MOTODYNAMICS
move • evolve • transform

RULES OF PROCEDURE

File Information

Responsible Unit	Issue Date	Version No.
	16/07/2021	v.1

Revision Table

Version No.	Date	Description of Amendments
v.1	16.07.2021	Initial Issue
v.2	21.12.2022	1st Amendment
v.3	10.03.2023	2nd Amendment
v.4	30.07.2025	3rd Amendment

Contents

1. Introduction 3
2. Persons Subject to Compliance with the Regulation 3
3. Organizational Structure 3
   3.1 Group Structure 4
   3.2. Company Organizational Chart 4
   3.3. Board of Directors 5
      3.3.1 BoD Chairman 6
      3.3.2 BoD Vice Chairman 6
      3.3.3 Corporate Secretary 7
   3.4 BoD Committees 7
      3.4.1 Audit Committee 7
      3.4.2 Remuneration and Human Resources Committee 8
      3.4.3 Governance, Nominations and Sustainability Committee 8
   3.5 Chief Executive Officer 8
   3.6 Divisions and Departments 9
      3.6.1 Yamaha Division 9
      3.6.2 Porsche Division 9
      3.6.3 Toyota - Autodirect Division 10

3.6.4 Sixt Division 10
3.6.5. NIO Division 10
3.6.6 Financial Services Department 10
3.6.7 Information Technology Department 10
3.6.8 Human Resources Department 10
3.6.9 Sustainability Department 11
3.6.10 Strategic Development Department 11
3.7. Shareholder Services Unit 11
3.8. Corporate Communications Unit 11
3.9 Internal Audit Unit 11
3.10 Risk Management Unit 12
3.11 Regulatory Compliance Unit 12
3.12 Legal Department 12
4. Recruitment and Performance Assessment Procedure for Senior Executives 13
5. Procedure for the Notification of Transactions by Persons Discharging Managerial Responsibilities 13
6. Disclosure of Dependency Relationships 13
7. Related Party Transactions 14
8. Conflict of Interest 14
9. Regulatory Compliance 14
10. Management of Inside Information 15
11. Training of BoD Members & Executives 15
11.1 Training of BoD Members 15
11.2 Training of Executives 15
12. Sustainable Development Policy 15
13. Internal Control System 16
13.1 Internal Audit 16
13.2 Risk Management System 16
13.3 Regulatory Compliance System 16
14. Policy and Procedure for the Periodic Assessment of the Internal Control System 17
15. Entry into Force and Revision 17
16. APPENDICES 18

1. Introduction

The company "MOTODYNAMICS S.A.", has been implementing since 2002 the Corporate Governance principles governing the composition and competencies of the Members of its Board of Directors, as well as its internal organization, with the objective of ensuring transparency in its financial management and operation, increasing its degree of credibility and business prestige and, by extension, in the long term, increasing its share value.

"MOTODYNAMICS S.A." and its subsidiaries, both in Greece and abroad, constitute the "MOTODYNAMICS" Group, which has established and follows a Corporate Governance System for the effective management and operation of the parent company "MOTODYNAMICS S.A." itself and of the companies in its Group.

For "MOTODYNAMICS S.A.", Corporate Governance principles constitute the foundation for exercising sound governance that equitably and fairly safeguards the interests of all stakeholders, aiming at the long-term growth of the company and the safeguarding of its value.

This Internal Operating Regulation, along with its Appendices which constitute an integral part hereof, (hereinafter the "Regulation") of the company under the commercial title "MOTODYNAMICS S.A." (hereinafter the "Company"), was drawn up in accordance with the provisions of Article 14 of Law 4706/2020 on corporate governance, as in force, Decision 891/30.9.2020 of the Hellenic Capital Market Commission, the provisions of the Articles of Association of the Company (hereinafter the "Articles of Association"), as well as applicable legislation.

The full text of the Regulation is posted on the Company's intranet. A summary of the Regulation is posted on the Company's website (www.motodynamics.gr).

