



CORPORATE GOVERNANCE STATEMENT

(Fiscal Year 2023)

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1. INTRODUCTION

“Cepal Hellas Financial Services Single Member Société Anonyme Servicing of Receivables from Loans and Credits” (hereinafter “**Cepal Hellas**” or the “**Company**”), is a Greek financial institution, which has been licensed by the είναι Bank of Greece to operate as a credit servicer according to the provisions of Law 5072/2023. Sole shareholder of Cepal Hellas is “Cepal Services and Holdings Société Anonyme” (hereinafter “**Cepal Holdings**” or the “**Shareholder**”).

The Company applies the principles of Corporate Governance, in accordance with current legislation, with the aim of improving its operation and competitiveness and adheres to the present Governance Statement applying best practices of corporate governance.

Furthermore, Cepal Hellas has voluntarily decided to implement the Hellenic Corporate Governance Code, which was issued in June 2021 by the Hellenic Corporate Governance Council (HCGC) to replace the one issued by the HCGC in 2013 (the “**Code**”).

2. CODE AND PRACTICES OF CORPORATE GOVERNANCE

2.1 Corporate Governance Code

The legislative framework of corporate governance in Greece includes Law 4706/2020 (Corporate Governance Law), the decisions of the Capital Markets Commission, certain provisions of Law 4548/2018 on limited companies and principles, best practices, and self-regulation recommendations, which are included in the Hellenic Corporate Governance Code.

The Code establishes principles beyond the mandatory framework of Corporate Governance legislation and deals with those matters that either a) are not regulated by law, or b) are regulated, but the current framework allows a choice or deviation, or c) are regulated according to their minimum content. In these cases, the Code either complements the mandatory provisions, or introduces stricter principles, drawing experience from European and international best practices.

The Code follows the "Comply or Explain" approach and therefore requires companies that choose to apply it either to comply with all its provisions, or to explain the reasons for their non-compliance with its specific practices. This Statement includes references with regard to the deviations of the Company from the specific practices of the Code, as well as specific justification for such deviation.

2.2 Code of Conduct and Ethics

Cepal Hellas maintains a Code of Conduct and Ethics since the beginning of its operation. The Code was updated in June 2023. The fundamental values adopted and followed by the Company are as follows:

Integrity

“We follow a strict ethical code, we demand from ourselves the highest standards of transparency and confidentiality.”



Responsibility

“We feel the responsibility towards those who do business with us. We comply with the legal and regulatory framework and seek to be a factor in the recovery of the economy.”

Cooperation

“We develop honest and consistent relationships with everyone we come into contact with respect to our people, customers and partners.”

Effectiveness

“We achieve our goals by constantly improving the way we work. We invest in technology and look for innovative solutions.”

2.3 Major events of the year 2023

In addition to updating the Code of Conduct and Ethics, in 2023 the Company completed the review of the policies and procedures of the Information Security Management System, which had already begun the previous year. This review formed the basis for achieving the goal set for the year 2023, which was to receive the ISO 27001:2013 certification for Information Security Management Systems, the most internationally recognized Information Security standard, from the competent certification body, TÜV HELLAS (TÜV NORD).

Also, during 2023, the Company established a system for submitting and monitoring reports (Whistleblowing Management System), in accordance with the provisions of Law 4990/2022 on the protection of persons violating EU law and the incorporation of Directive (EU) 2019/1937. In this context, the revised Whistleblowing Policy (v.2) was approved, as well as the corresponding Whistleblowing Incidents Management Procedure, while at the same time a Whistleblowing Committee was established, the operation of a corresponding reporting system began and a Whistleblowing Oversight Officer (WOO) was appointed, who reports to the Head of the Non-Financial Risk Unit but also has direct access to the Board of Directors.

The ESG & Borrowers Committee was established at the level of the Board of Directors, whose main objective is to monitor the wider ESG strategy of the Company, as well as its relationship with the Borrowers. Through the Commission and the creation of a special Borrower Conduct Unit, the Company monitors, evaluates and examines the satisfaction of Borrowers and identifies actions that can improve its behavior and the fair treatment of Borrowers who do business with it.

