

**DRAFT RESOLUTIONS-COMMENTS OF THE BOARD OF DIRECTORS ON THE ITEMS ON THE REVISED AGENDA OF THE ANNUAL GENERAL MEETING OF 29.04.2025**

**Item 1**

**Approval of the Company's Annual Financial Statements for the financial year 01.01.2024 - 31.12.2024, which have been prepared in accordance with IFRS, following the relevant annual management report of the Board of Directors and the introductory report of the Statutory Auditors**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The Board of Directors of the Company intends to propose to the General Meeting the approval of the Company's Annual Financial Statements for the fiscal year 2024 already approved by the Company, which have been prepared in accordance with IFRS, following the relevant annual management report of the Board of Directors and the introductory report of the Statutory Auditors.

The annual financial statements were approved by the Board of Directors of the Company on April 1, 2025, following the relevant recommendation of the Audit Committee and were published in accordance with the law and have been posted on April 2, 2025 on the Company's website ([www.briqproperties.gr](http://www.briqproperties.gr)).

In addition, the relevant Press Release is also posted on the Company's website.

**Item 2**

**Approval of the distribution of profits for the financial year 01.01.2024 - 31.12.2024 as well as profits of previous financial years and provision of relevant authorization to the Board of Directors**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented in the Assembly</i>

The General Meeting will be called upon to decide on the approval of the distribution of results for the fiscal year from 01.01.2024 to 31.12.2024 as well as profits from previous years.

According to the Annual Consolidated and Corporate Financial Statements, the Company's net profits to be distributed in accordance with the law, excluding gains from the revaluation to fair value of real estate and unrealized profits, after deducting the regular reserve for 2024 of € 283 thousand, amounted to € 6.941.000 on 31.12.2024.

Following the proposal of the Board of Directors, the General Meeting will be convened to approve the distribution of a dividend of € 0.1350 per share (net), i.e. a total amount of € 6.000.000 as calculated excluding the own shares held by the Company at the ex-dividend date. It is reminded that the amount payable is net as according to article 31 of Law 2778/1999, as in force, the dividends distributed by the S.A.E.A.p. are not subject to withholding tax (5%).

Also, following the proposal of the Remuneration and Nominations Committee and the decision of the Board of Directors dated 08.04.2025, and in accordance with the provisions of the Remuneration Policy, the General Meeting will be invited to decide on the payment of a total amount of € 280.000 to the Company's CEO, Mrs. Anna Apostolidou, and to the rest of the Company's staff as a reward for achieving the Company's KPI targets, for the completion of the merger by absorption with Intercontinental International S.A.A.P. and the development of the Company in general. The distribution allocation is as follows:

- Distribution to members of the BoD: € 225.000 (concerns the CEO and Executive Member of the BoD, Mrs. Anna Apostolidou)
- Distribution to staff: € 55.000

It is noted that with respect to the above amount, an amount of € 300.000 is already included in the approved financial statements for the financial year 2024 in the income statement, as a provision in the item "Personnel Remuneration and Expenses" and has already been included in the financial results for the financial year 2024.

It is also proposed that the Annual General Meeting authorizes the Chief Executive Officer, Mrs. Anna Apostolidou, to decide, at her discretion, on the specific distribution of the amounts distributed to the Company's staff based on the personal performance of each employee and his/her contribution to the achievement of goals set by the Company.

Furthermore, the Board of Directors of the Company recommends to the General Meeting of Shareholders, if the dividend reinvestment program is approved, in accordance with the 3rd item of the agenda below, and the authorization for the extraordinary increase of the share capital is given to the Board of Directors in accordance with the 4th item of the agenda below, to authorize the Board of Directors to take the necessary actions to enable the shareholders to choose the reinvest a total amount of up to €6.000.000 of the dividend in shares of the Company, in accordance with the terms of the Program and distribute the remaining amount of the proposed dividend in cash.

