with no. GEMI 120108101000 (hereinafter referred to as "ICI") in accordance with the provisions of Articles 6 para. 2, 7 to 21, 30 to 34 of Law 4601/2019, Articles 1 to 5 of Law 2166/1993 pursuant to Article 31 par. 4 of Law 2778/1999, Article 21 para. 5 of Law 2778/1999, Article 17 of Law 4548/2018 and the provisions of the Athens Exchange Regulation, as in force, as well as par. 8 of Article 16 of Law 2515/1997, as in force, by analogy pursuant to par. 1 of article 3 of Law 2166/1993, as amended and in force (hereinafter the "Merger").

### Especially:

1.1. Submission and approval of: (i) the draft merger agreement of the Company dated 14.10.2024 by absorption of ICI in accordance with the provisions of articles 6 par. 2, 7 to 21, 30 to 34 of Law 4601/2019, Articles 1 to 5 of Law 2166/1993 pursuant to Article 31 par. 4 of Law 2778/1999, article 21 par. 5 of Law 2778/1999, Article 17 of Law 4548/2018 and the provisions of the Athens Exchange Regulation, as in force, as well as par. 8 of Article 16 of Law 2515/1997, as in force, by analogy pursuant to par. 1 of article 3 of Law 2166/1993, as amended and in force (hereinafter the "Draft Merger Agreement"), (ii) the detailed explanatory report of the Board of Directors of the Company dated 14.10.2024 in accordance with article 9 of Law 4601/2019, (iii) the statement of financial position (balance sheet), with reference date 30 June 2024, included in ICI's Half-Yearly Financial Statements for the period from 1 January 2024 by 30 June 2024, accompanied by a Certified Public Accountant review report in accordance with para. 2 approx. a' of article 11 of Law 4601/2019 (hereinafter the "Transformation Balance Sheet"), (iv) the expert report dated 14.10.2024 conducted by the audit firms TGS Hellas Certified Public Accountants S.A. (AM SOEL 182) and Zephyros Partners AUDIT CONSULTING S.A. (AM SOEL 199) and in particular the statutory auditors Mr. Aristotelis Androutsopoulos (AM SOEL 2327) and Elias Zafeiropoulos (AM SOEL 1281) in accordance with article 10 of Law 4601/2019, (v) the valuation report dated 14.10.2024 of ICI's assets, as they appear in the





Transformation Balance Sheet, conducted by the audit firms TGS Hellas Certified Public Accountants S.A. (AM SOEL 182) and Zephyros Partners AUDIT CONSULTING S.A. (AM SOEL 199) and in particular the statutory auditors Mr. Aristotelis Androutsopoulos (AM SOEL 2327) and Elias Zafeiropoulos (AM SOEL 1281) in accordance with article 17 of Law 4548/2018.

- 2. Approval of all preliminary actions, acts and statements made to date by the Board of Directors and the representatives or proxies of the Company for the above Merger.
- 4. Appointment of a representative of the Company to sign the notarial deed of the Merger, any relevant legal act or statement, and generally any action required for the completion of the Merger. Granting authorizations.
- 5. Amendment of article 5 of the Company's Articles of Association on share capital as a result of the above.
- 6. Repeal of Article 14 on the subscription-payment of share capital, Article 15 on the composition of the first Board of Directors, Article 16 on the first financial year, Article 17 on auditors for the first financial year, Article 18 on the responsibilities of founders-acts at the founding stage, Article 19 on authorization and the general provisions of the Company's Articles of Association. Codification of Articles of Association.
- 7. Decisions and authorizations for the transfer of ICI's shareholders' shares resulting from the Merger and the consequent increase of the Company's share capital, as described above, to the dematerialized securities system of the Athens Stock Exchange.
- 8. Authorization of the Board of Directors of the Company to take any necessary action to inform and/or on a case-by-case basis grant the legally provided licenses or approvals of the competent authorities and bodies, in particular the Hellenic Capital Market Commission and the Athens Stock Exchange, to prepare and make available to the public the Exemption Document in accordance with Delegated Regulation (EU) 2021/528 supplementing Regulation (EU) 2017/1129 and will contain all the information that are provided for in that Regulation.
- 9. Other issues and communications





a. Right to Participate and Vote in the General Meeting: Every shareholder who has the shareholder status on the Record Date, as defined below, is entitled to participate and vote in the General Meeting. Each share of the Company gives the right to one (1) vote.

