

**Report on the activities of the Audit Committee of the company under the  
corporate name “JUMBO S.A.” (the «Company») (G.E.MI. No.  
12165396000)**

**Financial Year 01.01.2023 – 31.12.2023**

Honourable Shareholders and representatives of the Company’s Shareholders,

On behalf of the Audit Committee of the Company and in my capacity as its Chairman, I hereby submit the present Report of the Audit Committee for the financial year from 01.01.2023 to 31.12.2023 but also information regarding the activity of the Company's Audit Committee for the year 2024, until the present date.

The purpose of the Report is to present a concise but comprehensive picture of the activities of the Audit Committee during the aforementioned period.

### **1. Introduction**

The Audit Committee is a committee of the Board of Directors. The Audit Committee’s term of office expires on 05.07.2025, extended until the expiration of the deadline, within which the next ordinary general meeting must convene and until the relevant decision is taken, not exceeding three years. The Committee has Rules of Procedures which are published on the Company's website (<https://corporate.e-jumbo.gr/enimerosiependyton/etairiki-diakyvernisi/kanonismos-leitourgias-tis-elegktikis-epitropis/>).

### **2. Responsibilities of the Audit Committee**

In the context of its responsibilities, as enlisted in its revised Operating Regulations (according to Law 4449/2017 as amended by Law 4706/2020 and in force), it prepared this report in order to provide full information and its conclusions to the Board of Directors and General Meeting of the Company Jumbo S.A. for matters concerning:

- the external audit and the extensiveness and consistency of the Company's financial statements in relation to the information brought to its attention
- the external audit and evaluation of the Internal Control System
- the Company's internal audit and risk management
- the way that the Internal Audit Unit is organized and operates

- the content of the regular and extraordinary audit reports of the Company's Internal Audit Unit as well as
- other issues

Briefly, the Audit Committee (a) informs the Board of Directors of the Company about the result of the statutory audit and explains how the statutory audit contributed to the integrity of the financial information and what was the role of the Audit Committee in this process; (b) monitors the financial reporting process and submits recommendations or proposals to ensure its integrity; (c) monitors the effectiveness of internal control, quality assurance and risk management systems, as well as its internal control department regarding the Company's financial statements; (d) monitors the statutory audit of the financial statements and in particular its performance; (e) oversees and monitors the independence of statutory auditors and the adequacy of the provision of non-audit services and proposes the statutory auditors to be elected; and (f) is responsible for the selection process of statutory auditors and proposes the statutory auditors to be appointed.

### **3. Composition of the Audit Committee**

Following the General Meeting's resolution dated on 05.07.2023, the Board of Directors at its meeting of 05.07.2023, upon its formation in a body, elected the members of the Audit Committee in accordance with the provisions of law 4449/2017, which Committee was consisted of three independent non-executive members of the Board of Directors who meet the requirements of article 44 of law 4449/2017.

The Audit Committee consists of the following members:

- Ms Evanthia Andrianou, Independent non-executive member of the Board of Director and Chairman of the Audit Committee
- Mr. Fotios Tzigos, Independent non-executive member of the Board of Director and Member of the Audit Committee and
- Mr Marios Lassanianos, Independent non-executive member of the Board of Director and Member of the Audit Committee.

### **4. Meetings of the Audit Committee**

The Audit Committee meets regularly at least four times per year or extraordinarily, whenever necessary, keeps minutes of its meetings and submits reports to the Board of Directors, if necessary.

The items on the agenda are made available to each member at least one week before

the meeting. Relevant documents can also be circulated via e-mail. The Audit Committee may, by decision of its Chairman, meet on the basis of a televised or telephone conference.

During the financial year 01.01.2023-31.12.2023, fourteen (14) meetings of the Audit Committee were held.

The table below presents the members of the Audit Committee as well as each member's participation in the meetings:

<b>Member</b>	<b>Meetings attended</b>
Evanthia Andrianou	Present at 14 out of 14 meetings
Fotios Tzigkos	Present at 14 out of 14 meetings
Marios Lasanianos	Present at 14 out of 14 meetings

According to the above table, the meetings were attended by all the members of the Audit Committee and the members of the auditing company Grant Thornton S.A. in some cases as well as the Head of Internal Audit, or company executives also participated if this was deemed suitable.