2. Persons Subject to Compliance with the Regulation

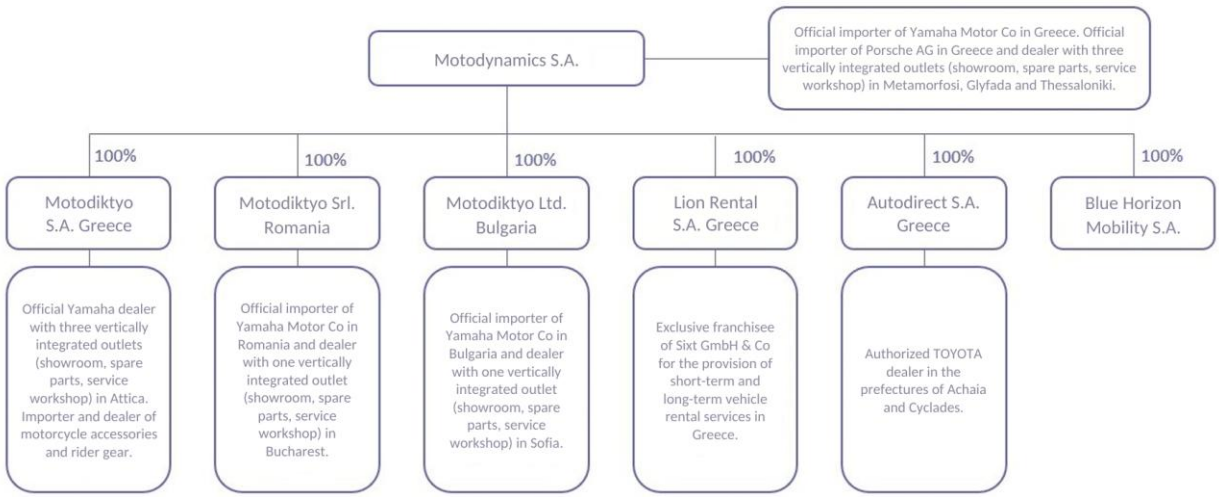
Persons obligated to comply with this Regulation are:

- The members of the BoD,
- The Chief Executive Officer and the Directors of the Divisions and Departments,
- Company employees bound by an employment relationship of dependent labor,
- Associates of the Company providing their services under an independent services contract or work contract, provided that this collaboration is based on a special relationship of trust, or provided that the collaboration agreement with the Company expressly subjects them to this Regulation.

3. Organizational Structure

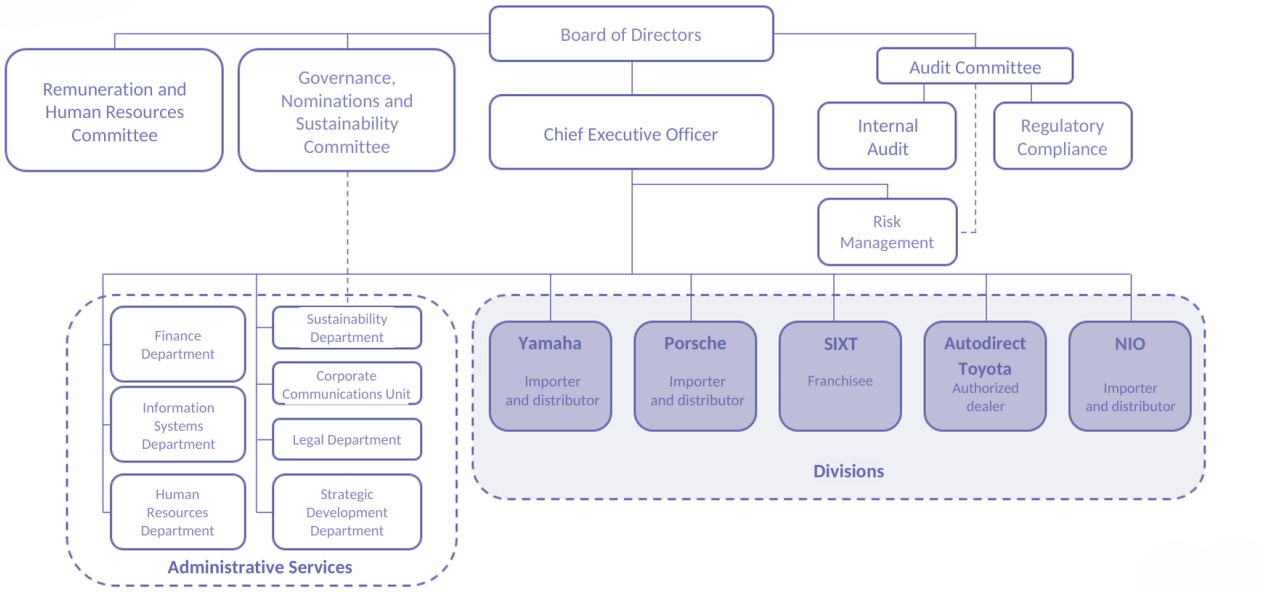
3.1 Group Structure

The Company holds participations in and controls six (6) subsidiaries, both in Greece and abroad, covering its main business activities, and participates in them with the following percentages, as illustrated in the diagram below:



3.2. Company Organizational Chart

The Company's organizational chart is structured as follows:



The Company is managed by the Board of Directors (hereinafter the "BoD"), the composition and responsibilities of which are determined by its Articles of Association and the applicable legal and regulatory framework. The work of the BoD is supported by three (3) individual Committees:

- the Audit Committee,
- the Remuneration and Human Resources Committee,
- the Governance, Nominations and Sustainability Committee.

