Information and Draft Decisions of the Annual General Meeting of the Shareholders of "JUMBO ANONYMOUS TRADING COMPANY S.A." on 06.11.2019

Item 1

Submission and approval of the Annual Financial Report (of the Company and the Group) for the financial year from 01.07.2018 to 30.06.2019, which includes the annual separate and consolidated financial statements, the relevant Board of Directors' statements and Statutory Auditors' reports.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors proposes to the General Meeting the approval of the Annual separate and consolidated Financial Statements for the financial year from 01.07.2018 to 30.06.2019, as approved by the Board of Directors on 14.10.2019 and been published in accordance with the provisions of the effective legislation together with the Statutory Auditor's Report and the management's report which includes: I. Statements by Chairman Mr. Apostolos-Evangelos Vakakis, Vice President of the Board Mr. Ioannis Economou and Managing Director Konstantina Demiri (pursuant to article 4 of Law 3556/2007). II. The Audit Report of Independent Chartered Accountants. III. The Board of Directors Annual Report, which contains the information referred to in paragraphs 2 (c), 6, 7 and 8 of article 4 of Law 3556/2007 and articles 150 paras. 1-3 and 153 par. 1 -4 of Law 4548/2018 and the decision of the Securities and Exchange Commission 7/448 / 11.10.2007, article 2, as well as the corporate governance statement pursuant to Law 3873/2010 and Article 152 paragraph 1 of Law 4548 / 2018. IV. The audited Annual Separated and Consolidated Financial Statements consisting of the Separated and Consolidated financial position as at 30.6.2019, the Separated and Consolidated income statement and other comprehensive income, changes in equity and cash flows as at that date, as well as a summary of significant accounting principles and methods and other explanatory information and have been prepared in accordance with IFRSs, namely: a) Income Statement by (b) The Company's and Consolidated Financial Position, which were signed by the Chairman of the Board of Directors of Mr. Apostolos-Evangelos Vakakis, the Vice President of the Board of Directors Mr. Ioannis Economou, the Managing Director Mrs Konstantina Demiri and the company's accountant Mr.Panagiotis Xiros (c) The Statement of Changes in Equity of the Group; (d) The Statement of Changes in Equity of the Company; (e) The Statement of Cash Flows; and (f) The Notes to the Annual Seperate and Consolidated Statements and V. the web site for posting the Separate and Consolidated Financial Statements and the financial statements of the subsidiaries.

The Annual financial Report for the financial year 2018/2019 is published at the company's website www.e-jumbo.gr (http://corporate.e-jumbo.gr/).

Following a vote taken in conformity with the law, the General Meeting approved, by a majority of represented shares and votes, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, the Separate and Consolidated Annual Financial Statements for the financial year from 01.07.2018 to 30.06.2019, with the relative reports and statements of the Board of Directors and the Statutory Auditor's report.

Item 2

Approval of distribution of profits for the closing corporate year from 01.07.2018 to 30.06.2019, in line with making the decision on Profit Distribution Tables in compliance with IFRS for the corporate year from 1.7.2018 to 30.06.2019 and distribution of dividends from the closing corporate year profits.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors proposes the following: From the financial statements of the company for the fiscal year ended 01.07.2018 to 30.6.2019 according to IFRS, net profit (profit) of €

129.358.942.72 together with previous years' results amounting to EUR 26.045.540,81, amounting to EUR 155,404,483.53 after deducting all tax liabilities of the Company amounting to EUR 36.821.051,53, of which a total of attributed taxes of EUR 38.154.268,79 and deferred tax of EUR (1.333.217,27), remain earning for distribution of EUR 118,583,432.00. It is proposed to allocate these profits as follows: 1. Euro 0 regular reserve, 2. As first dividend of EUR 63.948.086,73. 3. As an Extraordinary reserve of EUR 28.000.000,00 and 4. Retained earnings of EUR 26.635.345,27. In this, respect the approval of the Distribution Table below.

IFRS	IFRS
Distribution of earning 30/06/2019	30/6/2019
Net earnings	129.358.942,72
Plus : Balance of previous year's earning	26.045.540,81
Total	155.404.483,53
Minus: Income taxes	38.154.268,80
Defferred taxes	-1.333.217,27
Total Taxes	36.821.051,53
Net earnings for distribution	118.583.432,00
Distribution of Profits :	
1. Regular Reserve	0,00
2. Dividend	63.948.086,73
3. Extraodinary Reserve	28.000.000,00
4. Retained earnings	26.635.345,27

The Company's Board of Directors, proposes distribution of dividends for the corporate year 2018/2019 totaling sixty-three million nine hundred forty-eight thousand eighty-six and seventy three cents EUR 63.948.086,73 i.e. a gross amount of EUR 0,47 per share (total 136.059.759 shares) of which a dividend tax shall be withheld, where necessary. As of 14.05.2019 the Company has already paid in the form of an interim dividend the amount of € 25.851.354,21 i.e. € 0,19 per share and the approval of the General Meeting as of 6.11.2019 is expected in order to distribute the remaining amount of € 38.096.732,52 corresponding to € 0,28 per share (gross). Further to the implementation of this decision, the following dates are set, which have already been published in the financial calendar of the Company: a) the ex- dividend date on 11.11.2019, (date before 15.11.2019 which signifies the maturity date for the Futures Contracts on the FTSE/ATHEX Large Cap index) b) 12.11.2019 as record date and c) Commencement of dividend payment on 18.11.2019.

