

ARTICLES OF ASSOCIATION

of the Société Anonyme under the corporate name

« THE MALL ATHENS REAL ESTATE DEVELOPMENT AND MANAGEMENT SINGLE-MEMBER SOCIETE ANONYME»

ARTICLE 1

Formation - Corporate Name

1. A Société Anonyme (the “Company”) is hereby established under the corporate name “The Mall Athens Real Estate Development and Management Single-Member Société Anonyme” and with distinctive title “The Mall Athens S.M.S.A.”.
2. In all dealings and transactions abroad, the name of the Company shall be rendered by exact translation.

ARTICLE 2

Object

1. The object of the Company is:
 - (a) The development, operation, management, and in general the exploitation of all kinds of real estate, proprietary or not;
 - (b) The purchase and lease of, and in general the acquisition, in any manner and legal form, of real or personal rights on, real estate;
 - (c) The design, construction, erection, reconstruction, renovation, rehabilitation, and general operation:
 - i) of buildings, provisional constructions, and structures of any kind, urban or otherwise;
 - ii) shopping centers;
 - iii) hotel and tourism facilities;
 - iv) shops or recreation facilities in general (i.e., nightclubs, bars, coffee shops, restaurants, playgrounds, amusement parks, cinemas, theatres, etc.);
 - v) multifunctional halls (e.g., serving as halls for conferences, artistic or cultural events, museum exhibitions, aquariums, planetariums, etc.);
 - vi) sports facilities of any kind;
 - vii) food production facilities;

- viii) parking and car servicing facilities;
- (d) The management, maintenance, leasing, sub-leasing, selling, as well as the operation of all the above by own means and for own account;
- (e) The provision of technical and financial advice on real estate development;
- (f) The conducting of studies of any kind and the provision of advice on the organization and exploitation of the aforesaid investments;
- (g) The conducting of real estate evaluations for the account of the Company or for third parties;
- (h) The securing of the necessary funding for the acquisition of land and for making investments;
- (i) The provision of services to support the operational needs of businesses across all financial sectors, especially those with similar operational and development objects (e.g., recreation centers, hotels, shopping centers, sports facilities, parking facilities etc.);
- (j) The import and trade of any goods, materials and commodities, products, tools or machinery pertaining to the construction, equipment, and operation of the above, as well as the representation of Greek or foreign companies operating in the production or trading of such items;
- (k) The provision of recharging services and directly relevant or supplementary services, and in general the provision of electromobility services to users of electric vehicles (EV) in relation to recharging and to the billing of recharging, users support, including without limitation the finding, navigation and booking of available charging stations, and in general the provision of services such as EV fleet management and the offering of such services to EV-users, and any incidental service;
- (l) The production and distribution/sale of electricity from photovoltaics;
- (m) Any activity relevant to the above.

2. To achieve its purpose, the Company may:

- a) participate in other businesses or companies or joint ventures or entities of any legal form, Greek or foreign, with the same or similar purpose, or acquire control, in whole or in part, over said entities' assets and liabilities, or form any business structure provided for by the applicable legislation as in force from time to time;
- b) cooperate with any natural person or legal entity in any way;
- c) establish branches, agencies, or offices anywhere in Greece or abroad;

- d) represent any company, domestic or foreign, with similar or related object;
- e) provide guarantees to third parties to secure the obligations of the companies in or with which the Company participates or cooperates, or in favor of any third party.

ARTICLE 3

Registered Office

1. The registered office of the Company is established in the Municipality of Amaroussion, Prefecture of Attica, Greece.
2. By decision of its Board of Directors (the "Board of Directors"), the Company may establish branches, agencies, or other offices anywhere in Greece or abroad. Every decision shall set in detail the terms of operation, administration, and management of said branches, agencies, and offices.

ARTICLE 4

Duration

The duration of the Company shall commence from the registration of these articles of association (the "Articles of Association") with the Sociétés Anonymes registry by the competent supervisory authority, and shall end on the 31st of December in the year 2050.

ARTICLE 5

Share Capital

The share capital of the Company amounts to Euro three million six hundred twenty thousand seven hundred seventy-one (€3,620,771), divided into three million six hundred twenty thousand seven hundred seventy-one (3,620,771) registered shares, with a nominal value of Euro one (€1) each.

ARTICLE 6

Shares - Book of Shareholders

1. The Company shares are registered shares transferable pursuant to the applicable provisions as in force from time to time.