The Company is structured into five (5) distinct business divisions and four (4) executive management departments:

- Yamaha Division,
- Porsche Division,
- Toyota Autodirect Division,
- Sixt Division,
- NIO Division,
- Financial Services Department,
- Information Technology Department,
- Human Resources Department,
- Sustainability Department.

3.3. Board of Directors

The Company's BoD is responsible for the long-term strategy and operational targets of the Company and, in general, for the supervision and decision-making within the framework defined by applicable legislation and the Articles of Association, as well as for compliance with corporate governance principles.
The BoD consists of a minimum of three (3) to a maximum of fifteen (15) members, who may be executive, non-executive, and independent non-executive members. Among the members of the BoD, non-executive members (independent and non-independent) engage in the general promotion of corporate matters and are not involved in the day-to-day management of the Company, while executive members are involved in the day-to-day administration of the Company.
The BoD convenes with the requisite frequency to effectively discharge its duties.
The BoD has, indicatively and not exhaustively, the following responsibilities:

- Defines and oversees the implementation of corporate strategy and the Company's long-term objectives.
- Safeguards and promotes corporate interest, as well as the interests of the Company's shareholders, and of key stakeholders.
- Conducts all corporate affairs with integrity.
- Consolidates the Company's credibility in the financial-business community and within the wider social environment.
- Enhances the operational and financial value of the Company.
- Establishes and oversees the corporate governance system and assesses it at least every three (3) years.
- Ensures the adequate and effective operation and independence of the Company's internal control system, including risk management and compliance functions, aiming, pursuant to Article 4 of Law 4706, indicatively at the following:

  - the effective operation of the Internal Audit Unit, the organization, operation, and responsibilities of which are defined in detail in its Operating Regulation, in accordance with Articles 15 and 16 of Law 4706/2020,
  - compliance with the regulatory and legislative framework, as well as internal regulations governing the Company's operation.

- Ensures the reliability and integrity of the accounting system and appropriate accounting records for the preparation of published financial statements, the annual management report, the corporate governance statement, and the remuneration report.
- Designates the status of its members as executive or non-executive.
- Delegations the exercise of part or all management and representation powers of the Company, except for those requiring collective action, to one or more persons, members of the BoD, employees of the Company, or third parties, specifying concurrently the scope of such authorization.
-

All the above are included in the BoD Operating Regulation, which is attached as Appendix 1 to this Regulation.

3.3.1 BoD Chairman

The Chairman of the BoD serves as the main liaison between the Company's management, the BoD, and the shareholders, and possesses the following responsibilities:

- Presides over BoD meetings and directs its proceedings in compliance with obligations toward shareholders, the Company, regulatory authorities, the law, and the Company's Articles of Association.
- Determines the agenda and oversees the effective conduct of BoD meetings, encouraging open dialogue and member contributions.
- Ensures timely and accurate information flow to BoD members and their support by management executives.
- Facilitates the effective participation of executive and non-executive BoD members in its proceedings, and ensures constructive relations between executive and non-executive members.
- Ensures effective communication with all shareholders, based on the fair and equal treatment of the interests of all shareholders.
- Facilitates dialogue with other stakeholders.
- Oversees the assessment of the BoD and its Committees.

Furthermore, beyond the aforementioned responsibilities related to the operation of the BoD, and to the extent that the Chairman maintains an executive capacity, the Chairman shall exercise the executive responsibilities granted through relevant BoD authorizations, in order to participate in all decisions that materially impact the Company's course.

3.3.2 BoD Vice Chairman

The BoD elects a Vice Chairman from among its independent non-executive members. The Vice Chairman of the BoD has the following responsibilities:

- Deputizes for the Chairman in the exercise of duties, where and as provided by the Articles of Association, the law, and Company policy.
- Leads the BoD Chairman assessment process by the BoD, represents independent non-executive members on the BoD, and coordinates their action effectively within the BoD as well as their communication with the Chairman and Management.
- Oversees the submission of annual reports and accounts of the independent BoD members to the Ordinary General Meeting of the Company's Shareholders.
- Participates in meetings or other communication, to the extent necessary, with Company shareholders on issues pertaining to corporate governance.