Finally, the Board of Directors will recommend to the General Meeting that the Board of Directors be authorized to take the necessary actions to implement the upcoming resolution of the General Meeting.

### Item 3

**Approval of the overall management and representation acts of the Board of Directors of the Company for the financial year 01.01.2024 - 31.12.2024 and discharge of the Statutory Auditors from any liability for compensation for the financial year 01.01.2024 - 31.12.2024.**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The Board of Directors intends to propose to the General Meeting the approval of the overall management and the acts of representation of the Board of Directors of the Company pursuant to article 108 par. 1 of Law 4548/2018 for the fiscal year 01.01.2024 - 31.12.2024 as well as the exemption from any liability for compensation of the Auditors who carried out the audit of the financial statements for the Annual Financial Statements for the year ended December 31, 2024.

### Item 4

**Approval of a four-year dividend reinvestment program (2025-2028) (Scrip Dividend Program)**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The General Meeting will be called upon to decide on the Approval of a four-year dividend reinvestment program (2025-2028) (Scrip Dividend Program) for a total amount of up to €30.000.000.

The Board of Directors, with its decision dated 08.04.2025, recommends to the Annual General Meeting the establishment of a four-year dividend reinvestment program (2025 – 2028) (the "Program"), providing the Shareholders with the option to choose whether they wish to receive the total profits due to them in cash or to reinvest this amount in the Company or to combine the above two ways of receiving the corresponding profits; i.e. to receive a part of the profits due to them in cash and to reinvest the remaining amount by receiving shares of the Company, in order to reinvest part of the Company's profitability in its activities.

The relevant option is optional for the Shareholders by providing flexibility, while at the same time allowing the Company to utilize its cash reserves for the implementation of long-term investment programs that will add value to the Company and contribute to its growth and the maintenance of its high-yield dividend policy.

The main terms of the proposed Program are the following:

a) The Program will be implemented by authorizing the Board of Directors for the extraordinary increase of the Company's share capital in accordance with article 24 of Law 4548/2018. In particular, in the context of the authorization provided by the General Meeting of shareholders, by decision of the Board of Directors of the Company, the amount of the increase, the manner and deadline for its coverage, the number, the type, the nominal value, the period for calculating the price and the issue price of the shares to be issued, the specific terms of their issuance, will be determined, including the definition of a specific period, between the ex-dividend date of the option and until the last day of the acceptance period that will be taken into account for the calculation of the issue price of the new shares, in execution and application of the general terms of the Program established by the decision of the General Meeting of Shareholders, as well as the new share capital of the Company and the total number of its shares; as will result from the coverage of the shares issued under the Program. Further, the relevant authorization from the General Meeting of Shareholders to the Board of Directors of the Company will cover any issue concerning the execution and implementation of the general terms of the Program set out in the decision of the Extraordinary General Meeting of Shareholders, including the amendment of article 5 (entitled "Share Capital") of the Company's Articles of Association and any necessary adjustment thereof:

b) **The extraordinary share capital increase under the Program may amount to up to the amount of € 30.000.000**, cumulatively, for the entire duration of the Program, through cash distributions (indicatively, dividend, distribution of profits of past years, interim dividend, dividend balance, any additional or extraordinary dividend, any capital return) to the Shareholders entitled to participate in the Program; as mentioned below,

c) The increase will be made exclusively **in favor of the existing Shareholders** on the date of determination of the beneficiaries of the respective cash distributions, which will be determined by the relevant decision of the Board of Directors that will decide on the extraordinary increase of the Company's share capital;

d) The payment of the increase in the Company's share capital will be made by offsetting all or part of the claim of the Shareholders who are entitled to participate in the Program for the payment of the relevant distributions (indicatively, dividend, distribution of profits of past years, interim dividend, dividend balance, any additional or extraordinary dividend, any capital return), in accordance with article 20 of Law 4548/2018,