Furthermore, the Company made significant changes to its organizational chart, the main ones being the following:

1. Following the addition of a new Head of Regulatory Compliance and AML Officer to the Company's workforce, Regulatory Compliance as a critical function, was separated from the Non-Financial Risk function and now reports directly to the Chairman of the Board of Directors



2. A Strategy & Finance function was created, reporting to the CEO, which includes the following units:
 - i. Financial Strategy (which includes Accounting and Financial Planning)
 - ii. Business Strategy & Portfolio Management
 - iii. Transaction Support & Onboarding
 - iv. SLA Management
 - v. Business Modelling, Underwriting and Securitizations Monitoring (BMUS) (new unit)
3. A special ESG department was created under the Human Resources Unit, in order to implement and monitor all ESG actions of the Company.
4. A new unit called Borrower Conduct was created, under the Operations Function, which has responsibility for all matters of communication with borrowers at all levels, and includes the following departments:
 - i. Quality Assurance
 - ii. Complaints Management
 - iii. Conduct Policies

It is noted that the **Quality Assurance** Department has been operating in the Company since its inception and is responsible for developing a set of activities designed to ensure that the services offered by the Company meet specific quality standards. It involves monitoring and improving various aspects of the service delivery process to ensure consistent and reliable results. Accordingly, the **Complaints** Department was already operating in the Company and had the authority to manage borrowers' complaints in accordance with the applicable law provisions and is now under the Borrower Conduct Unit.

Following the above changes in the organizational chart, as well as the establishment of a new structure in the Committees that operate both at Cepal Hellas and at the Shareholder's level, the updated Organisation & Management Structure Policy v.4 was approved by the Board of Directors in December 2023. The Organisation and Management Structure Policy v.4 was included as part of the Company's Internal Regulation of Operation which was approved by the Board of Directors on 28.03.2024 and was submitted to the Bank of Greece in the frame of the relicensing process.

Finally, the General Meeting of the Shareholder by its decision on 15.12.2023 elected the Chief Executive Officer of the Company as new member of the Board of Directors.

2.4 Goals for the year 2024

New legislative regime applies to credit servicers from December 2023. Greek Law 5072/2023 was issued in compliance with the EU Directive 2021/2167, which introduces new obligations for credit servicers, regulates issues related to secondary market and implements new provisions for the licensing and supervision of servicers. Furthermore, the Bank of Greece issued Executive Committee Act 225/30.01.2024, which replaces part of the previously issued Act 118/19.05.2019 and provides for the terms and conditions for granting the operating license to credit servicers of Law 5072/ 2023. According to the new legislative framework, all credit servicers will have to follow a relicensing process and are required to submit updated



legalization documents to the Bank of Greece by 31.03.2023, based on which the Bank of Greece will confirm or withdraw the license until 30.06.2024.

In this context, the Company has timely submitted the relicensing file to the Bank of Greece and is reassessing the principles of corporate governance and making corrective changes where necessary.

3. INTERNAL CONTROL SYSTEM (ICS)

The Internal Control System (ICS) includes all the policies, procedures, duties, behaviors and other elements that characterize the Company, which are implemented by the Board of Directors, the Management and the rest of its human resources and aim to ensure the following main objectives:

- The consistent implementation of the business strategy with effective use of available resources
- The recognition and treatment of all kinds of risks undertaken, including operational risk
- Ensuring the completeness and reliability of the data and information required for the accurate and timely determination of the Company's financial situation and the production of reliable financial statements
- Compliance with applicable laws and regulations, including the Company's internal Policies and Procedures
- The prevention and avoidance of wrong actions and irregularities that could endanger the reputation and interests of the Company, its shareholders and those dealing with it.

The functions which support, monitor and provide assurance of the Internal Control System and risk management, which are critical functions according to the provisions of Act 225/30.01.2024, are the following:

1. Internal Audit
2. Non-Financial Risk under which the following sub-units fall:
 - i. Operational Risk Management
 - ii. Personal Data Protection
 - iii. Information Security and
 - iv. Whistleblowing; and
3. Regulatory Compliance and Anti-money Laundering.

Already in 2020, an Audit Committee of the Board of Directors was established and operates, which assists the work of the Board of Directors of Cepal Hellas in achieving its goals, in terms of:

- a) ensuring the integrity of the process of issuing complete, reliable, accurate and timely Financial Statements that reflect the Company's financial situation



b) ensuring the independent, objective, and effective performance of internal and external audits

c) ensuring and overseeing the development and implementation of an adequate and effective Internal Control System

d) ensuring and supervising the Company's compliance with the institutional, regulatory, and legal framework

e) the supervision of the efficiency and performance of the Internal Audit Unit.