2. The Company may, at its discretion, opt to not issue share certificates, provided its shares are not listed on a regulated market. In this case, the capacity of shareholder shall be established by the fact of their registration in the book of Shareholders. If no such registration exists, the shareholder's capacity may also be established by other documents produced by the Shareholder that, at the Company's absolute discretion, prove such capacity.

3. The Company may, at its discretion, issue and deliver share certificates to the shareholders. Said certificates may represent one or more shares and shall be signed by the Chair of the Board of Directors and by one Director appointed to this end by the Board.

4. The Company shall keep a book of shareholders. In this book are entered the full name or corporate name and the address or registered office, profession, and nationality of each shareholder, as well as the number and class of shares held by each shareholder. A shareholder, vis-a-vis the Company, shall be the person registered in the book.

5. Provided the Company considers that the necessary technical specifications are fulfilled, the book of shareholders may be kept electronically.

ARTICLE 7

Powers of the General Meeting

The General Meeting is vested with all the powers and rights provided by Law 4548/2018.

ARTICLE 8

Deliberations and decision-making process of the General Meeting

1. The General Meeting shall be provisionally chaired by the Chair of the Board of Directors, who shall appoint a Secretary and teller of the Meeting. After establishing the identity of the Shareholders with voting rights attending in person or by proxy, and their respective number of votes, the final Chair and Secretary and teller of the General Meeting are elected.

2. Except as otherwise provided by law, the final chairing committee of the General Meeting shall be elected by acclamation, whereupon any further voting shall be conducted by acclamation, ballots, roll call or in any other manner the General Meeting's chairing committee deems suitable at its absolute discretion.

3. By decision of the Board of Directors convening the General Meeting, and provided the Company shares are not listed, the General Meeting may also convene by teleconference, in a manner enabling shareholders to participate remotely to the General Meeting via

audiovisual or other electronic means, without physical presence at the venue of the meeting. The Board of Directors convening the General Meeting may also, at its discretion, permit the conduct of remote voting, by mail or by electronic means, prior to the General Meeting. The Board of Directors shall, by the same decision, set the details for the implementation of the foregoing in full compliance with the applicable provisions, and shall take sufficient steps to ensure compliance with the provisions of Article 126 par. 3 of Law 4548/2018.

ARTICLE 9

Convocation and Notice of General Meeting

1. The General Meeting of Shareholders is convened by the Board of Directors and is ordinarily held at the company's registered office at least once every financial year and always within the tenth (10th) calendar day of the ninth month following the end of the financial year (Ordinary General Meeting). The General Meeting may extraordinarily convene whenever the Board of Directors deems suitable or necessary (Extraordinary General Meeting).
2. The General Meeting amending the Articles of Association or adopting decisions requiring increased quorum and majority (Constituent General Meeting) may convene ordinarily or extraordinarily.
3. With the exception of adjourned meetings, Notice of the General Meeting must be given at least twenty (20) full days prior to the date fixed for such meeting. It is stipulated that, for the purpose of calculating the foregoing time limit, non-working days shall be considered. The date of publication of the Notice of General Meeting and the date of the meeting shall not be considered.
4. The Notice of General Meeting shall include at least the exact address, the date and time, the precise agenda of the meeting, the shareholders with participation right, and precise instructions about how the shareholders can participate and exercise their rights in the meeting, in person or by proxy.
5. The Notice of General Meeting is published upon its registration in the company's Record in the General Commercial Registry (G.E.MI.). The Notice of Meeting shall not be mandatory when the Meeting is attended, in person or by proxy, by Shareholders representing the totality of the share capital, and when no shareholders object to the convocation of the Meeting or to the taking of decisions (universal general meeting).
6. Ten (10) days prior to the ordinary General Meeting, the Company makes available to the shareholders the annual financial statements and the Board of Directors' and auditors'

respective reports. If it maintains a website, the Company fulfills the foregoing obligation by uploading the relevant information online.

ARTICLE 10

Board of Directors' Composition and Term of Office

1. The Company is administered by a Board of Directors consisting of minimum three (3) to maximum fifteen (15) members. The General Meeting may, when it considers appropriate, elect substitute members, up to the number of ordinary members.
2. The members of the Board of Directors are elected by the General Meeting for a five-year term.
3. The members of the Board of Directors may also be legal persons.

