

7. Related party transactions

The Company follows the rules on transparency, independent financial management and the accuracy and correctness of its transactions, as stipulated by the law. The Company, with a view to ensuring the correct, secure, transparent and effective conclusion of transactions with related parties ("RP") and to assuring the appropriate supervision and control of these transactions, has established and implements the "Process of Compliance with the Obligations arising from the framework for Related Party Transactions", which was approved by a Board resolution dated 22/09/2022.

The purpose of the Process is to specify the rules to be observed for the valid approval, conclusion and execution of a transaction with an RP, so as to ensure:

- i. the balancing of the benefits resulting from the transaction for all the parties involved in it;
- ii. the protection of the various interests which may be affected by that transaction; and
- iii. the Company's compliance with the applicable legal framework regarding RP transactions.

The Process regulates the Company's transactions with RPs, as such persons are defined in the relevant IFRS, specifies the relevant Divisions responsible for its implementation and regulates the procedure to be followed in relation to the granting of the required authorisation and the disclosure to be maintained for related party transactions. Specifically, it is provided that for the Company to validly enter into a transaction with an S.M., a special authorization is required, which is granted by a final decision of the competent corporate body, and after the transaction evaluation report referred to below has been submitted and taken into account.

In particular, it is explicitly provided that for the valid conclusion of by the Company of a transaction with an RP, a special authorization is required, granted by final resolution of the competent corporate body, adopted after the assessment report of the transaction, has been submitted and taken into account. The conclusion of an RP transaction without the granting of such a special authorization is prohibited and is completely void, while criminal sanctions are also provided for in case of violation of the relevant provisions of Law 4548/2018, in accordance with article 179 thereof. As a rule, the authorization to conclude a transaction of the Company with a party related to it is granted by resolution of the Board of Directors of the Company. If the BoD resolves to grant an authorization for the conclusion of a transaction with an RP, it is obliged to publish, immediately after the granting of that authorization, a relevant announcement. Exceptionally, the competence to resolve to grant an authorization for the conclusion of an RP transaction may rest with the General Meeting of the Company's Shareholders. As a prerequisite to assure the validity of the resolution of the BoD of the Company or of the GM of the Company's Shareholders to grant an authorization for the conclusion an RP transaction, such resolution is adopted on the basis of a report submitted by an (independent) certified auditor accountant or an (independent) audit firm or other independent third party not related to the Company, which assesses whether the transaction in question is fair and reasonable for the Company and for the shareholders who are not RPs, including minority shareholders, and explains the assumptions on which it is based and the methods used in its compilation (assessment report). The Company shall also ensure the observance of the disclosure requirements of Law 4548/2018.

Finally, the Process provides for the steps to be followed for transactions with related parties and the competent General Divisions/Divisions, the role of the Audit Committee in this regard and the exceptions, i.e. transactions for which neither special authorisation is required nor the observance of publicity formalities.

8. Cvs of the members of the senior management

CVS OF THE MEMBERS OF THE BOARD OF DIRECTORS

Evangelos G. Mytilineos

Chairman and CEO

Evangelos Mytilineos is the Chairman and CEO of MYTILINEOS Energy & Metals, one of Greece's leading industrial and energy companies with more than 4,800 direct and indirect employees and strong presence in all five continents.

He is an advocate for corporate governance, bringing a focus on sustainability and innovation, driving improvements in cost, safety, and quality of operations. Under his leadership, the company reached a consolidated turnover of € 6,306 million compared to €2,664 million in 2021 and EBITDA €823 million, compared to €359 million in 2021.

Born in Athens, Evangelos Mytilineos holds a BSc in Economics from the University of Athens and an MSc in Economics from the London School of Economics, while in 2019, he was awarded an honorary doctorate from the Department of Business Administration and Management at the University of Piraeus.

In 1978, Evangelos Mytilineos took over the family business, which was founded in 1908 and represented metal and steel product manufacturers. In 1990 he established MYTILINEOS Holdings Group. With strategic acumen, Evangelos Mytilineos expanded the company's operations by acquiring the majority shareholding of metal construction company METKA S.A. as well as that of Aluminium of Greece, eventually positioning it as the largest fully vertically integrated producer of alumina and aluminium in EU. In 1995, MYTILINEOS Holdings Group was listed in the Athens Stock Exchange while in the early 2000s, MYTILINEOS entered the energy sector with Protergia, which today is the Group's flagship company.

Evangelos has led the MYTILINEOS transformation to green company that creates long-term shareholder value, operating in Green Metallurgy and Sustainable Energy. He broke monopolies, as the company paved the way for the liberalization of the Natural Gas market in Greece, since the company was the first private to enter the supply and marketing of natural gas in the country, ensuring for its customers a safe and competitive supply of natural gas. Evangelos created the second largest energy producer and supplier after the state owned PPC in Greece, while by taking into advantage the verticalization of the company's operation, is marking an important step towards creating the energy provider of the new era ("Utility of the Future").

In 2021, Evangelos Mytilineos set the ground for a 100% sustainable and green industrial operation. He announced a 30% emissions reduction target for 2030 and aspiring to reach net zero emissions by 2050 and positioning MYTILINEOS as one of the first