

AGROS DEVELOPMENT COMPANY “PROODOS” PUBLIC LTD

NOTICE OF ANNUAL GENERAL MEETING

You are hereby notified that the Annual General Meeting of the Company's shareholders of AGROS DEVELOPMENT COMPANY “PROODOS” PUBLIC LTD (the “**Company**”) will take place on Saturday, 24 June 2023, at 11.00 a.m., at the Company's registered office, 1 Rodou str., Rodon Hotel, Agros, 4860 Limassol, with the following agenda:

1. Examination of the Annual Financial Report, which includes the Company's final audited financial statements for the financial year ended 31 December 2022.
2. Retirement and nomination for re-election of three members of the Board of Directors, pursuant to Regulations 86, 87 and 88 of the Company's Articles of Association, which provide for the retirement of Directors by rotation. The members who are retiring and offer themselves for re-election are Messrs Demos Demou, Andreas Stavrinou and Andreas Michaelides.
3. Approval of dividend of 8.14 cents per share of a nominal value of €1.71 (4.76% of the nominal value of the share) from the undistributed profits of 2020, amounting to a total of €292,243.50.
4. Determination of the remuneration of the non-executive members of the Board of Directors for 2023. The Board of Directors proposes that the remuneration of each non-executive director, in his/her capacity as member of the Board, remains in 2023 the same as in 2022, and therefore the annual remuneration of the non-executive directors for 2023 remains €1,750 (2022: €1,750) each and the remuneration per meeting of the Board of Directors attended by each Director remains €100 (2022: €100).
5. The Remuneration Report for 2022 relating to the members of the Board of Directors and other key senior officers carrying out duties similar to those of the executive senior managers is subject to advisory vote.
6. Re-appointment of the Company's external auditors, Ernst & Young Cyprus Limited and authorisation of the Board of Directors to determine their fees for 2023.
7. Any other business that may, in accordance with the Company's Regulations, be put before the Annual General Meeting.

By order of the Board of Directors

Prusec Limited
Secretary

Nicosia, 1 June 2023