e) The right to reinvest will be exercised for an entire number of shares,

f) The new shares will be issued at a price equal to the average of the stock market volume weighted basis of share price (**VWAP**) for the period as determined by the Board of Directors, reduced by **2% (discount rate)**,

g) The right of option will be exercised by the Shareholders who have the right to participate in the Program within a period of fourteen (14) days from the day after the date of recording of the respective cash distribution, as specifically referred to in the decision of the Board of Directors that will decide on the extraordinary increase of the Company's share capital,

h) The ex-dividend of the option from the Shareholders entitled to participate in the Program will take place on the same date as the ex-dividend of the right of the respective cash distribution (indicatively, dividend, distribution of profits of past years, interim dividend, dividend balance, any additional or extraordinary dividend, any return of capital),

i) Those shares not undertaken by the Shareholders who are entitled to participate in the Program according to the specific provisions of the decision of the Board of Directors for the extraordinary increase of the Company's share capital will not be allocated to third parties, nor to other Shareholders, but the Company's share capital will be increased up to the amount of coverage in accordance with article 28 of Law 4548/2018,

j) The funds that will be raised from the extraordinary increases of the Company's share capital under the Program will be used for the implementation of the Company's strategic planning, such as indicatively, for the financing of investment programs, loan repayment and operational needs. The relevant use of these funds will be specified and determined each time by the Board of Directors, in the context of its decision on the corresponding extraordinary share capital increase,

k) The implementation of the Program may expire or be extended beyond four years by decision of the General Meeting of the Company's Shareholders in accordance with article 24 of Law 4548/2018.

The Board of Directors further recommends to the General Meeting to authorize the Board of Directors to determine the specific terms of the Program, in execution and application of the above basic terms, in each case of application of the Program in view of the relevant cash distribution, including the selection period for the calculation of the average of the stock market volume volume basis (VWAP); and the determination of the amount of the cash distribution that can be reinvested in the Company each time (respecting the maximum total limit of € 30.000.000). The Board of Directors will proceed, if necessary, to any legal act, act and any other required action, for the implementation of the relevant decision of the General Meeting of the Company and the Program in accordance with the terms of the applicable legislation and subject to the receipt of any required approval from the competent authorities.

#### Item 5

##### **Authorization to the Board of Directors of the Company for the extraordinary share capital increase of the Company during the years 2025-2028, in relation to the Dividend Reinvestment Program.**

<i>Quorum required</i>	<i>1/2 (50%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

Following the approval of the above matters, the Board of Directors recommends to the General Meeting to authorize the Board of Directors to decide, with the quorum and majority provided for by law, the extraordinary increase of the Company's share capital during the years 2025-2028, **up to the total amount of € 30.000.000**, in accordance with the terms of the Programme, which is submitted for approval under the 3rd item of the agenda, as provided for in article 24 par. 1(b) of Law 4548/2018.

In particular, this power may be exercised by the Board of Directors within the years 2025 to 2028 (i.e. until 31.12.2028) exclusively for the issuance of new shares of the Company intended for coverage by shareholders who are beneficiaries and choose to reinvest cash distributions, within the framework of the Program. Those shares not undertaken by the shareholders in accordance with the above-mentioned and specifically provided for in the decision of the Board of Directors for the extraordinary increase of the Company's share capital, will not be allocated to third parties or to other shareholders, but the Company's share capital will be increased up to the amount of coverage, in accordance with article 28 of Law 4548/2018.

Within the framework of this authorization, the Board of Directors, in execution of the terms of the Program, will determine each time the exact amount of each extraordinary share capital increase, up to the above maximum amount of € 30.000.000 in total for the years of the Program, the deadline for its coverage, the sale price of the new shares to be issued and the specific terms of the share capital increase. In particular, in the context of the above-mentioned authorization provided by the General Meeting of Shareholders, by decision of the Board of Directors of the Company, the new share capital of the Company and the total number of its shares will be determined, as will result from the coverage of the shares issued under the Program.