On the date of this invitation, the Company's capital is divided into 35,764,593 common registered shares incorporating 35,764,593 voting rights in total. Of these shares, 396,129 are own shares acquired in accordance with article 49 par. 1 of Law 4548/2018 and in accordance with article 50 par. 1 of Law 4548/2018 will not be taken into account for the formation of a quorum at the General Meeting, while the voting rights attaching to these shares are also suspended. Anyone who appears as a shareholder in the archives of the Hellenic Central Securities Depository S.A. is entitled to participate in the General Meeting. (ELKAT), where the Company's securities (shares) are held. The status of shareholder must exist at the beginning of the fifth (5th) day prior to the day of the General Meeting of 15 November 2024, i.e. at the beginning of 10 November 2024 (the "Record Date"). The above record date also applies in the case of a postponed or repeat meeting, provided that the postponed or repeat meeting is not more than thirty (30) days from the record date. The shareholder status on the Record Date will be proven through the direct electronic connection of the Company with the DSS records. Shareholders who do not comply with the deadline of paragraph 4 of article 128 of Law 4548/2018 participate in the General Meeting, unless the General Meeting refuses such participation for an important reason justifying its refusal. It is noted that the exercise of these participation and voting rights does not require the blocking of the beneficiary's shares or the observance of any other similar procedure, which limits the ability to sell and transfer them during the period between the record date and the date of the relevant General Meeting.

In case the required quorum is not reached, for the items of the agenda, the Shareholders are invited on Monday 2nd December 2024, at 12.00p.m at 19-23 Alexandrou Pantou Street, Kallithea, to a Repeat General Meeting. In the Repeat General Meeting, which as it follows from the above, is not more than thirty (30) days from the Record Date, the shareholders who will be registered in the Company's shareholders' file at the beginning of the Record Date have the right to participate and vote.

# b. Procedure for exercising voting rights by proxy(s):

The shareholder participates in the General Assembly of the Company and votes either in person or through proxies. Each shareholder may appoint up to three (3) proxies. However, if the shareholder holds shares of the Company which appear in more than one securities account, this restriction does not prevent the shareholder from appointing different proxies for the shares appearing in each securities account in relation to the General Meeting. Acting agent for several shareholders may vote differently for each shareholder. Legal entities participate in the general meeting by appointing up to three (3) natural persons as their representatives. The shareholder may appoint a proxy for a single general meeting or for as many meetings as take place within a certain period. The proxy votes in accordance with the instructions of the shareholder, if any, and is obliged to file the voting instructions for at least one (1) year, from the date of the General Meeting, or in case of postponement thereof, of the last repeat meeting in which he used the proxy. The proxy holder is obliged to disclose to the Company, before the commencement of the General Meeting, any specific fact which may be useful to shareholders in assessing the risk that the proxy serves interests other than those of the shareholder. A conflict of interest may arise in particular when the representative: a) is a controlling shareholder of the Company or is another legal person or entity controlled by such shareholder,





b) is a member of the Board of Directors or the general management of the Company or a controlling shareholder of the Company, or of another legal person or entity controlled by a controlling shareholder, c) is an employee or statutory auditor of the Company or of a controlling shareholder of the Company, or of another legal person or entity controlled by a shareholder who exercises control of the Company, d) is the spouse or first degree relative of one of the natural persons referred to in subparagraphs a' to c'. The appointment and revocation of a shareholder's proxy shall be made in writing or by electronic means and shall be notified to the Company at least forty-eight (48) hours before the date set for the General Meeting. The Company has made available on its website (www.briqproperties.gr) on the internet, the form it uses to appoint a proxy agent. This form is submitted completed and signed by the shareholder at the Company's Offices, at Mitropoleos 3 - Syntagma - Athens Attica (Shareholder Services Service, responsible Mr. Emmanuel Andrikakis), or sent to the email address ir@briqproperties.gr at least forty-eight (48) hours prior to the date set for the General Meeting or any Repeat Meetings. The beneficiary shareholder is requested to ensure confirmation of the successful sending of the proxy appointment form and its receipt by the Company, by calling: 211 999 4832.