3.3.3 Corporate Secretary

The BoD is supported by a Secretary who is appointed by the Chairman of the BoD and is not a member thereof. The duty of the Corporate Secretary is to provide practical support to the Chairman and the other BoD members, collectively and individually, with a view to ensuring BoD compliance with relevant laws and regulations, as well as the internal rules of the Company.

3.4 BoD Committees

The BoD has established committees that assist in the preparation of its decisions and ensure the effective management of potential conflicts of interest during the decision-making process.
In this context, three (3) committees currently operate in which BoD members participate, and whose roles and responsibilities are analyzed in the respective Operating Regulations applied by the Company for each of them.

3.4.1 Audit Committee

The Audit Committee was established to support the BoD in the performance of its duties, without prejudice to the full responsibility of BoD members, and specifically:

- in overseeing the adequacy and effectiveness of the Company's internal control system, primarily quality assurance, regulatory compliance, and risk management,
- in monitoring the financial reporting process on an individual and consolidated basis, and the statutory audit by certified auditors to ensure its integrity,
- in monitoring the performance of the Internal Audit Unit,
- in the selection process of certified auditors and the approval process by the Committee of non-audit services that may be provided by the certified auditor, aiming at safeguarding their independence.

The Audit Committee consists of at least three (3) members and may be an BoD Committee or an independent committee. The majority of members are independent, with the Chairman being one of them. At least one (1) member who is independent of the Company possesses sufficient knowledge in auditing and accounting (international standards). The Committee convenes in the presence of all its members at regular intervals, at least four (4) times per year, and extraordinarily whenever deemed appropriate and necessary.
The composition, operation, and responsibilities of the Audit Committee are described in detail in the Audit Committee Operating Regulation of the Company, as included in Appendix 2 hereto.

3.4.2 Remuneration and Human Resources Committee

The Remuneration and Human Resources Committee has the primary mission of attracting and retaining appropriate executives within the Company, as well as linking the remuneration system to the corporate strategy and objectives of the Company. In this context, the Remuneration and Human Resources Committee: a) oversees the design and monitoring of the Remuneration Policy for BoD members, b) formulates proposals to the BoD regarding the remuneration of BoD members and senior management executives of the Company, and c) oversees the development and implementation of systems for the management and development of the Company's Human Resources.

The Remuneration and Human Resources Committee consists of at least three (3) non-executive members, the majority of whom, including the Committee Chairman, are independent. The Committee convenes upon invitation by its Chairman, meeting twice (2) a year on an annual basis, and extraordinarily whenever deemed appropriate and necessary.

The composition, operation, and responsibilities of the Remuneration and Human Resources Committee are described in the Remuneration and Human Resources Committee Operating Regulation of the Company, as included in Appendix 3 hereto.

3.4.3 Governance, Nominations and Sustainability Committee

The purpose of the Governance, Nominations and Sustainability Committee is, primarily, to propose to the BoD suitable candidates for membership in the BoD and to assist the BoD in its annual evaluation. Furthermore, it supports the BoD in the design and monitoring of the implementation of the Company's core corporate governance and sustainability principles and policies, and, in this context, oversees the implementation of the Company's Sustainable Development Strategy and Policy.

The Committee consists of at least three (3) non-executive members of the BoD, the majority of whom, including the Committee Chairman, are independent. The Committee convenes upon invitation by the Chairman at least once a year, or more frequently at the discretion of the Chairman or upon proposal by one of its members, at least prior to the announcement of the annual financial report, prior to the General Meeting for the appointment of new BoD members, and whenever necessary for updating the Suitability Policy.

The composition, operation, and responsibilities of the Committee are set forth in Appendix 4 to this Regulation.

