## <u>intralot</u>

This Report was jointly prepared by the Independent Non-Executive Members of the Board of Directors of the company with the corporate name INTRALOT S.A INTEGRATED

the Company) in accordance with the provisions of article 9 par. 5 of L 4706/2020 and relevant HCMC guidelines (Ref. No 1591/05.07.21 & 428/21.2.22) and is submitted to the

In accordance with the provisions of article 7 of L.4706/2020, Non Executive Members, including Independent Non Executive Members shall in particular have the following obligations:

a)

- b) To ensure effective oversight of Executive Members, including the monitoring and control of their performance; and
- c) To examine and express views on proposals submitted by Executive Members, on the basis of the information available.

In light of that, the independent Non-

Directors decided on 30.06.21 to voluntarily adopt and implement the Hellenic Corporate Governance Code (HCGC) issued by the Hellenic Corporate Governance Council for



the end of the deadline within which the next Annual General Meeting must convene,



- Non executive members of the Board are able to communicate seamlessly with Company management executives and receive regular updates from heads of department.
- ndependent Non Executive Members of the Board of Directors, in the context of their participation in the Board of Directors and Committees, actively participate in shaping decisions, operate with a sense of responsibility, of independence in shaping opinions and of transparency, ensuring the implementation of good corporate governance practices and effective supervision on management decisions, thereby safeguarding the interests of all internal and external stakeholders. During the year, no decisions were taken by the Board of Directors with which the Independent Members disagree.
- The Company has set up an Audit Committee which, in accordance with the decision

Directors Committee comprised of a total of three (3) Independent Non-Executive Members.

- The Company has set up a Remuneration and Nomination Committee which consists

the Board of Directors to assist in formulating proposals to the Board of Directors about the Remuneration Policy, to examine the information in the final draft of the Remuneration Report in accordance with article 112 of L. 4548/2018, and the procedure for identifying and selecting suitable potential Board members to ensure its problem-free continued operation as a collective management and representation body for the Company and its Committees in accordance with the current Suitability Policy implemented by the Company

- The Company has set up an Executive Committee that assists the Board of Directors and the management of the Company both in matters relating to strategic decisions and in matters relating to the planning of the day-to-day management of corporate affairs. The role of the Executive Committee is essential for the achievement of the inter-company communication, the

Executive Officer at both an informative and advisory level.

- In the labour sector, the Company encourages and ensures a generally safe and healthy working environment without discrimi