The Board of Directors of Cepal Hellas undertakes to review on an annual basis the corporate strategy and the main business risks, as well as the operation of the control system.

3.1 Internal Audit

The **Internal Audit** Function, in accordance with the definition of the Institute of Internal Auditors and Act of BoG 2577/2006, is an independent, objective assurance and consulting activity. Using a systematic and disciplined approach, it helps improve the effectiveness of risk management, control and governance processes. The Company's Board of Directors ensures the independence of the Internal Audit and is responsible for resolving any issues related to this independence.

Consequently, the **Internal Audit** refrains from any executive and operational responsibility or authority for any of the audited activities, it reports functionally to the Board of Directors and administratively to the Executive Chairman, after determining the appropriate requirements that will ensure the independence of the Unit, while it has a separate annual budget. To ensure this independence, the Internal Audit refers to matters of competence and forwards the audit reports directly to the Audit Committee.

3.2 Risk Management

Operational Risk Management, which is part of the Non-Financial Risk Function, assists Management in the formulation of an Operational Risk Management Framework and its effective implementation and operation at the company level, as well as its re-evaluation and upgrading on a continuous basis. In addition, it is responsible for the continuous monitoring of the Company's operational risk profile and the evaluation of proposals to mitigate the risks.

The operational risk governance organizational structure follows the international practice of three lines of defense for risk response and management, which consists of the First Line of Defense, i.e. the Company's operational Units, the Second Line of Defense, i.e. the Non-Financial Risk Management Unit (NFR) and finally the Third Line of Defense, i.e. the Company's Internal Audit Unit, which is independent both organizationally and operationally from the other two lines of defense (see above).

The **Operational Risk & Internal Controls Committee**, which is a corporate committee functioning in the Company since 2020, meets regularly and deals, among others, with all operational risk issues that arise in the Company during the exercise of its activities.



3.3 Regulatory Compliance

The **Compliance Function** reports operationally and hierarchically to the Executive Chairman but is considered an independent unit as in cases of conflict of interest or a different perspective with the direct reporting line, it can also report directly to the Board of Directors through the Audit Committee. The head of the Unit is also the Anti-Money Laundering (AML) Officer, who, especially for these matters, reports directly and only to the Board of Directors.

4. SHAREHOLDER AND GENERAL MEETING

Cepal Hellas is a 100% subsidiary of the company with the name "Cepal Holdings and Services Company Limited" (hereinafter the "**Shareholder**" or "**Cepal Holdings**"). Cepal Holdings is the basic shareholder in other entities, which together with Cepal Hellas form the **Cepal Group**.

According to the Articles of Association, the General Assembly is the highest body of the Company, entitled to decide on any matter concerning the Company. In particular, the General Assembly is the only one competent to decide on specific matters defined either in the legislative framework or in article 15 of the Statute as reserved matters.

In addition to the decisions of the General Assembly, the Shareholder actively participates in the administration of Cepal Hellas by operating, at the level of the Shareholder's Board, the Remuneration and Strategic Planning Committees.

- The **Strategic Planning Committee** consists of at least three (3) members, of which one (1) is a non-executive member of the Board of Directors of Cepal Holdings and the remaining members are also members of the Board of Directors of Cepal Hellas. The responsibilities of the Strategic Planning Committee include the periodic monitoring of the implementation of the strategic plan of the Group and the Company and the submission of proposals for new projects, changes, improvements, and corrective actions to the respective Boards of Directors.
- The **Remuneration Committee** consists of at least three (3) members, who are non-executive members of the Board of Directors of Cepal Holdings and/or Cepal Hellas and it deals with matters of remuneration of the members of the Board of Directors of the Group companies, but also the members of the Management and the staff in general, having the responsibility of formulating and implementing the Rewards Policy (v.4.1) of the Company, as this was approved by the Board of Directors on 28.03.2024.

