

**ANNUAL PROCEEDINGS REPORT
BY THE AUDIT COMMITTEE OF THE COMPANY EKTER S.A.
FOR THE FISCAL YEAR 2020**

1. REGULATORY OPERATION FRAMEWORK FOR THE AUDIT COMMITTEE

The operation framework for the Company's Audit Committee is governed by:

- (a) the provisions of Law 4706/2020 (Articles 1-24) on corporate governance, as applicable,
- (b) the provisions of Law 4449/2017 (Article 44) on the mandatory audit of annual and consolidated financial statements and on the public supervision of the auditing work, as modified with Article 74 of Law 4706/2020 and as applicable,
- (c) the relevant Capital Market Commission's guidelines,
- (d) the provisions of the Company's Internal Operation Regulation (Article on the Internal Audit Committee) and, finally,
- (e) the Company's Operation Regulation (1st revision), approved with the Audit Committee's decision dated 21.09.2020.

2. AUDIT COMMITTEE TYPE - COMPOSITION – TERM OF OFFICE

2.1. The Company's Audit Committee is a Board of Directors Committee (composed by its non-executive members).

2.2. During the fiscal year 2020, the Audit Committee's composition was as follows:

- Georgios Pliatsikas, Board of Directors independent Non-Executive Member and Chairman of the Audit Committee.
- Androniki Ioannidou, Board of Directors Non-Executive Member and Member of the Audit Committee.
- Aristidis Papadopoulos, Board of Directors independent Non-Executive Member and Member of the Audit Committee.

The Committee's members as a whole possess skills relevant to the sectors in which the Company is involved, as well as on issues involving accounting, financial, auditing, audit committee operation, internal audit and financial management; at least one of its members, who is an independent non-executive member, possesses adequate knowledge and experience on auditing or accounting.

2.3. Already, following a relevant discussion made by the General Assembly of shareholders dated 26.02.2021 in terms of the Audit Committee's type, composition and term of office, as well as a relevant decision made by the Board of Directors on the same date, the current composition of the Audit Committee as of 26.02.2021, is as follows:

- Georgios Pliatsikas, Board of Directors independent Non-Executive Member and Chairman of the Audit Committee.
- Androniki Ioannidou, Board of Directors Non-Executive Member and Member of the Audit Committee.
- Vassiliki Krokou, Board of Directors independent Non-Executive Member and Member of the Audit Committee.

Detailed CVs for the Committee members are posted on the Company's website, in section "ΔΙΟΙΚΗΤΙΚΟ ΣΥΜΒΟΥΛΙΟ" (BOARD OF DIRECTORS) (<http://www.ekter.gr>).

The Committee's term of office matches the Board of Directors term of office and expires on 26.02.2026.

3. AUDIT COMMITTEE ROLE - AUTHORITIES

The Audit Committee's role is to ensure that the shareholders' interests are duly protected in terms of the financial information and the internal audit & risk management systems, without changing the Board of Directors overall responsibility and authorities on the way in which the Company addresses risk management and the internal audit system.

The Company reports to the Board of Directors during the execution of its work and submits recommendations to the Board of Directors. A full description of the Committee's authorities is included in its Regulation Operation, the first revision of which was approved with a decision by the Audit Committee dated 21.09.2020.

The approved Committee's Operation Regulation is available on the Company's website (<http://www.ekter.gr>).

4. THE AUDIT COMMITTEE WORK IN THE FISCAL YEAR 2020

The Committee met at the Company's headquarters fourteen (14) times in the fiscal year 2020, in compliance with all the safety measures imposed due to the pandemic; minutes of meetings were kept and signed by the participants during all of the meetings.

In order to ensure the Company's independence, the meetings took place without the presence of other top management executives, except in cases where their presence was deemed necessary. All Committee members participated in all the meetings and all Committee decisions were taken unanimously.

While carrying out its work, the Committee has uninterrupted and full access to all the necessary information, while the Company provided it with the necessary infrastructure and spaces for the effective execution of its duties.

