

**DRAFT RESOLUTIONS OF THE ORDINARY GENERAL ASSEMBLY
OF THE SHAREHOLDERS
OF THE SOCIETE ANONYME
“ENTERSOFT SA OF SOFTWARE AND SERVICES PRODUCTION AND TRADE”
DATED 29TH APRIL 2022
GENERAL COMMERCIAL REGISTER No: 000122264001000**

Item no 1: Submission and approval of the Annual Financial Statements (consolidated and non-consolidated) for the financial year 01.01.2021-31.12.2021, the relevant Reports of the Board of Directors and the Auditors, as well as the corporate governance statement in accordance with Article 152 of Law 4548/2018.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: The General Meeting is called to decide on the approval of the Annual Financial Statements (consolidated and non-consolidated) for the financial year 01.01.2021-31.12.2021, the relevant Reports of the Board of Directors and the Auditors, as well as the Explanatory Report of the Board of Directors in accordance with par. 7 and 8 of Law 3556/2007 and the corporate governance statement in accordance with Article 152 of Law 4548/2018.

The abovementioned Annual Financial Statements along with the relevant Reports of the Board of Directors and the Auditors, as well as the Explanatory Report of the Board of Directors in accordance with par. 7 and 8 of Law 3556/2007 and the corporate governance statement in accordance with Article 152 of Law 4548/2018 have been posted on the Company’s website and specifically <https://www.entersoft.eu/investors/financial-statements/entersoft/> and on the website of Athens Stock Exchange since 14.03.2022.

The General Meeting approves the Annual Financial Statements (consolidated and non-consolidated) for the financial year 01.01.2021-31.12.2021, the relevant Reports of the Board of Directors and the Auditors, as well as the Explanatory Report of the Board of Directors in accordance with par. 7 and 8 of Law 3556/2007 and the corporate governance statement in accordance with Article 152 of Law 4548/2018 by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 2: Profits distribution of the financial year 01.01.2021-31.12.2021.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: The Chairman of the General Meeting proposes according to the proposal of the Board of Directors, the distribution to the Shareholders of a dividend in the amount of 0,09 € per share, i.e total amount of 2,700,000 € and the transfer of the remaining amount of 1,436,213 Euros will be carried forward.

Furthermore, the Chairman proposes according with the Financial Calendar of year 2022, as coupon cut-off date the 13th May 2022, date on which the beneficiaries will be determined (record date) the 16th May 2022 and as date that the payment of the dividend to the shareholders shall begin the 20th May 2022. Finally, it is proposed that the Board of Directors be authorised to see to all procedural matters regarding the implementation of this resolution.

The General Meeting approves the above mentioned proposal of the Chairman regarding the profits distribution of the financial year 01.01.2021-31.12.2021 by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 3: Approval of the overall management of the Board of Directors for the financial year 01.01.2021-31.12.2021 in accordance with Article 108 of Law 4548/2018 and exemption of the Company's Auditors from any liability for compensation for the activities of the 2021 financial year in accordance with Article 117 paragraph 1 c of Law 4548/2018.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: The Chairman of the General Meeting called the General Meeting to approve the overall management of the Board of Directors for the financial year 01.01.2021-31.12.2021 in accordance with Article 108 of Law 4548/2018 and exemption of the Company's Auditors from any liability for compensation for the activities of the 2021 financial year in accordance with Article 117 paragraph 1 c of Law 4548/2018.

In the present voting, according to paragraph 2 of article 108 of Law 4548/2018, the members of the Board of Directors are entitled to participate only with shares, of which they are owners, or as representatives of other shareholders, provided that they have received relevant authorization with explicit and specific voting instructions. The same applies for Company's employees.

The General Meeting approves the overall management of the Board of Directors for the financial year 01.01.2021-31.12.2021 in accordance with Article 108 of Law 4548/2018 and exemption of the Company's Auditors from any liability for compensation for the activities of the 2021 financial year in accordance with Article 117 paragraph 1 c of Law 4548/2018 by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting

(Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 4: Approval of fees and payouts to members of the Board of Directors for the year 2021 and pre-approval of fees and payouts to the Board of Directors for the year 2022.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: The General Meeting is called to approve the fees/ remuneration and payouts of the Board of Directors for the year 2021 and to pre- approve the fees/ remuneration and payouts of the Board of Directors for the year 2022, following the proposal of the Remuneration and Nomination Committee of the Company.

Specifically, the Chairman of the General Meeting, , proposes the approval of the fees/remuneration (gross amount) paid to the Board of the Directors of total amount 564,939 €, plus additional benefits 69,597 €, i.e total amount of 634,536 Euros, in accordance with the Remuneration report of financial year 2021.

The Chairman also proposes, upon proposal of the Remuneration and Nomination Committee, the approval of payment fees/remuneration (gross amount) to the Board of the Directors for the financial year 01.01.2022-31.12.2022 up to the amount of 585,000,00 euros, plus additional benefits up to the amount of 85,000, i.e up to the amount of 670,000 euros.