3.5 Chief Executive Officer

The Chief Executive Officer is responsible for the implementation of the long-term strategy and operational targets of the Company. The Chief Executive Officer reports to the BoD of the Company and concurrently holds the position of General Manager.
The Chief Executive Officer exercises the powers delegated by the Company's BoD, which are as follows:

- Implements the long-term strategy of the Company and the Group to achieve the core mission and the interests of the shareholders, and to secure profitable growth in the domestic and European market.
- Reports financial results to the BoD and submits proposals for new business opportunities to the competent statutory bodies, aiming at the Company's expansion into new markets and ensuring the profitable growth of the Group.
- Ensures the fulfillment of the Company's annual targets through the management of its Departments and Divisions, the assurance of their effective and efficient operation, and the alignment of their individual goals with those of the Group.
- Assesses the overall efficiency of the Group, oversees the efficiency-effectiveness relationship of existing operations, and is responsible for studying and processing organizational and operational matters.
- Develops and manages relationships with third parties (suppliers, clients, associates - dealers, etc.) with a view to promoting the Group's interests.
- Ensures the lawful operation of the Company, as well as the implementation of all policies and internal regulations that constitute the Internal Control System.
- Appraises and assesses the effectiveness and performance of the Company's senior executives on an annual basis against strategic targets and results.

3.6 Divisions and Departments

With the objective of organizing its activities effectively and efficiently, the Company is structured into 4 Business Divisions and 4 Central Management Departments.
Both the heads of the Divisions, who are responsible for designing and implementing strategy, as well as monitoring the commercial activity of each Division, and the heads of the Departments, who supervise and coordinate the operation of each Department, contributing to the business planning of the Group, report functionally and administratively to the Chief Executive Officer.

3.6.1 Yamaha Division

The Division is active in the wholesale supply of powered two-wheelers and other vehicles, marine products, spare parts, consumables, and accessories of YAMAHA MOTOR Co in Greece, Bulgaria, and Romania via local subsidiaries that act as the Official Importers of Yamaha Motor Co in these countries. Product distribution takes place through a wholesale distribution network consisting of partners for land products and marine products, and at retail through Motodictio Single Member S.A., official distributor (dealer) of Yamaha with individual vertical outlets (showroom, spare parts, repair shop) in Attica. Furthermore, the Division imports, distributes, and markets a broad range of motorcycle accessories and rider equipment.

3.6.2 Porsche Division

The Division is active in the wholesale and retail distribution of products of the motor manufacturer PORSCHE AG (motor vehicles, spare parts, and accessories) in the Greek market. The distribution of Porsche motor vehicles is carried out through three vertical facilities (Porsche Centers with vehicle sales, spare parts, and repair shop services) of the Company in Metamorfosi, Attica, Glyfada, Attica, and Thessaloniki.

3.6.3 Toyota - Autodirect Division

The Division is active in the distribution of products of TOYOTA HELLAS S.A. (motor vehicles, spare parts, and accessories) in the Regional Units of Achaia and Cyclades through branches of the subsidiary AUTODIRECT SINGLE MEMBER S.A. in Patras and Syros.

3.6.4 Sixt Division

The Division is active in the Greek market through the subsidiary company Lion Rental Single Member S.A. as the exclusive franchisee of Sixt GmbH, providing short-term and long-term vehicle rental services. The business activity is supported by a proprietary network of rental stations throughout Greece.

3.6.5. NIO Division

The Division is active in the distribution of NIO products (motor vehicles, spare parts, and accessories) in Greece.

3.6.6 Financial Services Department

The Financial Services Department, through its head, contributes to achieving business planning and ensures the availability of financial resources in Greece and abroad (Romania and Bulgaria) for all Group activities. It coordinates and supervises all financial functions of the Group and satisfies all financial reporting needs within and outside the Group.

3.6.6.1 Corporate Announcements Unit

The purpose of the Corporate Announcements Unit, which falls under the Financial Services Department, is to issue necessary announcements concerning regulated information as well as corporate events, with the aim of informing shareholders or holders of other securities of the Company. Furthermore, it is responsible for the Company's communication with competent authorities, including the Hellenic Capital Market Commission and any other relevant authority.

3.6.7 Information Technology Department

The Information Technology Department, through its head, contributes to achieving the Group's business planning through the development and implementation of the Group's technological infrastructure strategy. It designs and monitors the implementation of applications and systems for all Divisions and Central Services of the Group in Greece and abroad, aiming at satisfying all their technological needs. It also oversees the security of systems and information across all technological applications and systems.

3.6.8 Human Resources Department

The Human Resources Department contributes substantially to achieving the Group's business planning through the development and implementation of the strategy for attracting, developing, and retaining the Group's human resources. Furthermore, it is responsible for designing and

implementing compensation and benefit plans for personnel, as well as for the continuous development of their skills and competencies. Simultaneously, it oversees the promotion of health and safety in the work environment.

3.6.9 Sustainability Department

The Sustainability Department ensures the implementation of the Group's sustainability strategy and contributes to the application of the Sustainable Development Policy. In this context, it is responsible for designing actions related to sustainability issues, communicating with external bodies and stakeholders, as well as preparing sustainability reports.

