

HELLENIC REPUBLIC

ATHENS CHAMBER OF COMMERCE AND INDUSTRY

DIRECTORATE: G.E.MI., I.K.E., O.E., E.E., Other Obligees & Y.M.S.

DEPARTMENT: Sole Proprietorships, Foreign Branches & Other Obligees

Athens, 11/7/2024

Protocol No.: 3322698

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ANNOUNCEMENT

REGARDING THE REGISTRATION IN THE GENERAL COMMERCIAL REGISTRY (G.E.MI.)

Concerning the Non-Profit Civil Partnership:

Corporate Name: "WISE GREECE WISE MOVEMENT FOR THE PROMOTION OF GREEK PRODUCTS"

Distinctive Title: "WISE GREECE"

G.E.MI. Number: 122559001000

On 11/7/2024, the **MINUTES OF THE EXTRAORDINARY GENERAL ASSEMBLY** dated 3/7/2024 of the members of the Non-Profit Civil Partnership under the corporate name "WISE GREECE WISE MOVEMENT FOR THE PROMOTION OF GREEK PRODUCTS", distinctive title "WISE GREECE" and G.E.MI. number 122559001000, was registered in the General Commercial Registry (G.E.MI.) under Registration Code Number 4289004, in accordance with the provisions of Law 4072/2012 and Law 4919/2022 as in force. By virtue of these minutes, it was resolved to amend Articles 1, 2, 3, 13, and 14 of the Articles of Association, and the company's Articles of Association were renumbered and codified.

On the same date, the entire new text of the Articles of Association, including the amendments, was registered in the General Commercial Registry. The new text of the Articles of Association is attached hereto and forms an integral part of this announcement.

**THE HEAD OF THE DIRECTORATE
DEVELOPMENT AND DIGITAL REGISTRY**

[Official Seal & Signature]

DIONYSIA GARIOU

* Verification URL: <https://www.businessregistry.gr/> (Publicity option)

* Address: Akadimias 7, 106 71 Athens | Tel: 210 3604815-9 | Website: www.acci.gr

**PRIVATE AGREEMENT FOR THE AMENDMENT OF THE ARTICLES OF
ASSOCIATION OF THE NON-PROFIT CIVIL PARTNERSHIP
"WISE GREECE WISE MOVEMENT FOR THE PROMOTION OF GREEK
PRODUCTS"**

G.E.MI. No. 122559001000 – Tax Registration No. (AFM) 997779638

In Athens today, July 3rd, 2024, the contracting parties and signatories below:

1. **Melpomeni Taprantzi**, daughter of Nikolaos, residing in Chalandri, Attica, and
2. **Alexandros Taprantzis**, son of Nikolaos, residing in Chalandri, Attica,

have agreed, covenanted, and mutually accepted the following:

By virtue of the private establishment agreement dated 30/07/2012, the above contracting parties established a Non-Profit Civil Partnership under the corporate name **"WISE GREECE WISE MOVEMENT FOR THE PROMOTION OF GREEK PRODUCTS"** and the distinctive title **"WISE GREECE"**, the Articles of Association of which were filed and registered in the company books of the Athens Court of First Instance on 01/08/2012 under number 12347/2012, and in the General Commercial Registry (G.E.MI.) through the G.E.MI. Service of the Athens Chamber of Commerce and Industry on 21/09/2012 under Registration Code Number (KAK) 16652, receiving G.E.MI. number 122559001000.

The founding partners are the above-mentioned contracting parties: Melpomeni Taprantzi, participating in the company with an 80% share, who is also the legal representative as President and CEO of the Company, and Alexandros Taprantzis, with a 20% participation share. The initial registered office was located in the Municipality of Agia Paraskevi, Attica, at 63 Agiou Ioannou Street. The capital deposited by the partners according to their participation share amounts to 2,500 Euros.

The purpose of the partnership is the promotion of Greek products and Greek services in the domestic and global markets, the support of the Greek producer and especially the smaller ones through expertise and financial aid, and the other purposes mentioned in the Articles of Association. Its duration is indefinite, operating in accordance with the law and the remaining terms of the Articles of Association. The company holds Tax Registration Number (AFM) 997779638.

By virtue of the private amendment agreement dated 25/11/2014, which was registered with the G.E.MI. Service on 16/12/2014 under KAK 283321, it was decided to change the company's registered office, which was relocated to the Municipality of Chalandri, Attica, at 19-21 Chaimanta Street; Article 2.2 of the Articles of Association was amended, and the Articles of Association were codified.

By virtue of the private amendment agreement dated 31/07/2015, which was registered with the G.E.MI. Service on 04/08/2015 under KAK 400298, it was decided to expand the purpose of the company and provide for

additional financial resources. Article 3 concerning the purpose and Article 4 concerning the capital and financial resources were amended, and the Articles of Association were re-codified.

Today, through this document, the contracting parties, who constitute all the partners of the company, pursuant to the decision of the General Assembly dated 03/07/2024, unanimously decide to change the company's registered office, which is transferred within the same Municipality of Chalandri, Attica, to 14 Grig. Gyftopoulou (formerly Mesolongiou) Street and Ath. Diakou Street, and to supplement its purpose. To this end, Article 2, paragraph 2 is amended, and Article 3 is supplemented as follows:

ARTICLE 2: CORPORATE NAME - DISTINCTIVE TITLE - REGISTERED OFFICE - DURATION

1. [...]

2. The Registered Office of the company is set in the Municipality of Chalandri, Attica. By decision of the partners, branches and offices may be established within all prefectures of the Hellenic Territory as well as in any other foreign country. The company may change its address and transfer its registered office anywhere within the same Municipality without amending its Articles of Association.

3. [...]

ARTICLE 3: PURPOSE - MEANS OF FULFILLMENT

The purpose of the non-profit civil partnership is:

- The promotion of Greek products and Greek services in the domestic and global markets.
- The support of the Greek producer, and particularly the smaller one, with expertise and financial assistance.
- Combating unemployment by creating jobs within the company.
- Raising public awareness (both adults and children) regarding Greek production and its cultural contribution.
- Raising awareness among adults and children regarding sustainability, volunteerism, sustainable consumption and production, and other related matters.
- The development of new sales networks for Greek producers in Greece and abroad.
- The distribution of its profits to recognized entities, institutions, and non-profit organizations with knowledge and experience regarding vulnerable population groups.
- The reinforcement of these groups shall be provided through the purchase and distribution of products from Greek producers or via financial aid.
- The organization of Corporate Social Responsibility (CSR) programs in cooperation with Companies, Non-Profit Entities, Institutions, etc.
- The organization of cultural events, charitable actions, educational programs for children and adults, and other related activities.

In general, the objective is the cooperation of all parts of the chain (production, distribution, consumption), creating surplus value and social benefit for all involved stakeholders, as well as raising public awareness on issues of sustainability, volunteerism, ethical consumption, etc.

To achieve these goals, the company:

1. Creates a visible marking with the "WISE GREECE" logo, which is affixed to each product participating in this movement, making it recognizable and eligible by the consumer, who knows their contribution.
2. Promotes this movement through any mass media (electronic, print, etc.) as well as through social networking services.
3. Implements corporate social responsibility programs with natural/legal persons, Companies, Institutions, and other entities in Greece and/or abroad.
4. Organizes closed/open markets for Greek products.
5. Provides consulting and support services to businesses/producers.
6. Organizes conferences/seminars.
7. Creates a website that will function both as a means of communication and as an alternative distribution network.
8. Buys and sells wholesale and retail, within and outside Greece, all products of small Greek producers participating in the Non-Profit Movement, aiming to promote Greek diet, production, and culture, and to generate revenue used for purchasing basic necessity food items and distributing them free of charge to

Institutions and Entities supporting vulnerable groups (children, homeless, elderly, long-term unemployed, etc.).

9. Participates in/organizes events of a cultural/charitable nature.
10. Publishes informative editions.
11. Organizes educational programs physically or online for adults and children, providing a certificate of attendance.

To achieve the aforementioned purposes, the company will utilize the logistical, digital, and personnel infrastructure, experience, and knowledge of its potential members and selected partners on a case-by-case basis.

Furthermore, Article 1 of the Articles of Association is amended and restated for clarification purposes, and Articles 13 and 14 are adapted to the current legislation as follows:

| ARTICLE 1: ESTABLISHMENT OF THE COMPANY

The aforementioned contracting partners, by virtue of the private agreement – Articles of Association dated 30/07/2012, established a Non-Profit Civil Partnership in accordance with the provisions of Article 741 of the Civil Code, which, following the amendments of 25/11/2014, 31/07/2015, and 03/07/2024, is governed by the following terms and specific agreements.

| ARTICLE 13: GOVERNING LAW

1. The operation of the company is governed by Greek law.
2. For any matter not regulated by the Articles of Association, the provisions of the Civil Code regarding civil partnerships (Articles 741 to 784) and Article 270 of Law 4072/2012 shall apply.
3. For any dispute that may arise among the partners regarding the interpretation and application hereof, as well as relating to their rights and obligations, the Courts of Athens shall have jurisdiction.
4. Any amendment to the present document shall be made by a unanimous decision of the General Assembly and shall be proven by a new written agreement, which shall be published as provided by Law.

| ARTICLE 14: FINAL PROVISION

These Articles of Association, having been read and accepted by the aforementioned contracting parties, are signed by them. Each partner receives an identical copy, while one copy is kept to be filed with the competent Tax Office (D.O.Y.) and will be published in accordance with the mandates of the Law at the G.E.MI. Service.

Finally, they proceed to the codification of the Articles of Association with the changes that have occurred, which shall henceforth apply as follows:

ARTICLES OF ASSOCIATION OF THE NON-PROFIT CIVIL PARTNERSHIP "WISE GREECE"

"WISE MOVEMENT FOR THE PROMOTION OF GREEK PRODUCTS"

| ARTICLE 1: ESTABLISHMENT OF THE COMPANY

The aforementioned contracting partners, by virtue of the private agreement – Articles of Association dated 30/07/2012, established a Non-Profit Civil Partnership in accordance with the provisions of Article 741 of the Civil Code, which, following the amendments of 25/11/2014, 31/07/2015, and 03/07/2024, is governed by the following terms and specific agreements.

| ARTICLE 2: CORPORATE NAME - DISTINCTIVE TITLE - REGISTERED OFFICE - DURATION

1. The Corporate Name of the company is "WISE GREECE - WISE MOVEMENT FOR THE PROMOTION OF GREEK PRODUCTS" and with the distinctive title "WISE GREECE".

2. The Registered Office of the company is set in the Municipality of Chalandri, Attica. By decision of the partners, branches and offices may be established within all prefectures of the Hellenic Territory as well as in any other foreign country. The company may change its address and transfer its registered office anywhere within the same Municipality without amending its Articles of Association.

3. The duration of the company is set as indefinite. The non-profit civil partnership established under these Articles of Association formally begins to exist upon publication hereof before the competent Athens Court of First Instance. It continues to exist for as long as it can fulfill its statutory purposes.

| ARTICLE 3: PURPOSE - MEANS OF FULFILLMENT

The purpose of the non-profit civil partnership is:

- The promotion of Greek products and Greek services in the domestic and global markets.
- The support of the Greek producer, and particularly the smaller one, with expertise and financial assistance.
- Combating unemployment by creating jobs within the company.
- Raising public awareness (both adults and children) regarding Greek production and its cultural contribution.
- Raising awareness among adults and children regarding sustainability, volunteerism, sustainable consumption and production, and other related matters.
- The development of new sales networks for Greek producers in Greece and abroad.
- The distribution of its profits to recognized entities, institutions, and non-profit organizations with knowledge and experience regarding vulnerable population groups.

- The reinforcement of these groups shall be provided through the purchase and distribution of products from Greek producers or via financial aid.
- The organization of Corporate Social Responsibility (CSR) programs in cooperation with Companies, Non-Profit Entities, Institutions, etc.
- The organization of cultural events, charitable actions, educational programs for children and adults, and other related activities.

ARTICLE 4: CAPITAL - FINANCIAL RESOURCES

1. The capital of the Company amounts to the sum of €2,500 (Two thousand five hundred Euros), which is deemed necessary to meet its initial needs. The above amount will be paid by the partners as follows: By Melpomeni Taprantzi €2,000 (Two thousand Euros), by Alexandros Taprantzis €500 (Five hundred Euros).

2. Financial resources consist of: Donations from partners; extraordinary contributions or sponsorships/donations from third parties; revenue from respective events, conferences, etc.; revenue/fees from the creation of alternative and new sales networks for the promotion of Greek production; revenue from the distribution and sale of Greek products participating in the Movement; revenue from the distribution of printed material when distributed for a consideration; revenue from European & national grants and subsidies; fees from its consulting services.