During the financial year 01.01.2023-31.12.2023, the Audit Committee addressed the following indicative issues:

- planning the audit areas of the Internal Audit Unit and reviewing its reports and ,
- the most significant issues regarding monitoring the financial reporting process and the audit of financial statements of the year 01.01.2022-31.12.2022 and review of the interim financial statements 01.01.2023-30.06.2023,
- the Management and the Certified Public Auditors responsibilities,
- the risks arising from the environment in which the Company operates,
- the concept and the materiality level that will be used by Certified Public Auditors during their audit of the financial statements,
- approving the fees for non-prohibited non-audit services,
- reviewing and monitoring issues relating to the existence and maintenance of objectivity and independence of statutory auditors
- appointing the Auditing firm for FY 01.01.2023-31.12.2023,
- disclosing the results of the Audit Committee operation.
- Launch of the selection procedure for the appointment of the Auditors for the financial year 01/01/2024-31/12/2024, as part of the implementation of Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 and the

corresponding transitional provisions of Article 52 of Law 4449/2017 on the specific requirements for the statutory audit of public interest entities.

During the current fiscal year 01.01.2024 – 31.12.2024 and until the approval by the Board of Directors of the annual financial statements, there have been five (5) meetings of the Audit Committee with the Certified Auditor concerning:

- The planning of the annual mandatory audit for the period 01.01.2023-31.12.2023
- Update for the progress of the audit
- Informing the members of the Committee about the conclusions of the evaluation of the Corporate Governance System
- The final audit report for the financial year 01.01.2023-31.12.2023.
- The presentation of the supplementary report for the financial year 01.01.2023-31.12.2023

Also, in the current fiscal year 01.01.2024-31.12.2024 and until the approval by the Board of Directors of the annual financial statements, there have been one meeting of the Audit Committee with the Head of Internal Audit concerning:

- Internal Audit Report for the period 01.10.2023 - 31.12.2023, covering the second quarter of the financial year 01.01.2023 - 31.12.2023
- The internal audit report, evaluation and approval of the annual audit plan for 2024

The Chairman of the Audit Committee informs the Board of Directors at most of its meetings, regarding the work of the Audit Committee or important emergency issues that may arise.

## **5. Regarding external audit**

By virtue of the decision of the General Meeting of Shareholders dated on 05.07.2023, the mandatory audit of the annual and consolidated financial statements of the Company was assigned to the auditing firm "GRANT THORNTON CERTIFIED AUDITORS - BUSINESS CONSULTANTS SA".

During the financial year 01.01.2023-31.12.2023, meetings of the Audit Committee were held with the Certified Auditor regarding the planning of the annual mandatory audit, the final audit report and the presentation of the supplementary report for the financial year 01.01.2022-31.12.2022 and the overview of the semi-annual Financial Statements for the period ended on 30.06.2023. With regard to the annual financial

statements for the year ended 31.12.2022 in the discussions with the indented auditors, particular emphasis was placed on the “Key audit matters “as identified by the certified auditors and the manner that such matters were addressed in their audit. The two " Key audit matters " , as stated in the audit report, were:

- Revenue recognition: Retail sales recognition has been identified as key audit matter due to the complexity related to significant volume of transactions performed at various sales points, use of information systems for price change and revenue recognition purposes, as well as judgments and estimates of the management.
- Net realizable value of inventory: Determination of net realizable value of inventory has been identified as a key audit matter, since it involves estimates and judgements of the management related to the net realizable value.

Moreover, the Audit Committee monitored the preparation of the interim and annual financial statements of the Company and of the Group by the Group's Financial Department, which were prepared in accordance with the applicable accounting standards. Finally, the Audit Committee reviewed the annual and semi-annual financial statements of the Group and the Company, as well as the content of the Audit Report of the Certified Auditor before their recommendation for approval by the Board of Directors and ensured to have all the necessary clarifications and assurances regarding completeness and consistency of the content of the statements, in relation to the information brought to the attention of the Commission.

In particular, from the above meetings of the Audit Committee with the Certified Auditor for the fiscal year 01.01.2023-31.12.2023, the Audit Committee, after reviewing the financial statements, verified that :

- the mandatory audit was completed within the schedule
- the mandatory auditing contributed positively to the quality and integrity of financial information
- the lack of substantial weaknesses in the internal control and risk management systems regarding financial information, taking into account the relevant Reports of the Head of Internal Control
- the completeness and consistency of the financial statements
- the independence and objectivity of the external audit throughout the execution of its audit work
- the lack of substantial weaknesses in the Company's ICS according to the Regulatory Framework.