c. Minority Rights of shareholders: 1) At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to include additional items in the agenda of the General Meeting already convened for November 15, 2024, if the relevant request is received by the Board of Directors at least fifteen (15) days before the General Meeting, that is, until 31 October 2024, a Friday. The request for the inclusion of additional items in the agenda is accompanied by a justification or a draft decision for approval by the General Meeting and the revised agenda is published in the same way as the previous agenda thirteen (13) days before the date of the General Meeting and is simultaneously made available to shareholders on the internet, on the Company's website (www.brigproperties.gr), together with the justification or draft decision submitted by the shareholders as provided for in article 123 par. 4 of Law 4548/2018. If these items are not published, the applicant shareholders are entitled to request the postponement of the General Meeting, in accordance with article 141 para. 5 of Law 4548/2018 and proceed to the publication themselves, as referred to in the second subparagraph of this paragraph, at the expense of the company. The Board of Directors is not obliged to include items in the agenda nor to publish or disclose them together with justifications submitted by shareholders, if their content is obviously contrary to the law and morality. 2) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft decisions on issues included in the initial or any revised agenda of the General Meeting. The relevant request must reach the Board of Directors at least seven (7) days before the date of the General Meeting, i.e. by 8 November 2024, day Friday. The Board of Directors makes the draft resolutions available to shareholders in accordance with article 123 par.3 of Law 4548/2018, at least six (6) days before the date of the General Meeting. The Board of Directors is not obliged to include items in the agenda or to publish or disclose them together with reasons and draft decisions submitted by shareholders, if their content is manifestly contrary to the law and morality. 3) At the request of any shareholder submitted to the Company at least five (5) full days prior to the General Meeting of November 15, 2024, i.e. by Friday, November 8, 2024, the Board of Directors is obliged to provide the General Meeting with the requested specific information on the Company's affairs, to the extent that these are relevant to the items on the agenda. There is no obligation to provide information where Relevant information is already available on the Company's website,





in particular in the form of questions and answers. Also, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital within the same deadline, the Board of Directors is obliged to announce to the General Meeting the amounts paid during the last two years to each member of the Board of Directors or the Company's directors, as well as any benefit to these persons from any cause or contract of the Company with them. The Board of Directors may refuse to provide the information for a substantial reason, which is recorded in the minutes (article 141 par. 6 of Law 4548/2018). The Board of Directors may respond uniformly to shareholder requests with the same content. 4) At the request of shareholders representing one tenth (1/10) of the paid-up share capital and which is submitted to the Company at least five (5) full days before the General Meeting of November 15, 2024, i.e. by Friday, November 8, 2024, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and the state of the Company's assets. Corresponding deadlines for Any exercise of minority rights of shareholders also applies in the event of a Repeat General Meeting. The Board of Directors may refuse to provide the information for a substantial reason, which shall be recorded in the minutes. In all the above mentioned cases, the applicant shareholders must prove their shareholder status and, except in case 3 above, the number of shares they hold when exercising the relevant right. In the case of dematerialized shares, proof of shareholder status may be made by any legal means and in any case on the basis of information received by the Company or a certificate or other form of certification from the registry of the CCP or the TCC market infrastructure or through intermediaries as appropriate. Detailed information on all the above rights and the terms of their exercise is also available on the Company's website (www.briqproperties.gr).

**d. Available information and documents:** The full text of the documents and draft decisions referred to in Article 123(1). 4, will be made available to shareholders in paper form at the offices of Mitropoleos 3 – Syntagma, Athens, Attica upon request addressed to the Shareholder Services Department, and the responsible Mr. Emmanuel Andrikakis. These documents of para. 4 of article 123 of Law 4548/2018 but also those of par. 3 of the same article will be available in electronic form on the internet, by posting them on the Company's website <a href="www.briqproperties.gr">www.briqproperties.gr</a>.

Kallithea, 23 October 2024
THE BOARD OF DIRECTORS