Following a vote taken in conformity with the law, the General Meeting decided on distribution of the dividend, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented. e.

Item 3

Approval of payment of fees to certain Members of the Company's Board of Directors from the profits of the closing year from 01.07.2018 to 30.06.2019 within the meaning of article 109 of Law 4548/2018.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors proposes to the General Meeting of Shareholders to approve the payment to certain members of the Company's Board of Directors of a fee from the profits realized in the closing corporate year from 01.07.2018 to 30.06.2019, within the meaning of article 109 of the Law

4548/2018 and in accordance with articles 18 and 35 of the Articles of Association.

It is noted that the Board of Directors fees, which arise from the profits of a societe anonym, constitute dividends in accordance with the provisions of paragraph 1 of article 36 of Law 4172/2013, and are subject to withholding tax in accordance with the legal provisions.

Regarding the aforementioned fees, the Board of Directors informs the General Meeting that the company has till currently complied with the fixed policy and principles regulating fees paid to some of its members: The objective is to facilitate that the level of fees corresponds to the time that members devote to attend BoD meetings, reflects the performance of all kinds of tasks and obligations assigned, is in accordance with the abilities, skills, experiences and conduct of every BoD member as well as their ability to adapt themselves to the prevailing economic conditions. Higher fees are foreseen for specialized roles of increased significance or for individuals with outstanding experience and performance. Furthermore, achieving the objectives is linked to the performance of the individuals, the Company and the Group in general. Matters which are particularly taken into account are: preservation and/or enhancement of the turnover and operational profitability margin, achieving positive operating cash flows and achieving or increasing net profitability.

In view of the above mentioned policy, fully complied with till currently, and criteria of the Company, it is proposed to approve total fees on profits of a gross amount of six hundred twenty-five thousand eight hundred eighty (EUR 625.880,00), which will be deducted from the residual balance of the net profits from 01.07.2018 to 30.6.2019 after deduction of taxes, amounts of statutory reserves, dividends and the amount of extraordinary reserves in compliance with the specific legal provisions, as mentioned and approved. The total amount of gross fees (on which the relevant income tax, stamp duty of 1,2% and insurance contributions as mentioned above are withheld) is proposed to be distributed to some BoD members as follows:

- a) the amount of 516.060, also paid in the previous corporate year, to the Chairman of the BoD, Apostolos-Evangelos Vakakis,
- b) the amount of 27.455,00 to the Member of the Board of Directors Mrs Vakaki Sofia in addition to her salary for on-going monitoring and further improvement and development of on line store of the Company, and
- c) the amount of 27.455 to every independent non-executive member Nikolaos Velissarios, Georgios Katsaros and Fotios Tzigkos for their participation in the meetings of the Board of Directors as well as in the Committees of the company, in which they may participate. The abovementioned members will be able to receive the net amounts of their fees either as a lump sum or gradually.

Following a vote taken in conformity with the law, the General Meeting approved, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, payment of fees on profits for certain members of the Board of Directors, within the meaning of article 109 of Law 4548/2018...

Item 4

Board of Directors' approval of the overall management of the Company for the corporate year from 01.07.2018 to 30.06.2019 in accordance with article 108 of Law 4548/2018 as effective and discharge of the Statutory Auditors for the financial year from 01.07.2018 to 30.06.2019 in accordance with article 117 par.1 (c), of Law 4548/2018.

(Required guorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

In this regard, the Board of Directors proposes to the Regular General Meeting of shareholders:

a. To approve, in accordance with article 108 of Law 4548/2018, the overall management of the company, performed by the Board of Directors, by every BoD member separately, as well as by all its members, collectively for the fiscal year ended 30.6.2019, having considered and evaluated the Board of Directors' work as a whole, independently and separately for each of its members during the closing financial year, together with the financial results achieved and the general course of the Company's operations, the prospects and the regular development of its investment plan, which continues normally despite the financial crisis, and

b. to approve, in accordance with article 117 par. 1 (c) of Law 4548/2018, the discharge of the auditing firm "GRANT THORNTON'S CERTIFIED AUDITORS - BUSINESS CONSULTANTS SA", domiciled in P. Faliro, SOEL Reg. Num.: 127 as well as its certified public accountants: a) Statutory: Emmanuel Michalios, SOEL Reg. Num.: 25131 and Athanasia Arabatzis, SOEL Reg. Num.: 12821 and b) Deluty Auditors: Athanasios Xynas, SOEL Reg. Num.: 34081 and Lina Kaza, SOEL Reg. