



## 13<sup>th</sup> Extraordinary General Meeting

*Must be filled in and submitted to the Company by January 5<sup>th</sup>, 2026 and 10:30 the latest*

DECLARATION FORM OF REMOTE PARTICIPATION - PROXY HOLDER  
AUTHORIZATION TO PARTICIPATE AT THE SHAREHOLDERS  
EXTRAORDINARY GENERAL MEETING OF THE SOCIÉTÉ ANONYME  
ORGANIZATION OF FOOTBALL PROGNOSTICS S.A.  
(hereinafter "O.P.A.P. S.A.")

Reg. Number G.E.MI. 3823201000

To the société anonyme with the corporate name:  
ORGANIZATION OF FOOTBALL PROGNOSTICS S.A. (O.P.A.P. S.A.)  
Investor Relations Team  
112, Athinon Avenue,  
104 42 Athens  
Tel.: +30 210 5798930  
E-mail: [ir@opap.gr](mailto:ir@opap.gr)

The undersigned shareholder / legal representative of the legal person that is O.P.A.P. S.A.'s shareholder:

NAME

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FATHER'S NAME

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NAME OF LEGAL PERSON

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ADDRESS / HEADQUARTERS:

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ID NUMBER/ Reg. Number at the Company's Register G.E.MI.

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TELEPHONE NUMBER: \_\_\_\_\_

NUMBER OF SHARES: \_\_\_\_\_ / or total number of shares owned for which I  
have the right to vote on the corresponding Record Date

INVESTOR ACCOUNT (DSS ACCOUNT): \_\_\_\_\_

SECURITIES ACCOUNT: \_\_\_\_\_



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I have taken note of the Invitation of the Extraordinary General Meeting of O.P.A.P. S.A., that will take place on Wednesday, the 7<sup>th</sup> of January 2026, at 10:30, at the headquarters of the Company, 112, Athinon Avenue, Athens, and I hereby notify to you my intention to participate in the Extraordinary General Meeting of O.P.A.P. S.A. and to exercise my voting rights arising from the above mentioned shares or from the total number of shares owned, for which I will have the right to vote, on the corresponding Record Date, by law, remotely, using audiovisual and electronic means.

Therefore, I authorize:

☐ OPAP's representative:

**Mr. Nikos Polymenakos, O.P.A.P S.A.'s Investor Relations Director**

or

☐ to be filled in if you wish to appoint other proxies of your likeness:

1. (name of representative) \_\_\_\_\_, of  
(father's name) \_\_\_\_\_, resident of \_\_\_\_\_,  
street \_\_\_\_\_, street number \_\_\_\_\_, with ID/Passport  
Number \_\_\_\_\_, issued  
on \_\_\_\_\_ by \_\_\_\_\_.
2. (name of representative) \_\_\_\_\_, of  
(father's name) \_\_\_\_\_, resident of \_\_\_\_\_,  
street \_\_\_\_\_, street number \_\_\_\_\_, with ID/Passport  
Number \_\_\_\_\_, issued  
on \_\_\_\_\_ by \_\_\_\_\_.
3. (name of representative) \_\_\_\_\_, of  
(father's name) \_\_\_\_\_, resident of \_\_\_\_\_,  
street \_\_\_\_\_, street number \_\_\_\_\_, with ID/Passport  
Number \_\_\_\_\_, issued  
on \_\_\_\_\_ by \_\_\_\_\_.



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by giving the order, the power and the right, acting jointly or each one of the above mentioned individually (erase in an appropriate manner), to represent me in the abovementioned Extraordinary General Meeting of O.P.A.P S.A., so as to participate in the relevant discussion of the items on the daily agenda, to vote on such items on the daily agenda at his/her/their discretion, to exercise all my legal rights at the Extraordinary General Meeting of O.P.A.P. S.A. and, in general, to act in whatever necessary for my legal participation in the abovementioned Extraordinary General Meeting.

I hereby approve every action of the above person(s) that will take place within the scope of the present authorization, as legal, valid and binding.

The present authorization is **valid** ☐ / **is not valid** ☐ and at any other Repeat General Meeting or after a recess or postponement, etc. Meeting, in particular the Repeat General Meeting that will take place on Tuesday, the 13<sup>th</sup> of January, 2025, at 10:30, at the headquarters of the Company at the above defined place (in accordance with the provisions of the Invitation of the Extraordinary General Meeting).

### THE ITEMS ON THE DAILY AGENDA (brief description)

	FOR	AGAINST	ABSTAIN
FOR ALL VOTING ITEMS ON THE DAILY AGENDA			



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### BALLOT

(Please mark the corresponding column with an “X”)

ITEM 1	FOR	AGAINST	ABSTAIN
<p>(a) Approval of: (i) the demerger of “Organisation of Football Prognostics S.A.” (the “<b>Company</b>”) by means of hive-down of the gaming business sector, through establishment of a new beneficiary company pursuant to paragraph 3 of article 57 and articles 59-74 and 140 of Greek Law 4601/2019, and Law 5162/2024 Part D articles 47-51, 56 and any relevant provision of the same Part as in force; (ii) the Draft Demerger Deed dated 30 October 2025, including the transformation balance sheet of the hived down sector as of 30 June, 2025; and (iii) all decisions and actions taken to date by the Board of Directors and the representatives of the Company regarding the above demerger.</p> <p>(b) Approval of the articles of association of the beneficiary company, including the appointment of its first Board of Directors.</p> <p>(c) Granting of authorisations.</p>			
ITEM 2	FOR	AGAINST	ABSTAIN
<p>Amendment of articles 1 (Incorporation-Corporate name) and 2 (Purpose) of the Company’s Articles of Association as a result of the demerger of the Company by means of hive-down of the gaming business sector.</p>			



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ITEM 3	FOR	AGAINST	ABSTAIN
(a) Approval of the establishment of a new société anonyme, 100% subsidiary of the Company, through contribution by the Company of the participations it holds in its subsidiaries pursuant to the provisions of Greek Law 4548/2018 and the tax framework of Greek Law 5162/2024, Part D, articles 47-51, 56 and any relevant provision of the same Part concerning the exchange of corporate participations in order for the société anonyme to become a 100% subsidiary of the Company. (b) Approval of the Articles of Association of the new société anonyme, 100% subsidiary of the Company, including the appointment of its first Board of Directors. (c) Granting of authorisations.			
ITEM 4	FOR	AGAINST	ABSTAIN
(a) Approval of the cancellation of eleven million four hundred fifty-nine thousand two hundred sixty-three (11,459,263) own shares acquired by the Company under the approved share buy-back programs, with a corresponding decrease in its share capital by the amount of three million four hundred thirty-seven thousand seven hundred seventy-eight euros and ninety cents (€3,437,778.9), in accordance with article 49 of Greek Law 4548/2018 and corresponding amendment to article 5 (Share Capital) of the Company's Articles of Association. (b) Codification of the Articles of Association of the Company in light of the amendments of the Articles of Association of the Company under agenda items 2 and 4.			



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ITEM 5	FOR	AGAINST	ABSTAIN
<p>(a) Approval of: (i) the cross-border conversion of the Company, whereby the Company, without being dissolved or wound up, converts its legal form into a public limited liability company (<i>société anonyme</i>) under the laws of the Grand Duchy of Luxembourg (the <b>“Converted Company”</b>), pursuant to the provisions of articles 139α-139ιη of Greek Law 4601/2019, and in addition to the provisions of articles 104-117 of Greek Law 4601/2019, as in force, as well as the provisions of Title X, Chapter VI, Section 2 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg (<i>Loi du 10 août 1915, concernant les sociétés commerciales</i>) and from a tax law perspective, in accordance with the provisions of Law 5162/2024, Part D, articles 47-51, 54, 56, 58 and 59 as well and any relevant provision of the relevant Part, as in force (the <b>“Cross-Border Conversion”</b>); (ii) the draft terms of the Cross-Border Conversion dated 30 October 2025, which were prepared by the Board of Directors of the Company in accordance with article 139d of Law 4601/2019 and article 1062-4 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg (<i>Loi du 10 août 1915, concernant les sociétés commerciales</i>); (iii) the Articles of Association of the Company, upon the effective date of the Cross-Border Conversion (the <b>“Cross-Border Conversion Effective Date”</b>) according to the article 1062-14 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg (<i>Loi du 10 août 1915, concernant les sociétés commerciales</i>) (the <b>“Articles of Association of the Converted Company”</b>); (iv) the creation of an authorised share capital as per Article 3 of the Articles of Association of the Converted Company and the granting of authority to the Board of Directors of the Converted Company to issue shares under the authorised share capital procedure; (v) the granting of authority to the Board of Directors to limit or withdraw shareholders’ preferential subscription rights upon the issuance of shares of the Converted Company through the authorised share capital procedure, after considering the special report prepared by the Board of Directors of the Company in accordance with article 420-26 (5) §3 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg (<i>Loi du 10 août 1915, concernant les sociétés commerciales</i>) on the creation of an authorised share capital and the authority to be granted to the Board of Directors of the Converted Company to issue shares and limit or withdraw</p>			



