

Annual activity report of the Audit Committee for the financial year 01.01.2023 - 31.03.2023 (Appendix of the Annual Financial Report for the fiscal year 2023)

To the Ordinary General Meeting of the Shareholders of the Company “ENTERSOFT SOCIETE ANONYME FOR SOFTWARE AND SERVICES DEVELOPMENT AND TRADE”

The Audit Committee of the Company submits this Report of the Committee's Activities to the General Meeting of Shareholders of the Company, pursuant to paragraph 1 (i) of Article 44 of Law 4449/2017 as amended and in force by Article 74 of Law 4706/2020, aiming to inform you about the work carried out in accordance with the duties and responsibilities of our Committee during the period 01.01.2023 - 31.03.2023.

It is noted that the Audit Committee has prepared this Report of the Audit Committee's Activities for the period 01.01.2023 to 31.03.2023, in view of the resignation of Mrs. Aikaterini Pramataris as an independent non-executive member of the Board of Directors and as a member of the Audit Committee.

1. Composition of Audit Committee

The establishment and operation of the Audit Committee is governed by the provisions of Law 4449/2017, the relevant letters of the Hellenic Capital Market Commission with numbers 1302/28.4.2017 and 1508/17-7-2020, the document with protocol number 427/21-02-2022 of the Hellenic Capital Market Commission on “Questions and Answers regarding the provisions of Article 44 of Law 4449/2017 for the Audit Committee (A.C)”, and the Supplementary Questions and Answers contained in the letter of the Hellenic Capital Market Commission No. 784/20-03-2023, as well as of regulation (EU) 537/2014 of the European Parliament and of the Council of 16 April 2014, and Law 4706/2020.

By decision of 03.06.2021 of the Annual Ordinary General Meeting of the Company's shareholders it was decided to appoint the Company's Audit Committee as an independent joint committee, consisting of three (3) members in total and, more specifically, of two (2) independent non-executive members the Board of Directors and of an independent third party non-member of the Board of Directors, with a three-year term of office, i.e. until 03.06.2024 and the Audit Committee's composition is as follows, as per the Audit Committee's decision of 04.06.2021:

Name	Role
Marika Lamprou of Evaggelos	Chairman, Independent Non-Executive Director
Aikaterini Pramataris of Chrisanthos	Chairman, Independent Non-Executive Director
Panagiota Kosta, daughter of Anastasios	Member, independent third party

The Audit Committee's current composition complies with Article 44 of Law 4449/2017, and Law 4706/2020, since:

- All members are independent in accordance with Article 4 (1) of Law 3016/2002 and Article 9 1 and 2 of Law 4706/2020, two independent non-executive Directors and one independent third party - non-executive Director.

- They are all sufficiently knowledgeable in the field in which the Company operates, namely technology-software, which is the field in which the Athens Stock Exchange has classified the Company.
- The criterion of sufficient knowledge and experience in auditing and accounting is demonstrably met in the independent third party - non-executive Director, Mrs. Panagiota Kosta.

The above were found both during the Annual Ordinary General Meeting of shareholders dated 03.06.2021 as well as by the Board of Directors in view of the application of Articles 1-24 of Law 4706/2020, by its decision dated 16.07.2021. For the year 2022, the Board of Directors, in its decision of 20.12.2022, reviewed the fulfilment of the requirements for the designation of the independent non-executive members of the Board of Directors in accordance with Article 9 par. (3) of Law 4706/2020 and found both for Ms. Marika Lambrou, Chairman of the Audit Committee and independent non-executive member of the Board of Directors and for Ms. Aikaterini Pramataris, member of the Audit Committee and independent non-executive member of the Board of Directors, that their independence criteria continue to be met.

It should be noted that the Audit Committee was elected for the first time by decision of the Extraordinary General Meeting of the Company's shareholders on 11.10.2019 with the aforesaid composition. The re-election of the Audit Committee at the Company's Annual Ordinary General Meeting was resolved in accordance with the Law 4706/2020 on corporate governance and in accordance with the directives of the Hellenic Capital Market Commission.

We note that the present Report of the Audit Committee with the above mentioned composition refers to the period from 01.01.2023 to 31.03.2023, as Ms. Aikaterini Pramataris has declared her resignation with effect from 31.03.2023 and therefore from 01.04.2023 she will neither be an independent non-executive member of the Board of Directors nor a member of the Audit Committee.

The members of the Audit Committee's CVs are mentioned below:

Marika Lambrou- Chairwoman of the Audit Committee, Independent non-executive Director

Marika Lambrou is a Business Consultant and Author of the book "Secrets of success for family businesses in the new age". She is a board member of DEPA, Entersoft, Focus Bari, and TEKA. She has more than 30 years of successful executive experience in Greek and multinational companies (BSH, HP, Microsoft, SingularLogic, Intersys, KAYKAS), the last 15 years as General Manager and CEO. She holds a Diploma in Chemical Engineering and a Master's degree in Business Administration (MBA). She is a member of the WCD (Women Corporate Directors) Foundation, the NED Club (Non-Executive Board Members Association), a mentor of Endeavor and WoT (Women on Top), and a member of two Advisory Committees of the Athens University of Economics and Business. Until February 2021, she was Vice President of EASE (Society of Senior Business Executives) and a member of the Women's Committee of the Hellenic-American Chamber of Commerce. Committed to the principles of empathetic leadership and healthy entrepreneurship, she has founded and runs the consulting company CEL (Compassionate Entrepreneurial Leadership).

Aikaterini Pramataris- Member of the Audit Committee, Independent non-executive Director

She is an Associate Professor at the Department of Management Science and Technology of the Athens University of Economics and Business (AUEB) and a scientific supervisor of the research group ELTRUNSCORE (Supply Chain and Demand Management, Collaboration and Electronic Services). She holds a PhD from the Athens University of Economics and Business and a Master's degree in Information Systems from the same University. She has over 60 publications in international scientific journals, conferences, and books published by international publishing companies, as well as numerous awards and scholarships. She has worked in the development of marketing and sales applications at Procter & Gamble's European Technology Center in Brussels, as well as in the Marketing Department of Procter & Gamble in Greece. She has actively participated in promoting e-business practices in Supply Chain Management and has also been actively involved in several research initiatives related to RFID technology, in recent years. She has published Articles, among others, in magazines such as Information Systems Journal, The European Journal of OR, Computers and OR, Supply Chain Management-An International Journal, Journal of Information Technology, International Journal of Information Management.

Panagiota Kosta- Member of Audit Committee, independent third party

Mrs. Panagiota Kosta is an economist from the University of Piraeus. She has five years of experience as an accountant in the private sector and, specifically, spent three years in an accounting firm specialising in societies anonymes and limited liability firms (LTD) and two years at Tournikiotis Group S.A. She then worked as a certified public accountant for the Body of Chartered Accountants and the auditing firm S.O.L. S.A. (Institute of Certified Public Accountants of Greece (SOEL) Reg. No. 13681) for the next twenty-seven years where she worked on audits of private (listed and non-listed) and public interest companies. She has been retired since 2015.

2. Purpose and Responsibilities of the Audit Committee

The Audit Committee's goal is to help the Board of Directors in monitoring the quality, adequacy and effectiveness of the Company's and Group's internal control and risk management systems. Moreover, the Committee assists the Board of Directors in supervising compliance with the legal and regulatory framework of operation and in its duties regarding the financial reporting and supervision process of the external audit.

The Audit Committee shall act with a view to protecting the interests of the shareholders and it has been established and operates in accordance with all applicable laws and regulations.

The Audit Committee's specific competencies and responsibilities are specified and defined in the Audit Committee's bylaws. The aforementioned regulation was revised by the decision of the Company's Board of Directors dated 16.07.2021, following a relevant recommendation by the Audit Committee, in order to comply with law 4706/2020. The Audit Committee's internal operating rules are available on the Company's website at the following address:
<https://www.entersoft.gr/entersoft/corporategovernance/%ce%ba%ce%b1%ce%bd%ce%bf%ce%bd%ce%b9%cf%83%ce%bc%cf%8c%cf%82-%ce%b5%cf%80%ce%b9%cf%84%cf%81%ce%bf%cf%80%ce%ae%cf%82-%ce%b5%ce%bb%ce%ad%ce%b3%cf%87%ce%bf%cf%85/>

3. Meetings of the Audit Committee

The Audit Committee meets at regular intervals, i.e. at least four (4) times a year, and on extraordinary occasions, whenever so required. The discussions and decisions of the audit committee shall be recorded in the meeting minutes, which shall be signed by the attending members, pursuant to Article 93 of Law 4548/2018.

All members of the Audit Committee shall participate in its meetings. However, at its sole discretion and whenever it deems appropriate, the Audit Committee may invite key management personnel involved in the Company's governance, including the Managing Director, the Chief Financial Officer and the Head of the Internal Audit Unit, members of the Company Management, executives of the Company or of a subsidiary of its Group, or other person (employee, partner, etc.) to attend specific meetings or specific items on the agenda and to provide relevant information where necessary.

On a quarterly basis, the Audit Committee meets with the head of the Internal Audit Unit.

The Audit Committee meets with the management/competent Directors during the preparation of the financial reports, and with the Certified Public Accountant-Auditor during the scheduling of the audit, during the implementation of the audit and during the preparation of the audit reports;

When necessary, the Committee may meet with the external auditors.