5. ORGANISATION CHART, BOARD OF DIRECTORS AND COMMITTEES

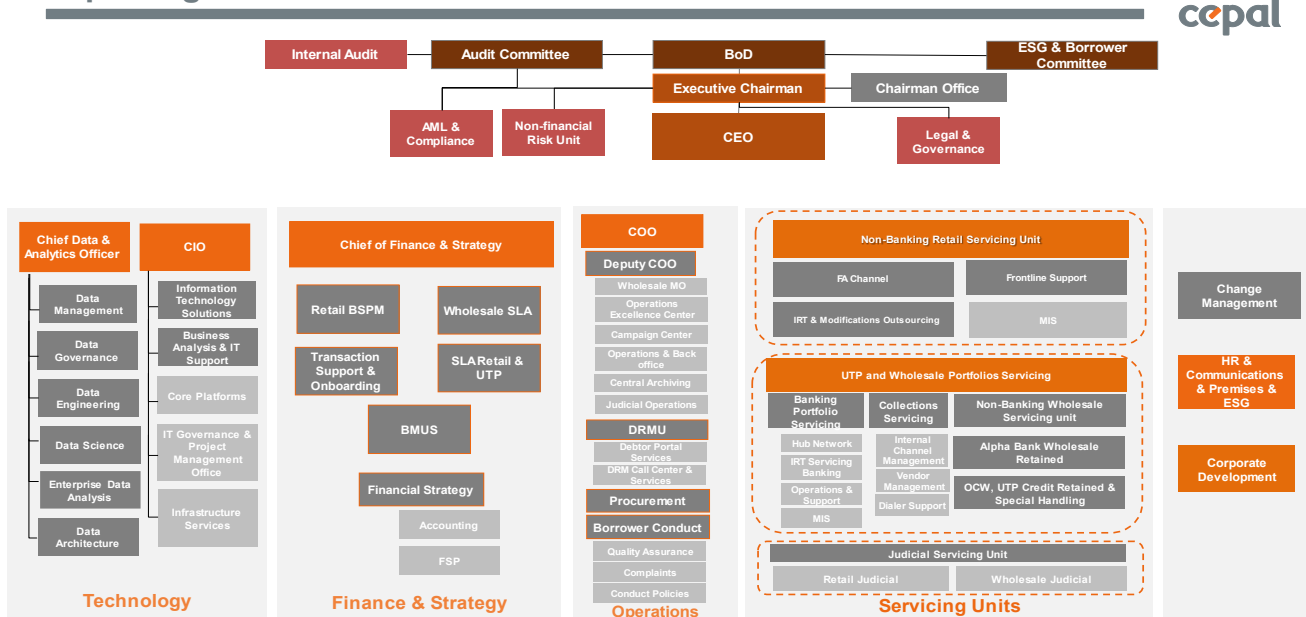
5.1 Organisation Chart

The organizational structure of the Company has been designed based on the following basic principles:

- Alignment with the needs of the main business sector in which the Company operates, i.e. credit management
- Optimum management of professional qualifications and skills of management members and employees
- Alignment with the applicable principles of the institutional framework that regulates and governs the operation of the Company
- Maintaining an adequate level of expertise
- Support cost synergies and reduction of overlaps
- Minimize hierarchical levels
- Strengthen decision-making responsibility
- Well-defined, transparent and consistent lines of responsibility, as well as efficient and detailed processes in order to increase flexibility
- Clear definition of the roles, responsibilities and limits of responsibility of each organizational function.
- Best Corporate Governance principles
- Effective Internal Control System

The organizational structure of the Company is shown in the organizational chart below:

Cepal Organizational Chart





5.2 Board of Directors

The role and responsibilities of the Board of Directors are clearly defined and documented both in the Company's articles of association and in the Organization & Management Structure Policy (v.4) approved by the Company's Board of Directors.

In accordance with the provisions of Law 4548/2018 and the Company's Articles of Association (art. 16), the Company is managed by a Board of Directors consisting of 3 to 9 members, who are elected by the General Assembly, which also determines the time of their tenure.