Furthermore, the relevant authorization by the General Meeting of Shareholders to the Board of Directors of the Company will cover any issue concerning the execution and implementation of the general terms of the Program determined by the decision of the Annual General Meeting of Shareholders and to proceed with all legal matters for the implementation of the Program, including the amendment of article 5 of the Company's Articles of Association and any necessary adjustment.

#### Item 6

##### **Announcement of the replacement of a resigned member and Election of a new Board of Directors and appointment of its Independent Members**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

Following the resignation due to personal impediment of Mr. Efstratios Papaefstratiou from the position of Independent – Non-Executive Vice Chairman of the Board of Directors of the Company, with effect from

01.01.2025 and the Minutes of the Remuneration and Nominations Committee dated 27.12.2024, the Board of Directors of 31.12.2024 proceeded to reconstitution with the election of a new Vice Chairman and the replacement of the resigned member by Mr. Stefanos Karaiskakis of Demetriou and in accordance with par. 3 of article 7 of the Company's Articles of Association and par. 1 of article 82 of Law 4548/2018.

The Board of Directors of the Company intends to propose to the General Meeting the election of a new Board of Directors for a four-year term starting from the upcoming Annual General Meeting, i.e. from 29.04.2025 until 29.04.2029, automatically extended until the first Annual General Meeting of the Company's shareholders after its expiration with the following eight-member composition:

1. Theodoros Fessas, of Dimitrios, President of the Board of Directors, Non-Executive Member
2. Anna Apostolidou of Georgios, CEO, Executive Member
3. Apostolos Georgantzis, of Miltiadis, Executive Member
4. Eftychia Koutsourelis, of Sophocles, Non-Executive Member
5. Panagiotis-Aristides, of Michael, Non-Executive Member
6. Eleni Linardou, of Dimitrios, Vice Chairman of the Board of Directors, Independent Non-Executive Member
7. Marios Lasanianos, of Konstantinos, Independent Non-Executive Member
8. Stefanos Karaiskakis, of Dimitrios, Independent Non-Executive Member

The Members of the Board of Directors meet the eligibility criteria set out in art. 3 of Law 4706/2020 and no. 60/2020 Circular of the Hellenic Capital Market Commission and in the Suitability Policy of the members of the Board of Directors of the Company, each of the independent members of the Board of Directors meets the requirements of independence of article 9 of Law 4706/2020. The last assessment of the suitability of the Board of Directors, both individually and collectively, was carried out by decision of the Board of Directors on 21.03.2025 following the recommendation of the Remuneration and Nominations Committee dated 06.03.2025.

#### Item 7

##### Appointment of a new Audit Committee of the Company

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

Following the election of a new Board of Directors, the Board of Directors will propose to the General Meeting that it determines the type, composition and term of office of the new Audit Committee in accordance with article 44 par. 1 of Law 4449/2017, as in force, and as it provides the necessary authorizations for the appointment of its members to the Board of Directors.

Specifically, the Board of Directors will recommend:

- a) the Audit Committee must be a Committee of the Board of Directors, consisting exclusively of non-executive Members of the Board of Directors;
- b) The majority of the members of the Audit Committee must be independent non-executive members;
- c) The term of office of the members of the Committee will follow their term of office as members of the Board of Directors, i.e. it will be four years until 29 April 2029, automatically extended until the Annual General Meeting that will be convened or convened after the end of its term of office, i.e. in this case until the Annual General Meeting 2029.

Also, the Board of Directors will appoint the independent Non-Executive members of the Board of Directors who will occupy the positions of the members of the Company's Audit Committee, in accordance with the above, and the President of the Audit Committee will be appointed by the members of the Committee, upon its constitution as a body.