ARTICLE 11

Powers of the Board of Directors

The Board of Directors may delegate in whole or in part its powers of management and representation, apart from those that by law require collective action, to one or more persons that may, but need not be, members of the board, acting jointly or separately.

ARTICLE 12

Establishment of the Board of Directors

1. Immediately after its election, the Board of Directors convenes and is established as a body, electing its Chair.
2. The Board of Directors may elect one or more Vice Chairs or/and one or more Managing Directors of the Company exclusively out of its Members, determining at the same time their responsibilities.
3. The Chair of the Board of Directors heads the meetings of the Board of Directors. In case of the Chair's absence or inability to act, the Vice-Chair -or, if the latter is impeded from acting or if there is no Vice-Chair, another director appointed to this end by decision of the Board of Directors- shall stand in for the Chair with the same powers and responsibilities.

ARTICLE 13

Filling of vacancies on the Board of Directors

If any vacancy arises on the Board of Directors or any reason, then:

- (a) The substitute member(s), if any, shall fill in the vacancy(-ies), in the order of their election;
- (b) In case of lack of substitutes, the Board of Directors may either carry on with the administration and representation of the Company without filling in the vacancies, provided the number of the remaining directors is more than half of the initial number of directors before the occurrence of the vacancy(-ies), and in any case, not less than three (3); or, provided the remaining directors are at least three, elect one or more substitutes to fill in the vacancy(-ies) for the remainder of the substituted director(s)' term of office. Said election shall be announced at the immediately subsequent ordinary or extraordinary General Meeting. The selection between the two options under the above par. (b) is made by the Board of Directors at its absolute discretion;
- (c) In any case, the remaining members of the Board of Directors, regardless of their number, may convene a General Meeting with the exclusive purpose of electing a new Board of Directors.

ARTICLE 14

Meeting of the Board of Directors

The Board of Directors may also convene by teleconference.

ARTICLE 15

Minutes of the Board of Directors and the General Meeting

1. The keeping and signing of minutes by all the members of the Board of Directors or their proxies shall be equal to a resolution adopted by the Board of Directors, even if no previous meeting is held (written resolutions signed "by circulation"). Likewise, the keeping and signing of General Meeting minutes by all the Shareholders or their proxies shall be equal to a resolution adopted by the General Meeting, even if no previous meeting is held (written resolutions signed "by circulation").
2. Copies and extracts of the Board of Directors and General Meeting minutes shall be ratified by the Chair or any other Member or the Secretary of the Board of Directors, without any other ratification required. The Board of Directors may, by special resolution, authorize non-members to issue copies and extracts of the Board of Directors' and General Meeting's minutes.

ARTICLE 16

Distribution of profits

The distribution of profits shall be governed by the provisions of Law 4548/ 2018.

ARTICLE 17

Financial Year

1. The term of the Company's financial year is set to twelve (12) months, starting from January 1st and ending on December 31st of each year.
2. Exceptionally, the first financial year begins with the incorporation of the Company and ends on December 31st, 2023.

ARTICLE 18

Interpretation

1. The headings and titles of these Articles of Association are for convenience only and do not affect the interpretation of these presents.
2. References to provisions of law must be construed as referring to said provisions as in force from time to time and to any successor provisions.
3. For any matters not expressly regulated by these Articles of Association, the relevant provisions of Law 4548/2018 shall apply.

ARTICLE 19

Formation and Subscription of Share Capital

The share capital of the Company, which is set in article 5 of the Articles of Association at Euro three million six hundred twenty thousand seven hundred seventy-one (€3,620,771), and is divided into three million six hundred twenty thousand seven hundred seventy-one (3,620,771) registered shares, with a nominal value of Euro one (€1) each, is formed as a result of the common demerger of the company under the corporate name "LAMDA OLYMPIA VILLAGE Single-Member Société Anonyme for Real Estate Development and Management" and with distinctive title "L.O.V. S.M.S.A." (hereinafter the "Demerged Company") as provided for in the Draft Demerger Agreement dated 28.07.2023, which was registered on

