

INVITATION
(according to article 121 par. 4 of Law 4548/2018)
to the Shareholders of the Société Anonyme under the corporate name
J. & B. LADENIS BROS SA-MINERVA-KNITWEAR MANUFACTURING COMPANY
at an Ordinary General Meeting

General Commercial registry No.: 57218904000

The Board of Directors of the Société Anonyme «J. & B. LADENIS BROS SA-MINERVA-KNITWEAR MANUFACTURING COMPANY» (hereinafter referred to as the "Company"), with registered seat in the Municipality of Pavlos Melas, in Thessaloniki, by its decision dated June 21st, 2024, invites the shareholders of the Company to an Annual Ordinary General Meeting on **Tuesday, July 16th, 2024, at 12.00** (noon), at the Company's head-offices on the 6th Kilometer of the Thessaloniki – Oreokastro public road, to discuss and take decisions on the following agenda items:

AGENDA ITEMS

1. Submission and approval of the Annual Financial Report of the Company and the Group for financial year 2023 (01/01/2023–31/12/2023) along with the Annual Financial Statements (Corporate and Consolidated) of the said financial year (01/01/2023 – 31/12/2023), and the relevant Annual Reports of the Board of Directors and the Auditors.
2. Submission to the General Meeting of the annual Activities Report of the Company's Audit Committee for financial year 2023 (01/01/2023 – 31/12/2023) and briefing of shareholders by the Chairman of the Audit Committee, in accordance with article 44 par. 1 θ) of Law 4449/2017, as in force.
3. Submission of a Report by the independent non-executive members of the Board of Directors, in accordance with article 9 par. 5 of Law 4706/2020, as currently in force.
4. Approval of the overall management of the Company by the Board of Directors for financial year 2023 (01/01/2023 – 31/12/2023), according to article 108 of Law 4548/2018, and discharge of the Auditors.
5. Approval of the remuneration and compensations of the members of the Board of Directors for their attendance at the meetings of the Board of Directors and its Committees and for the services offered to the Company for financial year 2023 (01/01/2023 – 31/12/2023) and preliminary approval of the respective remuneration and compensations of the members of the Board of Directors for the current financial year 2024 (01/01/2024 – 31/12/2024).
6. Submission for discussion and voting of the Remuneration Report for financial year 2023, in accordance with the provisions of par. 3 of article 112 of Law 4548/2018.
7. Appointment of Auditors, Ordinary and Alternate, for the audit of the Annual and Semesterly Financial Statements (Company and Consolidated) for financial year 2024 and determination of their remuneration.
8. Announcement of the resignation of a non-executive member of the Board of Directors and her replacement by an alternate member of the Board of Directors.
9. Amendment of paragraph 2 of Article 21 of the Articles of Association.
10. Miscellaneous Issues and Announcements.

According to articles 121 par. 4, 124 and 128 of Law 4548/2018, as currently in force, the Company informs the shareholders of the following:

A. RIGHT TO PARTICIPATE AND VOTE

Each share gives the right to one (1) vote. Only individuals or legal entities who have shareholder status at the beginning of the fifth (5th) day prior to the day of the General Meeting, i.e. on **11.7.2024 (recording date)**, are entitled to participate and vote in the Annual Ordinary General Meeting. For the Company, a shareholder who is entitled to participate in the Annual Ordinary General Meeting and exercise the right to vote is the person who is registered on the recording date in the Dematerialized Securities System (DSS) of the Société Anonyme "HELLENIC CENTRAL SECURITIES DEPOSITORY SOCIETE ANONYME" (HCSD), or identified as such on the relevant date through registered intermediaries or other intermediaries, in compliance with the provisions of the applicable legislation (Laws 4548/2018, 4569/2018, 4706/2020 and Regulation (EU) 2018/1212) as well as the Rules of Procedure of the Hellenic Central Securities Depository (Government Gazette B' 1007/16.03.2021).

Proof of shareholder status is provided by any legal means and in any case on the basis of information by HCSD received by the Company before the commencement of the General Meeting, or through the participating and registered intermediaries in the Central Securities Depository, in all other case. A shareholder may participate in the General Meeting on the basis of confirmations or notifications under articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary, unless the General Meeting refuses such participation for material cause justifying its refusal, in compliance with the applicable provisions (article 19 par. 1 of Law 4569/2018, article 124 par. 5 of Law 4548/2018).

It is noted that the exercise of these rights (participation and vote) does not require the blocking of the shareholder's shares or the observance of any other similar procedure, which limits the ability to sell and transfer such shares during the period between the recording date and the date of the Annual Ordinary General Meeting.

B. MINORITY RIGHTS OF SHAREHOLDERS

(a) At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Company's Board of Directors is obliged to include additional items in the agenda of the Annual Ordinary General Meeting, if the relevant request is received by the Board of Directors by 1.07.2024, i.e. at least fifteen (15) days before the Annual Ordinary General Meeting. The request for the inclusion of additional items in the agenda is accompanied by a justification or a draft decision for approval by the General Meeting and the revised agenda is published in the same way as the previous agenda, on 3.07.2024, i.e. thirteen (13) days prior to the date of the Annual Ordinary General Meeting and simultaneously made available to shareholders on the Company's website (see below), together with the justification or draft decision submitted by the shareholders as provided for in article 123 par. 4 of Law 4548/2018.

(b) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft decisions on items included in the initial or any revised agenda of the Annual General Meeting. The relevant application must reach the Board of Directors by 9.07.2024, i.e. at least seven (7) days before the date of the Annual Ordinary General Meeting, and the draft decisions are made available to shareholders in accordance with paragraph 3 of article 123 of Law 4548/2018, until 10.07.2024, i.e. at least six (6) days prior to the date of the Annual Ordinary General Meeting.

(c) At the request of any shareholder submitted to the Company by 10.07.2024, i.e. at least five (5) full days prior to the Annual Ordinary General Meeting, the Board of Directors is obliged to provide the General Meeting with the requested specific information on the Company's affairs, to the extent that it is relevant to the items on the agenda. There is no obligation to provide information when the relevant information is already available on the Company's website, especially in the form of questions and answers. Also, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to announce to the General Meeting, if it is an Ordinary General Meeting, the amounts paid during the last two years to each member of the Board of Directors or to the directors of the Company, as well as any benefit to these persons from any cause or contract between the Company and such persons. In all the above cases, the Board of Directors may refuse to provide the information for substantial reasons, which shall be recorded in the minutes.

Such a reason may be, under the circumstances, the representation of the applicant shareholders in the Board of Directors, in accordance with articles 79 or 80 of Law 4548/2018. In the cases referred to in this paragraph, the Board of Directors may respond uniformly to shareholder requests with the same content.

(d) At the request of shareholders representing one tenth (1/10) of the paid-up share capital, which is submitted to the Company by 10.07.2024, i.e. at least five (5) full days prior to the Annual Ordinary General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and the state of the Company's assets.

The Board of Directors may refuse to provide the information for substantial reasons, which shall be recorded in the minutes.

Such a reason may be, under the circumstances, the representation of the applicant shareholders in the Board of Directors, in accordance with articles 79 or 80 of Law 4548/2018, provided that the respective members of the Board of Directors have received the relevant information in an adequate manner.

(e) At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, voting on an item or items of the agenda shall be carried out by open vote.

In all the above cases, the applicant shareholders must prove their shareholder status and, except in the case of the first subparagraph of paragraph 6 of article 141 of Law 4548/2018, the number of shares they hold when exercising the relevant right. Proof of shareholder status may be provided by any legal means and in any case on the basis of information received by the Company from the Société Anonyme "HELLENIC CENTRAL SECURITIES DEPOSITORY SOCIÉTÉ ANONYME" (HCSD), provided that it provides registry services or through participating and registered intermediaries in the Central Securities Depository in any other case.

C. PROCEDURE FOR EXERCISING VOTING RIGHTS BY PROXY

A shareholder participates in the Annual Ordinary General Meeting and votes either in person or through proxy. Each shareholder may appoint up to three (3) proxies. Legal entities participate in the General Meeting by appointing up to three (3) individuals as their representatives. However, if the shareholder holds shares of the Company which appear in more than one securities account, this restriction does not prevent that shareholder from appointing different proxies for the shares appearing in each securities account in relation to the General Meeting. A proxy acting for several shareholders may vote differently for each shareholder.

The proxy votes in accordance with the shareholder's instructions, if any. Non-compliance of the proxy with the instructions received shall not affect the validity of the decisions of the General Meeting, even if the vote of the proxy was decisive for the attainment of the majority.

The proxy holder is obliged to disclose to the Company, before the commencement of the Annual General Meeting, any specific fact, which may be useful to shareholders in assessing the risk that the proxy serves interests other than those of the represented shareholder. Within the meaning of this paragraph, a conflict of interest may arise in particular where the representative/proxy:

- (a) is a shareholder exercising control of the Company or another legal person or entity controlled by such shareholder;
- (b) is a member of the Board of Directors or generally of the Company's management or a shareholder exercising control of the Company or of another legal person or entity controlled by a shareholder who exercises control;
- (c) is an employee or auditor of the Company or a shareholder exercising control of the Company or of another legal person or entity controlled by a shareholder who exercises control of the Company;
- (d) is the spouse or first degree relative of one of the individuals referred to in subparagraphs (a) to (c) above.

The appointment and revocation of a shareholder's representative or proxy shall be made in writing or by electronic means and shall be submitted to the Company in the same form, at least forty-eight (48) hours before the date of the Annual Ordinary General Meeting, i.e. until 14.07.2024 at 12.00, or, in the case of shareholders identified through intermediaries, through confirmations or notifications under articles 5 and 6 of Regulation (EU) 2018/2012 provided by intermediaries.

The Company has made available on its website (www.minerva.gr) the forms it uses for the appointment and revocation of a proxy. These forms are submitted completed, signed and authenticated by the Company's Shareholders Department, at its registered address, 6th Kilometer of the Thessaloniki – Oreokastro public road, Zip Code 56429, Nea Efkarpiia, Municipality of Pavlos Melas - Thessaloniki, or sent by e-mail to f-tripol@minerva.gr, at least forty-eight (48) hours before the date of the Annual Ordinary General Meeting. i.e. until 14.07.2024 at 12.00.

The shareholder concerned is requested to ensure the confirmation of the successful sending of the above proxy appointment/revocation forms and their receipt by the Company, by calling, during working days and hours, at 2310-683110.

D. AVAILABLE DOCUMENTS

The full text of the draft decisions and any documents referred to in article 123 par. 4 of Law 4548/2018 will be available in hard copy at the offices of the Company's registered address, (6th Kilometer of the Thessaloniki – Oreokastro public road, Zip Code 56429, Nea Efkarpiia - Municipality of Pavlos Melas, Thessaloniki).

E. AVAILABLE INFORMATION

The information referred to in paragraphs 3 and 4 of article 123 of Law 4548/2018 will be available in electronic form on the Company's website www.minerva.gr.

Thessaloniki, June 21st , 2024

Board of Directors