The company is a non-profit legal entity, and its operation is governed by the provisions of Articles 741-784 of the Civil Code. Given this fact, any profits arising from the aforementioned activities are either used entirely to purchase basic necessity food items to be subsequently distributed free of charge to institutions, entities, and organizations within the framework of addressing the Humanitarian Crisis, or are respectively used entirely to be provided in the form of financial aid or donations to institutions and entities supporting vulnerable groups.

The liability for any obligations towards the state and/or any third parties lies with all partners and is limited in proportion to each one's contribution. Both during the lifetime and upon the dissolution of the company, the distribution of profits to its partners is prohibited. The fate of this company and the disposal of its corporate property in the event of the dissolution of the legal entity shall be determined by a decision of the General Assembly of the Company.

ARTICLE 5: PARTNERS

1. The registration of a new partner can take place after their written application and by decision of the General Assembly.

2. To approve the registration of a partner, the following are required: a) Their proposal by two partners and b) A majority of the other partners; the amount of their registration fee will be determined by the G.A. The entry of a new partner automatically presupposes the unconditional acceptance of the terms of these Articles of Association and any amendments thereof.

3. Departing partners recover the amount of their contribution in the event that it has not been consumed by company losses.

4. The transfer or disposal, in any manner, with or without consideration, of the corporate participation is prohibited and automatically void, as it is a strictly personal, indivisible, non-inheritable, and non-transferable right.

| ARTICLE 6: MEMBERS

For the purpose of the company, it is possible, by decision of the G.A. and without any amendment to the Articles of Association, to register as regular, honorary, or supporting members natural or legal persons who can contribute to the achievement of the company's purposes. Apart from their title, these members cannot have any kind of participation in the administration, representation, and management of the company.

| ARTICLE 7: ADMINISTRATION - MANAGEMENT - AUDIT BODIES

The bodies that direct and manage the affairs of the company are: 1. The General Assembly of Partners, 2. The President & Chief Executive Officer (CEO), 3. The Audit Committee.

| ARTICLE 8: GENERAL ASSEMBLY

The G.A. of the partners is the supreme body of the company and is entitled to decide on any matter concerning it. It is convened by the President once a year at the registered office of the company and extraordinarily if requested by partners representing at least 1/20 of the contributions. Decisions of the G.A. are taken by a majority of more than half of the partners or the amount of contributions. Minutes are kept for the decisions taken.

| ARTICLE 9: PRESIDENT - CHIEF EXECUTIVE OFFICER

1. A natural person, remunerated for this purpose, is appointed as President of the company by decision of the G.A. of the partners. By virtue of this corporate agreement, **Melpomeni Taprantzi** daughter of Nikolaos is appointed as President.

2. The President of the company also exercises the duties of the Chief Executive Officer (CEO) of the company.

3. The President - CEO binds the company with her signature, placed under the corporate name, in all relations and transactions of the company with any third natural or legal person of public or private law, the Greek State, Banks, etc. She is entitled to sign contracts, open Bank Accounts, represent the company, and hire or terminate personnel.

4. The President - CEO exercises the aforementioned duties and powers either in person or through one or more alternates, third parties, specifically appointed by her.

| ARTICLE 10: AUDIT COMMITTEE

The Audit Committee consists of the partners, the company's accountant, and an independent certified auditor of mutual acceptance by the committee. Its task is the audit of the financial management and transparency of the company.

| ARTICLE 11: CORPORATE FISCAL YEAR

The corporate fiscal year begins on January 1st and ends on December 31st of each year. The first corporate fiscal year ends on December 31st of the year 2013.

| ARTICLE 12: DISSOLUTION - LIQUIDATION

When the company is dissolved in any way or its duration expires, it shall be liquidated in accordance with the provisions of Article 777 of the Civil Code. In the event of the dissolution of the legal entity, the company continues among the remaining partners. In the event that only one partner remains, the company is dissolved.

| ARTICLE 13: GOVERNING LAW

The operation of the company is governed by Greek law. For any matter not regulated, the provisions of the Civil Code regarding civil partnerships and Law 4072/2012 shall apply. Courts of Athens shall have jurisdiction.

| ARTICLE 14: FINAL PROVISION

These Articles of Association, having been read and accepted by the contracting parties, are signed by them. Each partner receives an identical copy, while copies are filed with the competent authorities (G.E.MI. Service and Tax Office).

THE CONTRACTING PARTIES

MELPOMENI TAPRANTZI

ALEXANDROS TAPRANTZIS