The Committee's work during the fiscal year 2020 is briefly listed below:

A. In terms of financial information

The Audit Committee was informed by the Financial Director on the Company's financial statements, both at a consolidated and Company scale, which were prepared according to the IFRS (International Financial Reporting Standards) for the fiscal year ending on December 31st, 2019, and were approved by the General Assembly for the year 2020. Moreover, the Committee was briefed on the accounting principles applied by the Company regarding the preparation of these financial statements, which were no different than the ones adopted by the Company during the previous fiscal year (2018) beyond the changes identified in the financial statements, as well as on the main issues in which the Financial Directorate became involved during the preparation of these statements.

Similarly, the Committee was briefed on the Company's interim financial statements for the period 01.01.2020-30.06.2020.

Meeting were also held about these issues and the main audit issues, both with the external auditor (auditing company AUDIT OPINION CERTIFIED PUBLIC ACCOUNTANTS LLC) and the Company's management; the content of the Company's and the overall Group's financial statements (annual and semi-annual) was assessed, in terms of their accuracy, completeness and consistency.

The Committee examined the most important issues and risks that could affect the financial information procedure, such as those mentioned in the independent certified public accountant's Report, and it briefed the Board of Directors on the result of the mandatory audit. It was not deemed necessary to submit additional proposals/ actions.

It was ascertained that the Company's financial statements were compliant with their mandatory content and framework of preparation, as prescribed by law. Moreover, it was ascertained that they fulfilled the rules for their publication, as well as the possibility for direct, unhindered and uninterrupted access to them.

The Audit Committee submitted the above financial statements to the Board of Directors, recommending their approval.

B. In terms of external audit monitoring

During 2020, the Committee recommended to the Board of Directors to re-appoint the company AUDIT OPINION CERTIFIED PUBLIC ACCOUNTANTS LLC as the Company's External Auditor, in order to check the financial statements, both the Company's and consolidated ones, for the fiscal year 2020.

Based on the Supplementary Report submitted to the Audit Committee, there were no substantial errors that should have been corrected by the Company's Management. In addition, no cases of identified or potential fraud were detected during the audit of the Company's financial statements. Finally, the mandatory audit did not identify any issues involving the Company's non-conformity with laws and regulations.

It is noted that the auditing company -as it is also concluded from its statement to that effect- did not provide the Company and its subsidiaries with other services besides auditing, which are prohibited by Article 5 of the European Union's Regulation (EU) No 537/2014, or other allowed services besides auditing.

C. In terms of internal audit monitoring

The Committee, in order to monitor the Internal Audit Unit's activity, role and efficiency, held regular (per trimester) meetings with the Internal Auditor.

The issues discussed mainly involved the Company's legitimate operation, the prevention and management of risks related to its operation, the possibility to promptly take corrective action in order to prevent or contain actions that may put the Company's operation at risk, the most important findings of Internal Audits, as well as the Management's view of these findings and ensuring the independence of Internal Audit.

The Committee confirmed that, during the execution of its duties, the Internal Auditor had access to any Company service and records, and was provided with all the requested information and, in general, any means facilitating its work.

Furthermore, the Committee checked the annual audit program, its progress and the Internal Audit reports, and did not consider it necessary to submit proposals for the application of corrective action.

D. Other Issues

- The Committee checked the reports on the major transactions involving shares, which were carried out by the connected persons concerning listed securities, and it briefed the Board of Directors accordingly.

- The Committee, throughout the fiscal year, closely monitored and assessed the impact of the COVID-19 pandemic on the Company's smooth operation and performance which, as it turned out, were not particularly affected. Specifically, the Company and the Group were not significantly affected by the COVID-19 pandemic, given that they did not suspend their production process, while the administrative services operated as dictated by the circumstances, applying modern methods of service provision, such as telework. The impact of the delays on the supply of materials and services at the Company sites was not significant and, in any case, manageable.

- Moreover, the Committee approved the 1st revision of its Operation Regulation, which regulates issues concerning the Audit Committee's composition, responsibilities, as well its members' duties and obligations, pursuant to the provisions of Law 4706/2020 (Articles 1-24) on corporate governance, as applicable, of Law 4449/2017 (Article 44) on the mandatory audit of annual and consolidated financial statements and on the public supervision of the auditing work, as modified with Article 74 of Law 4706/2020 and as applicable and, finally, the provisions of the Company's Internal Operation Regulation (Article on the Internal Audit Committee).

Athens, April 28th, 2021

The Audit Committee

Georgios Pliatskias
Chairman

Androniki Ioannidou
Member

Vassiliki Krokou
Member