



Risk Management Committee Charter

December 2022

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INTRODUCTION

The Risk Management Committee (the "**Committee**") of the Board of Directors ("**Board**") of Attica Holdings S.A. (the "**Company**" and together with its wholly owned subsidiaries jointly as the "**Group**") assists the Board in matters relating to the management of the Company's business risks as well as in overseeing the implementation of the approved Risk Management Policy and Procedure.

PURPOSE

The Committee has been established by the Board in order to provide advice and support to the Board in its supervisory function with respect to the independent review, approval and monitoring of the effectiveness and efficiency of risk management.

To this end, the Committee assists the Board:

- In ensuring the overall effectiveness of risk governance and management, as well as the adequacy and effectiveness of the risk management policy and process,
- In understanding the nature of the Company's risks and the extent of its exposure to the risks it intends to assume in the context of its strategic objectives,
- In establishing a risk management culture as a key component of effective risk management, with the Board, and the chief executives to first set the tone, the example and the core values,
- In supervising the implementation of effective measures for the identification and mitigation of risks and the implementation of appropriate measures in relation to the defined strategy.

POWERS

The Committee:

- Submits proposals to the Board of Directors regarding the content of the Risk Management Policy and Procedure, as well as any amendments thereto when deemed necessary,
- Receives reports at least at semi-annual basis and additionally whenever necessary from the Risk Officer with regard to the operation of the Risk Management Framework,
- Recommends corrective measures to the Board of Directors to address risks, in case deviations from the desired extent are identified,

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- Monitors the adequacy and effectiveness of the Risk Management Framework,
 - Examines the Company's response to identified risks.

COMPOSITION AND TERM OF OFFICE

The composition and the term of office of the Committee are described below:

- The members of the Committee and the Chairman are appointed by the Board of Directors of the Company,
- The Committee consists of up to six (6) BoD members, from which up to two (2) can be executive BoD members,
- The Chairman of the Committee is a non-executive member of the Board,
- The members of the Committee must have knowledge, experience and skills relevant and proportionate to the nature of the tasks they are called upon to perform,
- The decisions of the Committee shall be taken by a majority of the members present and in no case in the absence of more than one of the non-Executive Members,
- The term of office of the Committee is proportional to the term of office of the Board,
- Participation in the Committee does not exclude the possibility of participation in other committees of the Board, provided that this does not affect the proper performance of the person's duties as a member of the Committee,
- In the event of a vacancy in the Committee, indicatively due to resignation, death or loss of membership, the Board shall appoint immediately a new member from among its existing members to replace the vacant position for the period until the expiry of his/her term of office.

MEETINGS

The Committee shall meet at least two (2) times a year and in special session whenever deemed necessary by the Chairman of the Committee or any member of the Committee and shall keep minutes of its meetings.

- The Chairman of the Committee formulates and introduces the items on the agenda,
- The minutes of the meetings, including the recommendations of the Committee, shall be signed by its members,
- The members of the Committee participate in meetings either by physical presence or by teleconference. The Committee may invite other executives of the Company to its meetings, depending on the issues under discussion, and may use any other resources

it deems appropriate for the fulfillment of its purpose, including the services provided by external consultants.

The Committee may, by decision of its Chairman, legally meet by electronic means. In accordance with Article 94 par.1 of Law No. 4548/18, the documentation and signing of minutes by all members of the Committee by document circulation is equivalent to a decision of the Committee.

EVALUATION OF THE COMMITTEE'S WORK

The Committee may carry out a self-evaluation of its work and its effectiveness and submit proposals to the Board for their improvement.

In addition, it may recommend to the Board the amendment of the present Charter when deemed necessary after reviewing and re-evaluating it.

APPROVAL/ REVISION

The Charter of the Committee shall enter into force after its approval by the Board.

The Charter of the Committee shall be revised by decision of the Board.