3.6.10 Strategic Development Department

The Strategic Development Department is responsible for designing and implementing the Group's long-term strategy, aiming at sustainable development and enhanced competitiveness. It analyzes market trends, competitor moves, and the internal capabilities of the organization. It identifies new business opportunities, strategic partnerships, or investments that can add value. It collaborates with management and other departments to implement strategic projects. It monitors strategy performance and proposes corrective actions to ensure the long-term success of the Company and the Group.

3.7. Shareholder Services Unit

The purpose of the Shareholder Services Unit is to provide immediate, accurate, and equal information to shareholders, and to support them in exercising their rights in accordance with applicable legislation. The head of the Shareholder Services Unit reports to the Chief Executive Officer.

3.8. Corporate Communications Unit

The Corporate Communications Unit contributes to achieving the Group's business planning by shaping and strengthening the Group's image. Its primary objective is to design and implement the communication program with various target audiences within and outside the Group through the effective management of all communication channels.

3.9 Internal Audit Unit

The primary mission of the Internal Audit Unit is to assist the Company in achieving its objectives by adopting a systematic, disciplined approach to evaluating and improving the effectiveness of risk management processes, the internal control system, and corporate governance. The Internal Audit Unit enhances and protects Company value by providing objective, independent, and risk-based assurance, advice, and insight.

The Internal Audit Unit constitutes an independent organizational unit within the Company headed by its manager. Its head is appointed by the BoD of the Company, upon proposal of the Audit Committee. The head is a full-time and exclusive employee, personally and functionally independent and objective in the performance of duties, and possesses appropriate knowledge

and relevant professional experience. The head reports administratively to the Chief Executive Officer and functionally to the Audit Committee and through it to the BoD.

The Internal Audit Unit has access to any organizational unit (Division/Department) of the Company and receives knowledge of any data required for the performance of its duties. The Operating Regulation of the Internal Audit Unit is included as Appendix 5 to this Internal Operating Regulation.

3.10 Risk Management Unit

The primary mission of the Risk Management Unit is to assist the Company in achieving its objectives by adopting a systematic, professional approach to defining the framework for identifying, assessing, and managing risks arising within the operational framework of the Company, as well as defining the activities and duties of the responsible executives for its implementation.

The Risk Manager is responsible for coordinating the risk management system, as described in Appendix 12 and subsection 13.2 hereof, with a reporting line to the BoD through the Chief Executive Officer.

3.11 Regulatory Compliance Unit

The primary mission of the Regulatory Compliance Unit is to determine the framework for identifying, addressing, preventing, and monitoring regulatory compliance issues, designating responsible persons per compliance area, coordinating the activities and duties of designated executives for its implementation, and monitoring the adequacy and necessity of updating policies and procedures to achieve compliance, taking into account the complexity and nature of Company activities, both in the existing operational model and during the design of new activities, products, relations with third parties, etc.

The Unit operates with a reporting line to the BoD through the Audit Committee, and in accordance with the provisions of the Regulatory Compliance System, which forms an Appendix hereto.

3.12 Legal Department

The Legal Department is responsible for ensuring the lawful operation of the Company through the handling of necessary legal proceedings and the provision of legal advice and solutions regarding all manner of legal issues arising during the operation of the Company.

The Legal Department reports to the Chief Executive Officer and its primary duties include:

- The coordination, management, and monitoring of legal matters and litigation cases of the Company,
- Legal review of all types of agreements between the Company and its counterparties,
- The provision of legal advice and/or formal opinions on matters concerning the Company,

- Representation before courts of all instances or public authorities with the aim of defending the Company, safeguarding its rights and interests, and bringing legal claims on its behalf and for its account.

4. Recruitment and Performance Assessment Procedure for Senior Executives

Aiming to attract and retain capable executives and evaluate their performance, the Company has established and implements a Recruitment and Performance Assessment Procedure for Senior Executives.

Company Management continuously monitors the existing pool of senior executives and evaluates its composition (skills, knowledge, experience) in relation to the long-term strategy and targets of the Company.

The final selection of a senior executive is made and approved by the Chief Executive Officer after taking into account the opinion of the Remuneration and Human Resources Committee, whereas the final selection for the position of Chief Executive Officer is decided by the Chairman of the BoD in cooperation with the Governance, Nominations and Sustainability Committee. The performance assessment process for Company senior executives is based on the target-setting system, as formulated and implemented on an annual basis. The assessment of the Chief Executive Officer is conducted by the Chairman of the BoD with the support of the Governance, Nominations and Sustainability Committee.