With the guidance of its Chairman, who is responsible for convening meetings and defining the issues to be included on the agenda, the Audit Committee has carried out its duties with complete operational independence.

During the period 01.01.2023- 31.03.2023, the Audit Committee held 9 meetings, with the following members in attendance:

Member of the Audit Committee	Position on the Board and Capacity	Attendance at the sessions of the period 01.01.2023- 31.03.2023	Rate of participation in meetings:
Marika Lamprou of Evaggelos	Chairman	9	100%
Aikaterini Pramataris of Chrisanthos	Member	9	100%
Panagiota Kosta, daughter of Anastasios	Member	9	100%

In particular, the details of the Audit Committee meetings for the period 01.01.2023- 31.03.2023 are set out in the table below:

S/N of meeting	Meeting date	Agenda items	Participation /members
1	13.01.2023	Audit plan 01.01 - 31.12.2023 of the Internal Audit Unit.	3
2	31.03.2023	Periodic Report 4th quarter 2022.	3
3	24.02.2023	Report of the Audit Committee for the financial year 2022.	3
4	08.03.2023	Audit Report first re-audit on Accounting procedures (Receipts - cash - Cheques receivable - Customer balances) Measures covid-19, Entersoft.	3

5	22.03.2023	Overview of Financial Statements for the financial year 2022 by the Financial Directorate.	3
6	27.03.2023	Report on the Results of the Evaluation of the Internal Audit System by an Independent Evaluator.	3
7	27.03.2023	Presentation of the Financial Results for the fiscal year 2022 by C.P.A.	3
8	27.03.2023	Overview of the Financial Statements for the fiscal year 2022.	3
9	31.03.2023	Activity Report for the period 01.01.2023-31.03.2023.	3

Relevant minutes were kept for all of the meetings held during the period 01.01.2023-31.03.2023.

4. Audit Committee's activities during the period 01.01.2023-31.03.2023.

The Audit Committee during the period from 01.01.2023 to 31.03.2023 has taken the following actions::

- Has been informed on the annual internal audit programme, which was approved by the Committee, prior to its implementation.
- It has approved the periodic work progress report and Internal Audit Unit Report conducted regarding the first re-audit on Sales processes (contracts, invoices, customer orders, contracts to tax authorities).
- It has prepared the Activity Report of 24/2/2022, in accordance with paragraph 1 (i) of article 44 of Law 4449/2017, which was published in the Annual Financial Report for the financial year 2022 of the Company as a separate part of it, as specified in the document of the Hellenic Capital Market Commission with protocol number 427/21-02-2022 "Questions and Answers regarding the provisions of article 44 of Law 4449/2017 on the Audit Committee (AC)", in order to be submitted for discussion at the Annual General Meeting of the Company's shareholders for the fiscal year 2022. Furthermore, it prepared the present Report of the Audit Committee for the period 01.01.2023 to 31.03.2023, in view of the resignation of Mrs Aikaterini Pramadari as an independent non-executive member of the Board of Directors and as a member of the Audit Committee.
- It has approved the Audit Report first re-audit on Accounting procedures (Receipts - Cash - Checks Receivable - Customer Balances) Measures covid-19.
- Has been informed by the Company's Financial Management on the Financial Statements for the fiscal year 2022.
- It received the Internal Audit System Evaluation Report dated 27/03/2023, carried out by the auditing company Collaborating Chartered Accountants SA and submitted it to the Board of Directors.
- It was informed of the Financial Results for the financial year 2022 by the Company's Certified Public Accountants, i.e. KPMG.
- It evaluated the Company's 2022 individual and consolidated financial statements for accuracy, completeness and consistency.

5. Sustainable Development Policy

In accordance with Article 44 (1) subpar. i) of Law 4449/2017, the annual activity report includes the description of the Sustainable Development Policy that the company follows. According to the relevant legislation and in particular Article 14 (1) subpar. l), specifies that a sustainable development policy must

be included in the Company Operating Regulation's Rules of Operation "when required." and in conjunction with Article 151 of Law 4548/2018; this leads to the conclusion that a sustainable development policy must be incorporated "where required" in the Company Operating Regulations' Rules of Operation" 4308/2014. Such situations do not apply to the Company. In any case, the issue of Sustainable Development Policy will be reviewed.

In the performance of its duties during the period 01.01.2023-31.03.2023, the Audit Committee had full and unhindered access to information and data necessary for the fulfilment of its tasks.

Athens , 31/03/2023

The Audit Committee

The President of the Committee

Marika Lambrou

The Members of the Committee

Aikaterini Pramataris

Panagiota Kosta