#### Item 8

**Election of an Audit Firm of Certified Auditors for the audit of the Financial Statements for the financial year 2025, the Statement of Investments of 30.06.2025 and 31.12.2025 as well as the issuance of a tax compliance certificate for the financial year 2025 and the determination of its remuneration**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The Board of Directors, following the relevant recommendation of the Company's Audit Committee, proposes to the General Meeting the re-election and assignment of the audit of the financial statements of the Company and the Group for the fiscal year from 1 January 2025 to 31 December 2025, as well as for the review of the interim information of the Company and the Group for the period 01.01.2025-30.06.2025 to the audit firm under the name "ERNST & YOUNG (GREECE) CERTIFIED AUDITORS ACCOUNTANTS S.A." (AM SOEL 107 - VAT number 094316657), with registered office in Maroussi, Himarras 8B, PC 151 25. The above assignment includes the regular audit of the annual financial statements for the year ending 31 December 2025, as well as the Statement of Investments as of 31.12.2025, the review of the interim summary financial information for the six-month period from 1 January to 30 June 2025, as well as the Statement of Investments of 30.06.2025 and the issuance of the tax certificate for the year 2025 in accordance with article 65A of the Law 4174/2013, as in force, and the performance of audits based on pre-agreed procedures, which are provided for by the legislation and the loan agreements of the Company.

The General Meeting also recommends the authorization of the Chief Executive Officer Mrs. Anna Apostolidou to determine the exact amount of the audit firm's remuneration in accordance with the above.

**Item 9**

**Appointment of independent real estate appraisers for the fiscal year 2025, in accordance with par. 7 of article 22 of Law 2778/99, as in force, and determination of their remuneration**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

According to the provisions of art. 22 of Law 2778/1999 as in force, the Company is obliged to appoint an independent valuer to carry out valuations of the value of its investments in real estate. In addition, the Company is obliged to publish at the end of each calendar semester a half-yearly statement of investments, which is based on a report by an appraiser of the body of certified valuers and is audited by a certified auditor. It is noted that the valuations of the Company's properties for the fiscal year 2024 were made by the independent valuation companies "Athenian Economic Ltd.", "Savills HELLAS P.C." and "Cushman & Wakefield Proprius Ltd".

The Board of Directors, following the relevant recommendation of the Company's Audit Committee, will propose to the General Meeting the designation for the fiscal year 2025 of the companies "Athenian Economic Ltd.", "Savills HELLAS P.C." and "Cushman & Wakefield Proprius Ltd.", as independent real estate appraisers who will carry out the regular valuations of the Company's real estate portfolio.

In addition, the Board of Directors recommends authorizing the Chief Executive Officer, Mrs. Anna Apostolidou, to proceed with the selection of other independent valuers, if this is deemed either necessary or in the interest of the Company, and to negotiate and determine the remuneration of the independent valuers.

**Item 10**

**Approval of the remuneration and compensation of the members of the Board of Directors for the financial year 2024 and pre-approval of the remuneration and compensation of the members of the Board of Directors for the financial year 2025**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>



The Board of Directors proposes to the General Meeting the approval in their entirety of the fees and indemnities paid to cover the travel, accommodation and other expenses of the members of the Board of Directors during the fiscal year 2024, for their participation in meetings of the Board of Directors and in Committees of the Board of Directors, in accordance with the specific provisions of article 109, par.1 of Law 4548/2018, as in force.

At the Annual General Meeting of 30.04.2024, a total amount of €130.000 of gross remuneration for the fiscal year 2024 was pre-approved. The gross remuneration and compensation of the Members of the Board of Directors finally paid amounted to a total gross amount of €76.000.

Furthermore, the Board of Directors will propose to the General Meeting the pre-approval of the gross remuneration and compensation of its members for their participation in the Board of Directors and its Committees for the current fiscal year 2025 for a total amount of up to €130.000.

The above remuneration and indemnities are in accordance with the Company's existing Remuneration Policy as approved by the Extraordinary General Meeting of 7 July 2021 and in force. The above fees relate to gross fees and do not include employer contributions. The net fees will be formed based on the deductions and contributions charged to each beneficiary.