The detailed steps, roles, and responsibilities are described in the Recruitment and Performance Assessment Procedure for Senior Executives followed by the Company and included as Appendix 6 hereto.

5. Procedure for the Notification of Transactions by Persons Discharging Managerial Responsibilities

In compliance with Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and the relevant guidelines of the Hellenic Capital Market Commission, the Company maintains a Procedure for the Notification of Transactions by Persons Discharging Managerial Responsibilities and persons closely associated with them.

The detailed notification steps and obligations of said persons are described in the Procedure for the Notification of Transactions by Persons Discharging Managerial Responsibilities followed by the Company and included as Appendix 7 to the Regulation.

6. Disclosure of Dependency Relationships

Within the framework set by Article 9 of Law 4706/2020 regarding the criteria an BoD member must fulfill to be deemed independent, the Company implements a Procedure for the Disclosure of Dependency Relationships of Independent Non-Executive Members of the BoD.

The BoD is collectively responsible for overseeing the implementation of the Procedure, with the assistance of the Governance, Nominations and Sustainability Committee.

The specification of independence criteria, information collected from each independent member, actions taken, and parties competent for determining independence are described in the Procedure for the Disclosure of Dependency Relationships of Independent Non-Executive Members of the BoD followed by the Company and included as Appendix 8 to the Regulation.

7. Related Party Transactions

In compliance with the relevant institutional and regulatory framework, the Company has drawn up and implements a Policy and Procedure for Related Party Transactions to establish rules and procedures for ensuring transparency and effective oversight of agreements or transactions of the Company with related parties.

The Company's Policy and Procedure for Related Party Transactions describes the individual steps for identifying related parties, maintaining a relevant register, identifying, evaluating, and approving transactions with related parties, as well as the procedure for their disclosure, and is included as Appendix 9 to the Regulation.

8. Conflict of Interest

The Company has established a Policy and Procedure for the Prevention and Management of Conflict of Interest Situations, aiming to offer clear guidance on how conflicts of interest are defined, what obligations subject persons bear regarding them, and what handling measures the Company has established for such situations.

The Policy and Procedure includes specific provisions for BoD members and third parties to whom BoD powers have been delegated.

The individual steps, roles, and responsibilities are described in the Policy and Procedure for the Prevention and Management of Conflict of Interest Situations followed by the Company and included as Appendix 10 to the Regulation.

9. Regulatory Compliance

The regulatory compliance of the Company concerns compliance with the requirements of the applicable institutional and supervisory framework governing the Company's operation.
For this purpose, the Company has developed a Regulatory Compliance System describing compliance strategy, management of non-compliance risk, development of a compliance culture across the Group, and relevant compliance policies and procedures. The System is included as Appendix 11 to the Regulation.

10. Management of Inside Information

The Company has adopted and implements a relevant Procedure for the Management of Inside Information and Proper Public Disclosure, which includes mechanisms and procedures regarding the effective and lawful handling of inside information and the proper disclosure to the investing public.

The individual steps of the process for identifying and evaluating inside information, disclosing and safeguarding the confidentiality of inside information, and compiling lists of persons who possess inside information are described in the Procedure for the Management of Inside Information and Proper Public Disclosure followed by the Company and included as Appendix 13 to the Regulation.

11. Training of BoD Members & Executives

The Company recognizes the primary role of continuous learning and development in achieving its strategic goals. For this reason, it supports BoD members and its executives in strengthening their knowledge, skills, and competencies, and implements a relevant Training Policy for BoD Members and Executives.

11.1 Training of BoD Members

Regarding the Training of BoD Members, the Company implements introductory induction sessions for new members overseen by the Chairman of the BoD and supported by the Governance, Nominations and Sustainability Committee. The induction process consists of a series of actions and measures designed to provide the Member with the most effective briefing on the Company's environment, enabling an immediate and effective response to new duties.
Furthermore, the Company supports continuous professional development for BoD members through regular updates and presentations on matters concerning the Company, as well as by organizing and providing training on specific topics.

11.2 Training of Executives

Each Head of Department oversees the development of staff within their area of responsibility and identifies training needs.

Under the care of the Human Resources Department, the relevant training costs are included in the annual human resources budget according to the specific needs of the Departments and annual business priorities.

The individual steps, roles, and responsibilities are described in the Training Policy for BoD Members and Executives followed by the Company and included as Appendix 15 to the Regulation.