Pursuant to the decision of the General Assembly dated 20.7.2020, 4 members were elected to the Company's Board of Directors and their term of office was 4 years ending on July 20, 2024. According to the decision of the General Assembly dated 15.12.2023, Mr. Theodoros Athanasopoulos was elected as the 5th member of the Board of Directors, at which point the Board of Directors was reconstituted as a body and consists of the following members:

1. Artemios Theodoridis, Chairman, Executive Member
2. Theodore Athanasopoulos, Chief Executive Officer, Executive Member
3. Kenneth John Stannard, Non-executive Member
4. Miriam Ceribelli, Non-executive Member
5. Plutarchos Sakellaris, Non-executive Independent Member

Brief CVs of the members of the Board of Directors and the Secretary

Mr. Artemios Theodoridis son of Christos, Chairman and Executive Member of the Board of Directors, is a graduate of the Athens School of Economics and Commercial Sciences (Bachelor of Economics - 1981) as well as the University of Chicago, IL, USA (Master of Business Administration – 1983). He was a member of the Boards of Directors of Alpha Bank S.A. from 2005 to 2021, as well as Alpha Bank Albania SHA and ABC Factors Business Claims Agencies SA. (100% subsidiary of Alpha Bank Group). He also participated as Chairman in the Markets and Capital Coordinating Committee of the Hellenic Banks Association. He joined Cepal Hellas in 2020 and has since been elected as Chairman of the Board of Directors with executive responsibilities in both Cepal Hellas and Cepal Holdings.

Mr. Theodoros Athanasopoulos son of Ioannis, CEO and Executive Member of the Board of Directors is a graduate of the University of Piraeus where he received a degree in Finance and Banking Administration, while he holds a master's degree from the University of Piraeus with the title MSc in Science, Banking and Financial Management. He was a Director in the Wholesale NPL Management department at Alpha Bank S.A. from 2011 to 2014 and Acting General Manager in the Wholesale NPL Management department from 2014 to 2020, when he joined Cepal Hellas as CEO. He was elected as member of the Board of Directors of Cepal Hellas and Cepal Holdings in December 2023.

Mr. Kenneth John Stannard, Non-Executive Member of the Board of Directors, resides in Guilford, United Kingdom and for the past 20 years has served as CEO or General Manager in financial services companies. From 2012 to 2020 he was the CEO and member of the board of directors of Cabot Credit Management Group, which is one of the largest credit management



services companies in Europe. He is a member of the Board of Directors of Cepal Hellas and Cepal Holdings since 2021.

Ms. Miriam Ceribelli, Non-Executive Member of the Board of Directors, resides in London, United Kingdom and works as Principal of Structured Products at Davidson Kempner European Partners LLP, of which Airmed Finance DAC is a member, which participates in 80% of its share capital Cepal Holdings. She holds a Bsc, International Trade from the Università degli Studi di Bergamo (2010) and an Msc, International Business Economics from the University of Westminster (2012).

Mr. Plutarchos Sakellaris son of Constantinos, Non-Executive, Independent Member of the Board of Directors, has been a Professor at the Athens University of Economics and Business since 2002 in the fields of Macroeconomics, Banking, Risk and Derivatives Management and Financial Institutions Management. He holds a PhD in Economics from Yale University (1992). He is a Member of the Board of Directors, Chairman of the Remuneration and Nominations Committee and member of the Audit Committee of ElvalHalcor S.A. since 2021, while he was an independent member of the board of directors of the companies Titan S.A., Credit M S.A. and Hellas Capital Leasing. During the period 2008-2012 he was Vice-President and member of the Management Committee of the European Investment Bank. He has been elected as an Independent Non-Executive Member of the Board of Directors of Cepal Hellas since 2018 and as Chairman of the Audit Committee since its establishment in 2020.

The Secretary of the Board of Directors, Ms. Stella Kotziamanis of Aimiliou, is a graduate of the Law School of the Kapodistrian University of Athens (1999) and a member of the Athens Bar Association. She holds a master’s degree from Alba Graduate Business School with the title MSc in Business for Lawyers. She worked in the legal department of Bank of Cyprus (Greece) and Siemens S.A. and served as General Counsel and Head of Corporate Legal Department of BNP Paribas Personal Finance and Credit M S.A. She is General Counsel and Head of Legal & Governance of Cepal Hellas, as well as secretary of the boards of directors of the Cepal Group companies, since 2017.

The above members of the Board of Directors of Cepal Hellas participate in the following Board Committees either at the Company level or at the level of Cepal Holdings:

	Audit Committee (Cepal Hellas)	ESG & Borrower Committee (Cepal Hellas)	Strategic Planning Committee (Cepal Holdings)	Remuneration Committee (Cepal Holdings)
A. Theodoridis		✓	✓	
T. Athanasopoulos		✓	✓	
K. Stannard	✓	✓	✓	✓
M. Ceribelli	✓		✓	✓
Π. Sakellaris	✓			

The members of the Company's Board of Directors and of the above Boards Committees declared that apart from their activities related to their status and their position in the Company, they do not carry out other professional activities competitive to the Company.