#### Item 11

**Submission for discussion and vote by the General Meeting of the Remuneration Report of the members of the Board of Directors of the Company for the financial year 2024 in accordance with article 112 par. 3 of Law 4548/2018**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The Board of Directors brings to the attention of shareholders the Remuneration Report of the members of the Board of Directors for the financial year 2024, which includes a comprehensive overview of the total remuneration received by the members of the Board of Directors and the Committees within the financial year 2024, in accordance with the specific provisions of article 112 of Law 4548/2018. The text of the Remuneration Report is available on the Company's website [BriQ | General Assemblies \(briqproperties.gr\)](https://briqproperties.gr)

It is clarified that the shareholders' vote on the Remuneration Report is of an advisory nature, in accordance with article 112 par. 3 of Law 4548/2018.

#### Item 12

**Purchase of own shares in accordance with article 49 of Law 4548/2018 – Provision of relevant authorization to the Board of Directors of the Company**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The Board of Directors proposes to the General Meeting the possibility of the acquisition by the Company of treasury shares, in accordance with the provisions of article 49 of Law 4548/2018, as well as the provision of relevant authorization to the Board of Directors for its implementation. In particular, the Board of Directors will be entitled, within the 24-month period provided by law, to proceed directly or indirectly with purchases of treasury shares in accordance with article 49 of Law 4548/2018, up to a percentage of 10% of its paid-up share capital, including in this percentage any shares it may have previously acquired and maintained.

The maximum purchase price of the Company's own shares will be 5,00 Euro per share and the minimum purchase price will be 0,10 Euro per share.

Acquisitions of own shares may be made for the purpose of capital reduction, distribution to staff or for anything provided for in national and Community legislation.

#### Item 13

### **Change of the Company's registered office and amendment of Article 2 of its Articles of Association**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The General Meeting will be called upon to approve the transfer of the Company's registered office to its branch at 3 Mitropoleos Street, Athens (Syntagma Square) with PC 176 71 on the 3rd floor, in the Municipality of Athens. The transfer is made for the better service of the Company's operations. Based on the above, the General Meeting is invited to approve the amendment of article 2 of the Company's Articles of Association, which will be as follows:

#### **'Article 2**

##### **Seat**

- 1. The Company's registered office is the Municipality of Athens, Attica.*
- 2. By decision of the Board of Directors, branches or agencies or offices may be established anywhere in Greece and abroad.'*

Furthermore, the General Meeting of Shareholders authorizes the Board of Directors of the Company to draft and submit the entire new text of the codified Articles of Association of the Company to the competent Authorities, the Hellenic Capital Market Commission and to ensure its registration in the General Commercial Register (G.E.M.I.) and to take all legal steps for the implementation of the above decisions of the General Meeting. including obtaining the required regulatory and other approvals and permits.

#### **Item 14**

### **Granting of permission to the members of the Board of Directors and Directors of the Company to carry out the actions provided for in paragraph 1 of article 98 of Law 4548/2018, as in force**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

Following the relevant recommendation of the Chairman, the General Meeting will be invited to approve the renewal of the authorization, in accordance with the provisions of article 98, paragraph 1 of Law 4548/2018, as currently in force, to the members of the Board of Directors and to Directors of the Company, for their participation in legal entities with a similar purpose to that of the Company or for the conduct, on their own behalf or on behalf of third parties, actions that fall under one of the purposes pursued by the Company.

#### **Item 15**

### **Approval of the revision of the Company's Remuneration Policy, in accordance with articles 110-111 of Law 4548/2018**

<i>Quorum required</i>	<i>1/5 (20%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>50%+1 of the votes present or represented at the Assembly</i>

The President of the Annual General Meeting informed the shareholders regarding the Company's Remuneration Policy, which was adopted and approved by the Annual General Meeting of 07.07.2021 and needs to be revised, in accordance with par. 2 of article 110 of Law 4548/2018, due to the expiry of its four-year validity period.