01.08.2023 at the Demerged Company's details with the General Commercial Register (hereinafter the "**Demerger**"). The net value of the assets transferred to the Company by virtue of the Demerger, according to the transformation balance sheet of the Demerged Company dated 31.12.2022 and the valuation report on the assets and liabilities of the Demerged Company dated 19.07.2023 prepared by the audit firm KPMG, amounts to Euro forty-five million one hundred ninety-six thousand two hundred ninety-eight (€45,196,298). From the above amount, the amount of Euro three million six hundred twenty thousand seven hundred seventy-one (€3,620,771) will constitute the share capital of the Company and the remaining amount of Euro forty one million five hundred seventy five thousand five hundred twenty-seven (€41,575,527), deriving from the Equity accounts of the Demerged Company (from ordinary reserve, special reserves and /or retained earnings of the Demerged Company) in accordance with the transformation balance sheet of the Demerged Company and the aforementioned valuation report, will be placed to a transformation reserve in Equity according to the applicable tax legislation and the applicable IFRS treatment for financial statements' preparation purposes.

Therefore, the Company's share capital shall be subscribed in full by means of a contribution by the Demerged Company, as a result of the Demerger.

Following the Demerger, new share certificates will be issued by the Company which is hereunder incorporated that will correspond to the aforementioned share capital and which will be received in their entirety, in accordance with article 55 par. 4 of L. 4601/2019, by the sole shareholder of the above Demerged Company, namely the company under the corporate name "LAMDA Development – Société Anonyme Holding and Real Estate Development" and with distinctive title "LAMDA DEVELOPMENT S.A.", having its registered offices in the Municipality of Marousi, Attica, at 37A, Kifissias Avenue (inside Golden Hall), with General Commercial Register Number 003379701000.

ARTICLE 20

Composition of the first Board of Directors

The first Board of Directors shall consist of the following persons:

1. Melina – Sotiria Paizi, daughter of Georgios and Tarsia, resident of Maroussi, Attica, at 37A, Kifissias Avenue, holder of an identity card under number AM 140342, issued by the Police Department of Vouliagmeni on 02.06.2016 (tax registration number 074350291, Tax Office of Glyfada), as **Chairman of the Board of Directors and Managing Director**,

2. Theodoros Gavriilidis, son of Alexandros and Aikaterini, resident of Maroussi, Attica, at 37A Kifissias Avenue, holder of an identity card under number AB043218, issued by the Police Department of Psychiko on 03.02.2006 (tax registration number 047792641, Tax Office of Psychiko), as **Vice-President**,

3. Charalampos Gkoritsas, son of Christos and Alexandra, resident of Maroussi, Attica, at 37A Kifissias Avenue, holder of an identity card under number AE 109453, issued by the Police Department of Agia Paraskevi on 02.03.2007 (tax registration number 074641008, Tax Office of Cholargos), as **Member**,

4. Georgios Vingopoulos, son of Dimitrios and Thaleia, resident of Maroussi, Attica, at 37A Kifissias Avenue, holder of an identity card under number X092806, issued by the Police Department of Glyfada on 26.04.2002 (tax registration number 131212893, Tax Office of Glyfada), as **Member**,

5. Eirini Tsaousi, daughter of Abraham and Athanasia, resident of Maroussi, Attica, at 37A Kifissias Avenue, holder of an identity card under number AI 024151, issued by the Police Department of Syntagma on 31.07.2009 (tax registration number 062040076, Tax Office of Psychiko), as **Member**.

The term of office of the first Board of Directors is set until the first Ordinary General Meeting of the Company's shareholder, and the first Board of Directors will be convened by Mrs. Melina – Sotiria Paizi, Chairman of the Board of Directors, and Managing Director, for its constitution into body and the granting of authorizations.

ARTICLE 21

Auditors for the First Financial Year

«PRICEWATERHOUSECOOPERS S.A.» with ACCA Reg. No. 113, having its registered seat in Chalandri, at 260, Kifissias Avenue, is appointed as audit firm for the first financial year, and, in particular, Mr. Leptos Bourtzi Socrates, son of Alexandros (ACCA Reg. No. 41541), is appointed as Regular Auditor-Accountant, and Mr. Sourbis Dimitrios, son of Andreas (ACCA Reg. No. 16891) is appointed as Alternate Auditor-Accountant.

ARTICLE 22

Actions at the incorporation stage

Persons who have acted in the name of the Company to be established shall be liable for such acts without limitation and severally. However, the Company is solely responsible for these

actions that took place expressly in the name of the Company during the incorporation period, in the event that within three (3) months from the acquisition of its legal personality, the Company undertakes the obligations deriving from such actions.