12. Sustainable Development Policy

The Company has established and implements a Sustainable Development Policy, which outlines the framework of sustainable development and, specifically, the Company's responsibility toward employee safety, environmental protection, coexistence with local communities, and the fulfillment of customer needs. The Policy is founded on the Company's core values: transparency, integrity, respect, and open communication.

The pillars supporting the Company's Sustainable Development framework are:

- Environment
- Society
- Corporate Governance

The Sustainable Development Policy and corresponding framework are monitored by the Governance, Nominations and Sustainability Committee, while overall oversight is exercised by the Board of Directors.
The Sustainable Development Policy adopted by the Company is included as Appendix 16 to the Regulation.

13. Internal Control System

The Internal Control System is defined as the set of internal control mechanisms and procedures, including risk management, internal audit, and regulatory compliance, which covers on a continuous basis every activity of the Company and contributes to its safe and effective operation.

13.1 Internal Audit

The Company has established the Internal Audit Unit within the Company, as described in detail under subsection 3.9 above.

13.2 Risk Management System

The Company implements a Risk Management System based on four pillars:

- Risk identification
- Risk assessment
- Risk response
- Risk monitoring and reporting

The Company has appointed a Risk Manager to coordinate the risk management process, who assists the Chief Executive Officer and Senior Executives of the Company in its implementation.
The Risk Management System and Procedure adopted by the Company is described in the Risk Management Policy in Appendix 12 to this Internal Operating Regulation.

13.3 Regulatory Compliance System

The Company has adopted a Regulatory Compliance System, as included in Appendix 11 to this Internal Operating Regulation, and has appointed a Compliance Officer to oversee and manage regulatory compliance matters.

The Company's BoD, with the support of the Audit Committee, ensures the adequate and effective operation of the Company's Internal Control System and of Regulatory Compliance as part thereof, which encompasses four main pillars:

- Compliance Strategy
- Compliance Risk Management
- Compliance Policies and Procedures
- Cultivation of Compliance Culture

14. Policy and Procedure for the Periodic Assessment of the Internal Control System

Recognizing the importance of the adequacy and effective operation of the Company's Internal Control System (ICS), the Company adopts a Policy and Procedure for Conducting the Periodic Assessment of the ICS. The body competent for ensuring the adequacy and effectiveness of the ICS is the Company's BoD. The assessment of the ICS examines:

- The effectiveness and adequacy of financial reporting (on an individual and consolidated basis),
- Risk management,
- Regulatory compliance,
- The implementation of the corporate governance system.

The relevant policy and procedure describes the scope and subject of the evaluation, the selection stages of the independent evaluator, project monitoring, and the reporting process to the Audit Committee and the BoD.

The Policy and Procedure for the Periodic Assessment of the Internal Control System adopted by the Company is included in Appendix 14 to the Regulation.

15. Entry into Force and Revision

From the date of its approval by decision of the Company's BoD, this Regulation replaces the Company's Internal Operating Regulation previously prepared pursuant to the provisions of Law 3016/2002, as amended and in force.

In each individual Chapter hereof, reference and citation is made to the detailed Internal Operating Regulation or to specific Regulations, Policies, and Procedures of the Company.
The comprehensive Internal Operating Regulation and individual Regulations, Systems, Policies, and Procedures maintained by the Company are posted on its intranet.

This issue of the Regulation constitutes a summary of the Internal Operating Regulation and is posted on the Company's website (www.motodynamics.gr).

16. APPENDICES

Ref.	REGULATION/PROCEDURE/POLICY
1	Board of Directors Operating Regulation
2	Audit Committee Operating Regulation
3	Remuneration and Human Resources Committee Operating Regulation
4	Governance, Nominations and Sustainability Committee Operating Regulation
5	Internal Audit Unit Operating Regulation
6	Recruitment and Performance Assessment Procedure for Senior Executives
7	Procedure for the Notification of Transactions by Persons Discharging Managerial Responsibilities
8	Procedure for the Disclosure of Dependency Relationships of Independent Non-Executive Members of the BoD
9	Policy and Procedure for Related Party Transactions
10	Policy and Procedure for the Prevention and Management of Conflict of Interest Situations
11	Regulatory Compliance System
12	Risk Management Policy
13	Procedure for the Management of Inside Information and Proper Public Disclosure
14	Policy and Procedure for the Periodic Assessment of the Internal Control System
15	Training Policy for BoD Members and Executives
16	Sustainable Development Policy
17	Operating Regulation of the Shareholder Services and Corporate Announcements Unit