The President presented to the shareholders the draft of the revised Remuneration Policy, the adoption and approval of which was proposed to the shareholders by the Board of Directors of the Company, accepting the relevant proposal of the Remuneration and Nominations Committee.

As the President stressed during the revision of the Remuneration Policy, the Remuneration and Nominations Committee together with the Board of Directors took into account a) the need for fair



remuneration of members relevant to their responsibilities, b) the applicable legislative provisions, c) the avoidance of possible conflicts of interest and d) the size, internal structure and complexity of the Company's business activities.

The General Assembly approved the revised Remuneration Policy of the members of the Board of Directors, as defined in articles 110-111 of Law 4548/2018. The policy aims to select and retain executives who will contribute to the efficient management and improved corporate governance of the Company, ensuring remuneration compatible with the responsibilities of the members, the labor market, meritocracy, and the harmonization of the objectives of the Board of Directors with the long-term interests of the Company.

#### **Item 16**

#### **Update of the Long-Term Free Disposal of Treasury Shares Program for staff and members of the Board of Directors - Provision of authorization.**

<i>Quorum required</i>	<i>1/2 (50%) of the Company's paid-up capital</i>
<i>Majority required</i>	<i>2/3 of the total number of votes present or represented at the Assembly</i>

Following the revision of the Company's Remuneration Policy and the Share Buyback Program in accordance with article 49 of Law 4548/2018, it is proposed to update the Free Share Disposal Program that was approved on April 21, 2021.

Specifically, the Company will implement a free share disposal program system, with the aim of rewarding, attracting and retaining competent executives from the market. This program is considered to be a voluntary benefit, paid by the Company's freedom, without prejudice to its right to revoke, modify or abolish it at any time, without, however, affecting any acquired rights being affected by the exercise of the Company's right of revocation.

#### **Description of the Program:**

**Origin of the shares:** The treasury shares to be made available free of charge will come from treasury shares already held by the Company, which it has acquired in the framework of a share purchase program approved by the General Meeting, in accordance with article 49 of Law 4548/2018, and for which it has (accounting) created a relevant reserve.

The nominal value of the shares available under this program, combined with the nominal value of the shares that may be allocated under the share option program, may not exceed, in total, one tenth (1/10) of the paid-up share capital, according to Law 4548/2018.

**Number of share disposals:** The disposal concerns up to 700.000 treasury shares.

**Obligation to hold the shares:** The disposal of the senior shares is made under the condition that the beneficiaries of the Program will not be able to proceed with the sale of the shares for a period of 2 years from the granting of the shares.

**Objectives of the Program:** Rewarding the contribution of executives to the achievement of the Company's strategic objectives, enhancing competitiveness, and ensuring the consistency and commitment of senior executives to the Company's shareholders and goals.

The General Assembly authorized the Board of Directors to determine the beneficiaries of the Program, the specific terms of grant, as well as any other conditions that may be deemed necessary or appropriate for the implementation of the Program.

The Board of Directors will proceed, if necessary, to any legal act, act and any other action required for the implementation of the relevant decision of the General Meeting of the Company and the disposal of the shares to the beneficiaries as well as for the admission of the shares to trading on the Athens Stock Exchange, in accordance with the terms of the applicable legislation and subject to the receipt of any necessary approval from the competent authorities.

**Item 17****Briefing by the Chairman of the Audit Committee to the shareholders on the activities of the Audit Committee during the fiscal year 2024**

In accordance with Article 44, paragraph 1 of Law 4449/2017, as in force, the President of the Audit Committee, Mr. Marios Lasanianos, submits to the General Meeting of Shareholders the Annual Report of the Audit Committee for the Fiscal Year 01.01.2024 – 31.12.2024, which is available on the website of [BriQ | General Meetings \(briqproperties.gr\)](http://briqproperties.gr)

**Item 18****Submission of the Report of the Independent Non-Executive Members of the Board of Directors of the Company in accordance with article 9 par. 5 of Law 4706/2020**

The Company submits to the General Meeting and to the Shareholders the Report of the Independent Non-Executive Members of the Board of Directors in accordance with the provisions of art. 9 par. 5 of Law 4706/2020 and the relevant guidelines of the Hellenic Capital Market Commission (Protocol No. 428/21.2.2022).