The members of the Board of Directors may be granted compensation for each of their personal appearances at the meetings of the Board of Directors or the Committees, only if approved by the Ordinary General Assembly by special decision.

5.3 Composition and operation of the Board of Directors

The Board of Directors of the Company convenes at the headquarters of the Company and meets every quarter, on regular dates which are agreed at the last meeting of each year for the following year, as well as upon invitation by the Chairman in extraordinary meetings according to the needs of the Company. In addition, the Board of Directors may take decisions without holding a meeting, as long as minutes of these decisions are drawn up and signed by all the members of the Board of Directors or their representatives.

In 2023, the Board of Directors validly met on the following dates: 23 March 2023, 20 April 2023, 22 June 2023, 28 September 2023 and 14 December 2023, while it issued 20 Minutes of Resolutions. In all the meetings of 2023 there was a full quorum of the members of the Board of Directors.

5.4 Practice of assessing the suitability of the members of the Board of Directors

In the framework of assessing the suitability of the members of the Board of Directors which is carried out in accordance with article 6 par. 1 of Law 5072/2023 and the provisions of Act 225/30.01.2024, the members of the Board of Directors proceed to complete the Suitability Assessment Questionnaire for members of the Board of Directors and heads of critical functions of less important institutions of Annex II of Act 224/21.12.2023, through which their compliance with the existing regulatory framework and the fulfillment of their suitability and independence criteria is confirmed, while the details of the persons who may have close ties with the members of the Board of Directors are also declared.

Furthermore, in accordance with the practice applied by the Company, the Questionnaires are submitted to the Board of Directors, which in a special meeting proceeds with a discussion on the content of the Questionnaires judging the suitability of its members.

At the same time, the members of the Board of Directors complete and submit questionnaires in relation to the collective suitability of the Board of Directors, as well as the level of adequacy of its composition and its committees, which are also discussed and evaluated at a special meeting of the Board of Directors.

5.5 Committees of the Board of Directors

The Committees of the Board of Directors of Cepal Hellas are the Audit Committee and the ESG & Borrower Committee.

The **Audit Committee** consists of the three (3) non-executive members of the Board of Directors and its Chairman is the only independent non-executive member of the Board of Directors. The Audit Committee regularly meets every quarter, usually before the meeting of



the Board of Directors, so that at the following meeting of the Board of Directors, a relevant report of the work of the last meeting of the Committee is given by the Chairman of this Committee. The Audit Committee validly met in six (6) meetings during 2023.

The ESG & Borrowers Committee is responsible for monitoring, evaluating and reviewing policies related to ESG issues, but the approval of such Policies is the responsibility of the Board of Directors. Accordingly, the Board of Directors will be the body responsible for approving the Company's Annual ESG Report, while the ESG & Borrowers Committee is responsible for identifying and assessing potential ESG-related risks and opportunities and submitting to the Board of Directors issues regarding with ESG for approval where required. The ESG & Borrowers Committee validly met in one (1) meeting during 2023.