Regarding the findings arising from the regular audit as thoroughly analyzed, it is noted that there is no material impact on the financial statements of the Company which is also reflected in the Certified Auditor's opinion.

In the current financial year 01.01.2024-31.12.2024 (until today), meetings of the Audit Committee have been held with the Certified Auditor regarding the planning of the annual statutory audit, update during its implementation the final audit report and the presentation of the supplementary report for the financial year 01.01.2023-31.12.2023.

## **6. Regarding internal control and risk management**

Throughout the year, the Audit Committee monitored the progress of audit activities, reviewed all the Audit Reports of the Head of Internal Audit and thoroughly analyzed any possible inadequacy of the internal audit and risk management system regarding financial information at the respective meetings.

During the financial year, 01.01.2023-31.12.2023 meetings of the Audit Committee were held with the Head of Internal Audit regarding the approval of the planning of the actions concerning the internal control system for the financial year 01.01.2023-31.12.2023, the review of internal audit reports and relevant information was provided to the Board of Directors.

In the current year 01.01.2024-31.12.2024 (until today) meetings of the Audit Committee have been held with the Head of Internal Audit regarding the planning of the actions concerning the internal control system for 2024 and the review of the internal audit report and relevant information was provided to the Board of Directors and the and the internal audit report for the fourth quarter of the financial year 01.01.2023-31.12.2023.

From the abovementioned meetings the Audit Committee, after having discussed thoroughly with the Head of Internal Audit and reviewed her reports, concluded that there are sufficient safeguards and that the risk management policy is implemented by the Management of the Company and the Group, which Management evaluates the risks related to its activities and operations, designs the methodology and selects the appropriate financial risk reduction products. During the financial year 01.01.2023-31.12.2023, the operation of internal audit was deemed sufficient and effective while maintaining its independence during the exercise of its audit work.

It is noted that the Head of Internal Audit is a full-time and exclusive employee, personally and functionally independent and objective in the exercise of her duties and

has the appropriate knowledge and relevant professional experience.

The Company, following the recommendation of its Audit Committee, assigned to the auditing firm "GRANT THORNTON S.A. CHARTERED ACCOUNTANTS & MANAGEMENT CONSULTANTS" the engagement "Provision of Company's Corporate Governance System assessment services", aiming to assess adequacy and effectiveness of the Corporate Governance System of the Company as at the reporting date of 31.12.2023 in accordance with the provisions of paragraph 1 article 4 of Law 4706/2020. This assessment was performed in accordance with the assurance procedures as specified in I73/08b/14.02.2024 decision of the Supervisory Board of the Institute of Certified Public Accountants of Greece (SOEL), in accordance with the International Standard on Assurance Engagements (ISAE) 3000 "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information"

The above work of the Chartered Accountants did not reveal any material weaknesses in the Corporate Governance System of the Company.

The results of the above evaluation were presented and discussed at a relevant meeting of the Audit Committee, during which detailed information was provided.

## **7. Evaluation of the Audit Committee**

The Audit Committee evaluates its work annually. As part of the annual assessment of the Board of Directors, the members of the Committee answered a specially designed questionnaire that referred to the Committee in question collectively as well as to the Chairman of the Committee.

At the same time, the Committee carries out an annual overview of its work and operation, which report is submitted to the Board of Directors.

## **8. Sustainability Policy**

The Company has developed a Sustainability Policy, which constitutes an integral part of its Operating Regulations, as duly approved by the Board of Directors.

According to the above Policy, the Company undertakes to responsibly manage any direct and/or indirect economic, social and environmental effect from its operation with the aim of reducing possible negative effects and increasing positive ones on its employees, suppliers, partners, customers and consumers.

The Company's permanent commitment is its positive contribution to the Greek economy, society and the natural environment, since for the Company it is important to create additional value for its customers, its employees and its shareholders.

The Company is committed to complying with the current legislation regarding sustainable development issues and the implementation of the standards, policies, internal directives and relevant procedures that it applies.

The Sustainable Development Policy defines the persons who fall within its scope and the purposes of social importance, which shall be taken into account when exercising their duties and making administrative decisions.

Athens, April 24, 2024

Evanthia Andrianou

Chairman of the Audit Committee