The Report of the Independent Non-Executive Members of the Board of Directors includes, at a minimum, a report on their obligations, as described in article 7 of Law 4706/2020: a) monitor and examine the Company's strategy and its implementation, as well as the achievement of its objectives, b) ensure the effective supervision of the Executive Members, including the monitoring and control of their performance; and (c) consider and express views on proposals submitted by executive members, on the basis of existing information.

This item is an announcement to the General Assembly and is not put to a vote

**Item 19****Revocation of the Company's License as an Alternative Investment Fund Manager (AIFM), Amendment of Article 3 of the Articles of Association – Granting of Authorization**

<i>Quorum required</i>	<i>1/2 (50%) of the Company's paid-up share capital</i>
<i>Majority required</i>	<i>50% + 1 of the votes represented or present at the General Meeting</i>

Following a proposal by Mr. Theodoros Fessas, shareholder of the Company, who holds directly and indirectly 13,444,093 common registered voting shares out of a total of 44,885,774 common registered shares, representing 29.95% of the Company's total share capital.

Further to the publication in the Government Gazette on 11 April 2025 of Law No. 5193 "Strengthening the Capital Market and other provisions", which includes the "Reform of the Legal Framework of Real Estate Investment Companies (REICs)", Article 63(7) of Law 5193/2025 provides existing REICs with the option to request the revocation of their license as Alternative Investment Fund Managers (AIFMs) by submitting a relevant declaration to the Hellenic Capital Market Commission.

Taking into account that the Company's operation as an AIFM entails strict regulatory requirements which are not applicable to REICs and increase operating costs, while all safeguards for investor protection remain in force through the Company's operation as a REIC – such as licensing and supervision by the Capital Market Commission and transparency requirements for transactions with major shareholders in real estate acquisitions and disposals – the General Meeting is called to resolve on the submission of a relevant declaration to the Hellenic Capital Market Commission for the revocation of the Company's license as an AIFM.

Considering the above, the General Meeting is further called to approve the amendment of Article 3 of the Company's Articles of Association, which shall be restated as follows:

***"Article 3***

*Purpose The purpose of the Company is to acquire and manage real estate located in Greece, to make investments as provided for in article 46 of Law 5193/2025 on Real Estate Investment Companies, as in force.*

*To achieve its purpose, the Company may: a) Cooperate with any natural or legal person in any way b) Purchase and/or lease any means of transport, purchase, sell and/or lease real estate as well as purchase and/or sell securities, in accordance with applicable legislation."*

Furthermore, the General Meeting shall authorize the Company's Board of Directors to draft and submit the full text of the codified Articles of Association to the competent authorities and the Hellenic Capital Market Commission, in accordance with Article 42(6) of Law 5193/2025, to ensure its registration with the General Commercial Registry (G.E.M.I.), and to undertake all necessary actions for the implementation of the aforementioned resolutions of the General Meeting, including the issuance of any required regulatory and other approvals or licenses.

## **Item 20**

### **Miscellaneous – Announcements**

There is no other issue to be voted on or even decided.

### **DOCUMENTS SUBMITTED TO THE GENERAL MEETING**

The full text of the documents referred to in article 123 par. 3 and 4 of Law 4548/2018 are available to the shareholders in paper form at the Company's offices (Mitropoleos 3, 3rd floor, Athens 10557, tel. +30 211 999 4833) upon their request addressed to the Shareholder Service Department and to the responsible Mr. Emmanouil Andrikakis at [ir@briqproperties.gr](mailto:ir@briqproperties.gr) email (tel. +30 211 999 4832) as well as online in electronic form, posted on the website of [BriQ | General Assemblies \(briqproperties.gr\)](https://briqproperties.gr)