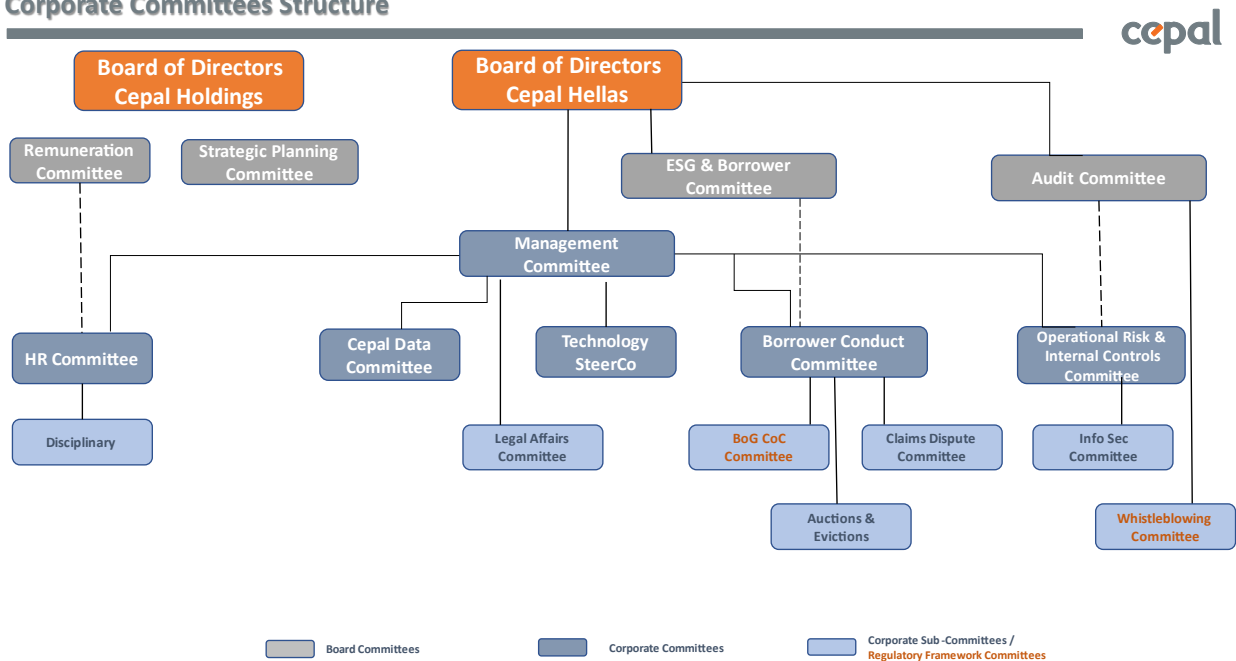
5.6 Corporate Committees

In order to deal with the complexity of the Company's operations within its organizational structure, in addition to the above Board Committees, the Company has set up Corporate Committees to which it can delegate responsibilities regarding the management of the Company, clearly specifying the tasks, the composition and their operating procedures.

Generally, the Committees operating in the Company and their reporting structure shows in the following table:

1.

Corporate Committees Structure



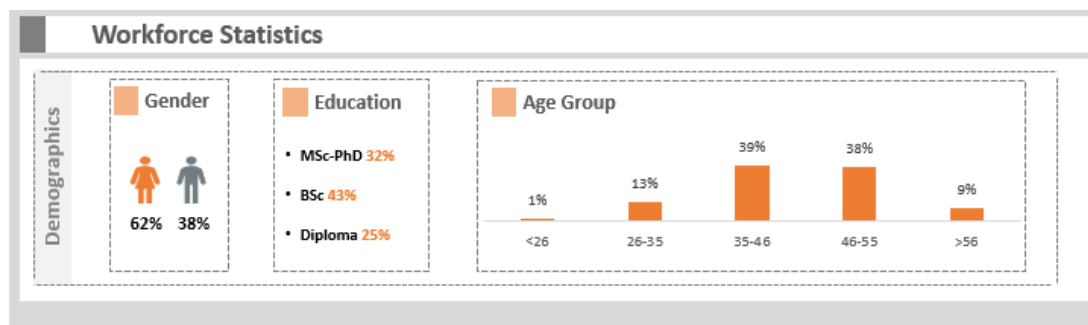
Each Committee operates based on its respective Charter, while the members of each are appointed by Act of the CEO.

6. DIVERSITY OF THE BOARD OF DIRECTORS AND HUMAN RESOURCES

As reflected in the Code of Conduct and Ethics and the other relevant policies, the Company provides equal opportunities to all employees and ensures that the evaluation of employees is done with objective criteria (such as academic knowledge, professional experience and efficiency).

Cepal Hellas is committed to ensuring equal opportunities for all its employees and candidates applying for employment with the Company. During any decision-making process, regarding the career path of either existing employees or prospective future partners, Cepal Hellas ensures equal treatment and opportunities for all work matters (such as recruitment, promotion, change of salary scale, benefits, etc.). Any discrimination based on race, gender, religion, age, nationality, social or national origin, disability, beliefs, sexual orientation or trade union affiliation is unacceptable. These principles are valid and applied starting from the selection and hiring of employees as well as throughout their cooperation with the Company. The only factors taken into account are each individual's experience, skills, qualifications and performance, i.e. characteristics that determine their ability to effectively complete assigned tasks.