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shareholders' preferential subscription rights upon the share issuance through the authorised share capital procedure; (vi) all decisions and actions to date of the Board of Directors and the representatives of the Company regarding the Cross-Border Conversion; and (b) Granting of authorisations for the performance of all formalities required in connection with the notarial deed recording the Cross-Border Conversion according to the article 1062-13 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg ( <i>Loi du 10 août 1915, concernant les sociétés commerciales</i> ).			
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ITEM 6	FOR	AGAINST	ABSTAIN
Election of the new members of the Board of Directors of the Converted Company, with effect from the Cross-Border Conversion Effective Date as per article 1062-14 of the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg ( <i>Loi du 10 août 1915, concernant les sociétés commerciales</i> ) and determination of their term of office. Appointment of independent members (itemised ballot). <b>FOR THE ELECTION OF <u>ALL</u> MEMBERS OF THE COMPANY'S BoD</b>			
6.1 Karel Komarek, Chair,			
6.2 Robert Chvatal			
6.3 Katarina Kohlmayer,			
6.4 Pavel Saroch,			
6.5 Lord Sebastian Newbold Coe, proposed as Senior Independent Member of the Board of Directors			
6.6 Paul Schmid, proposed as Independent Member of the Board of Directors			
6.7 Cherrie Mae Chiomento-Ferreria, proposed as Independent Member of the Board of Directors			



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ITEM 7	FOR	AGAINST	ABSTAIN
With effect from the Cross-Border Conversion Effective Date: (a) Approval of establishment of the nomination and compensation committee of the Converted Company (the “ <b>Nomination and Compensation Committee</b> ”) and determination of its powers and responsibilities. (b) Determination of the qualifications of the members of the Nomination and Compensation Committee. (c) Election of the members of the Nomination and Compensation Committee and determination of their term of office. (d) Approval of the Nomination and Compensation Committee Charter.			
ITEM 8	FOR	AGAINST	ABSTAIN
With effect from the Cross-Border Conversion Effective Date: (a) Approval of establishment of the audit committee of the Converted Company (the “ <b>Audit Committee</b> ”) and determination of its powers and responsibilities. (b) Determination of the type of the Audit Committee as well as the number and qualifications of the members of the Audit Committee. (c) Election of the members of the Audit Committee and determination of their term of office. (d) Approval of the Audit Committee Charter.			
ITEM 9	FOR	AGAINST	ABSTAIN
With effect from the Cross-Border Conversion Effective Date, appointment of the independent auditor ( <i>réviseur d'entreprises agréé</i> ) of the Converted Company according to the Law of 10 August 1915 on commercial companies of the Grand Duchy of Luxembourg ( <i>Loi du 10 août 1915, concernant les sociétés commerciales</i> ) for the financial year ending 31 December 2026			





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ITEM 10	FOR	AGAINST	ABSTAIN
Approval of the remuneration policy as regards members of the Board of Directors of the Converted Company in accordance with articles 7.a and 7.b of the Law of 24 May 2011, on the exercise of certain shareholders' rights at general meetings of listed companies of the Grand Duchy of Luxembourg ( <i>Loi du 24 mai 2011 concernant l'exercice de certains droits des actionnaires aux assemblées générales de sociétés cotées et portant transposition de la directive 2007/36/CE du Parlement européen et du Conseil du 11 juillet 2007 concernant l'exercice de certains droits des actionnaires de sociétés cotées</i> ) with effect from the Cross-Border Conversion Effective Date			

Athens,        /        /

The Undersigned Shareholder/The Legal Representative of Legal Person

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Signature & Name

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Seal of the Legal Person (if applicable)

Please either send by post at the company's headquarters: OPAP, 112, Athinon Avenue, 104 42 Athens, Greece, or send via e-mail to OPAP Investor Relations Team at [ir@opap.gr](mailto:ir@opap.gr) by January 5<sup>th</sup>, 2026 and 10:30 the latest