The General Meeting approves the above mentioned proposal of the Chairman regarding the approval of the fees and remuneration of the Board of Directors for the year 2021 and the pre- approve of the fees/ remuneration and payouts of the Board of Directors for the year 2022 by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 5: Election of regular and substitute chartered auditors for the audit of the Financial Statements of the current financial year, 1/1/2022-31/12/2022, and approval of their remuneration in accordance with Article 42 of Law 4449/2017.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: It is proposed to the General Meeting to elect the certified Auditing Firm "KPMG CERTIFIED AUDITORS S.A." to undertake the audit of the Annual Financial Statements of the Company (consolidated and non-consolidated) for the financial year 1/1/2022-31/12/2022, following the proposition of the Audit Committee of the Company. The above

mentioned auditing firm has its registered seat in Athens, 3 Stratigou Tombra street (Registration no of Certified Auditors 114). Finally, it is proposed that the Board of Directors be authorized to determine the fees of the auditing firm for the audit of financial year 2022, according to the Supervisory Board of the Institute of Certified Public Accountants.

The General Meeting approves by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote) the election of the certified Auditing Firm "KPMG CERTIFIED AUDITORS S.A." to undertake the audit of the Annual Financial Statements of the Company (consolidated and non-consolidated) for the financial year 1/1/2022-31/12/2022, following the proposition of the Audit Committee of the Company. The above mentioned auditing firm has its registered seat in Athens, 3 Stratigou Tombra street (Registration no of Certified Auditors 114). Finally, it authorizes the Board of Directors to determine the fees of the auditing firm for the audit of financial year 2022, according to the Supervisory Board of the Institute of Certified Public Accountants.

Item no 6: Submission and approval of the Company's Remuneration Report for the financial year, 01.01.2021-31.12.2021, in accordance with Article 112 of Law 4548/2018.

Proposed resolution: The Chairman of the General Meeting provides to the General Meeting the document of the Company's Remuneration Report for the financial year, 01.01.2021-31.12.2021, in accordance with Article 112 of Law 4548/2018 and has been prepared according to the Remuneration Policy of the Company, which has been approved by virtue of the resolution of the Extraordinary General Meeting dated 11.10.2019 and has been posted on the website of the Company (<http://www.entersoft.gr>). The Remuneration and Nomination Committee of the Company has given its consent regarding the above mentioned Remuneration Report for the financial year, 01.01.2021-31.12.2021. The submitted remuneration report for discussion and vote is made available to the shareholders on the Company's website <https://www.entersoft.gr/investors/%cf%83%cf%85%ce%bd%ce%b5%ce%bb%ce%b5%cf%8d%cf%83%ce%b5%ce%b9%cf%82-%ce%bc%ce%b5%cf%84%cf%8c%cf%87%cf%89%ce%bd/>

Please note that according to paragraph 3 of article 112 of Law 4548/2018, the shareholders' vote on the submitted remuneration report is of an advisory nature. The next remuneration report will explain the way that the result of the previous advisory vote was taken into consideration.

The General Meeting approves the the Company's Remuneration Report for the financial year, 01.01.2021-31.12.2021, in accordance with Article 112 of Law 4548/2018 by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 7: Submission of the Annual Activity Report of the Audit Committee for the financial year, 01.01.2021-31.12.2021, in accordance with Article 44 of Law 4449/2017.

Proposed resolution: The Chairman of the General Meeting provides to the General Meeting the document of Annual Activity Report of the Audit Committee for the financial year, 01.01.2021-31.12.2021, in accordance with Article 44 of Law 4449/2017 and informs the shareholders on the activities of the Audit Committee for the financial year, 01.01.2021-31.12.2021.

The above mentioned Report has been included to the Annual Financial Statement of the financial year 01.01.2021-31.12.2021 and has been also made available to the shareholders on the website of the Company <https://www.entersoft.gr/investors/%cf%83%cf%85%ce%bd%ce%b5%ce%bb%ce%b5%cf%8d%cf%83%ce%b5%ce%b9%cf%82-%ce%bc%ce%b5%cf%84%cf%8c%cf%87%cf%89%ce%bd/>

The above mentioned Report is not being included to voting procedure.

Item no 8: Submission of the Report of the independent non executive members of the Board of Directors in accordance with Article 9 par. 5 of Law 4706/2020.

Proposed resolution: The Chairman of the General Meeting provides to the General Meeting the document the Report of the independent non executive members of the Board of Directors in accordance with Article 9 par. 5 of Law 4706/2020.

The above mentioned Report has been made available to the shareholders on the website of the Company <https://www.entersoft.gr/investors/%cf%83%cf%85%ce%bd%ce%b5%ce%bb%ce%b5%cf%8d%cf%83%ce%b5%ce%b9%cf%82-%ce%bc%ce%b5%cf%84%cf%8c%cf%87%cf%89%ce%bd/>

The above mentioned Report is not being included to voting procedure.

Item no 9: Approvals for the actions of the financial year, 01.01.2021 - 31.12.2021, in accordance with decisions of the Board of Directors.

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| Required Quorum | Shareholders representing 40% of the paid up share capital of the Company |
| Required Majority | Absolute majority of the votes represented in the General meeting |

Proposed resolution: The Chairman of the General Meeting informs the General Meeting for the actions for the financial year 2021 in accordance with decisions of the Board of Directors.

The General Meeting approves the actions of the financial year, 01.01.2021 - 31.12.2021, in accordance with decisions of the Board of Directors by votes representing % of the paid up share capital of the Company, i.e. by votes of and a majority of % of the votes represented in the General Meeting (Shareholders representing votes vote against and shareholders representing votes abstain from the vote).

Item no 10: Various Topics – Announcements regarding the progress of the Company, its subsidiaries and affiliates.

The Chairman of the General Meeting informs the shareholders regarding other matters and answers questions raised by the shareholders.