On 31.12.2023, the Company's staff had the following distribution by gender, age and education.



Moreover, the diversity of the Board of Directors aims to cultivate a broad spectrum of demographic characteristics in the boardroom. The Board considers that it has adequate distribution of gender, knowledge and age, which reflects the diversity of the society served by the organisation. This reflection strengthens the social contract between the Company and its stakeholders, which, in turn, improves its strategic fit that the Company has with its environment.



7. REMUNERATION

7.1 Rewards Policy

The Rewards Policy, approved by the Remuneration Committee at the level of the Shareholder, provides the guidelines adopted by the Company for rewarding and compensating its employees. The purpose of the policy is:

- to establish the basic principles on the basis of which the Organization rewards and compensates its employees,
- monitoring and guaranteeing internal fairness between compensation for various roles in the Company,
- ensuring that remuneration is sufficient to retain and attract executives with the necessary skills and experience to help the Company achieve its business objectives;
- supporting a performance-based culture in line with the Company's values.

In accordance with the guidelines of the Bank of Greece, as provided for in Act 158/10.05.2019, Law 5072/2023 and Act 225/30.01.2024, the Rewards Policy is consistent with the objectives of the business strategy and the Company's risk management strategy, corporate culture and values, risk culture, including the long-term interests of the Company, and the measures used to avoid conflicts of interest and should not encourage excessive risk-taking. The Policy has incorporated the guidelines of the Bank of Greece, taking into account the Proportionality Principle regarding the Company's remuneration requirements, in terms of its scope as a Financial Institution.

7.2 Remuneration of the members of the Board of Directors for the year 2023

The Fees of the Members of the Board of Directors for their participation in the meetings of the Board of Directors or its Committees in the year 2023 amount to a total of **seventy thousand euros (€70,000)**, which corresponds exactly to the amount approved by the Ordinary General Assembly of 26.06.2023, which approved the Financial Statements of the management year 2022, as a provision for the fees of the members of the Board of Directors for the year 2023.

8. SUSTAINABILITY (ESG)

Following the establishment and commencement of work of the ESG & Borrowers Committee, the Company intends to submit the Sustainable Development Policy (ESG) to the Company's Board of Directors for approval within 2024.

Pursuant to its core values, Cepal Hellas is dedicated to promoting its Environmental, Social and Governance ("ESG initiatives") initiatives as well as creating a positive impact on its employees, society and the environment. It is a strategic decision of Cepal to create a sustainable development. In this context and under the umbrella of the ESG initiatives



framework, it has introduced and strengthened initiatives and programs that promote environmental sustainability, social responsibility and governance compliance.

More specifically in 2023 the Company proceeded to the following ESG initiatives:

Environment:

- Low emission company car policy implemented – All company cars are either electric or hybrid with minimal CO2 emissions;
- A "Flexy Work" model was introduced to reduce employee commuting and reduce CO2 emissions;
- Digitization of internal processes increased and the Company's use of paper was significantly reduced;
- Tree planting activities were organized, with the aim of planting 1,000 trees.

Social sector:

Employees:

- Invested in upskilling people – Launched an in-house LMS platform, offering access to over 1,000 self-paced online courses from highly recognized universities;
- Scholarships were introduced to support our people in furthering their education;
- Development opportunities were given to employees based on the principles of meritocracy and non-discrimination - implementation of a fair promotion system;
- Utilized internal transfers to fill recruitment vacancies, allowing employees to enhance their professional experiences;
- Implemented a Flexy Work model to improve work-life balance (1 day per week remote work or more based on the specific needs of the employee);
- Provision of free enhanced health and life insurance for employees;
- Introduced a nursery allowance for all our employees – supporting young families;
- Diversity and equality promoted: 62% of all company employees are women;
- Workers' rights were strengthened, including freedom of trade union activity and a collective labor agreement was signed with the workers;
- Measures were taken to further enhance the health and safety of workers at work.

Society:

- Voluntary Blood Donation program started – 135 bottles were given;
- Office furniture was donated and financial assistance was given to the Red Cross and other agencies.



This Corporate Governance Statement was approved by the Board of Directors at the meeting of 25th April 2024 and will be uploaded at the Company's internet site.

Nea Smyrni, 25 April 2024

The Chairman of the Board of Directors
Artemios Theodoridis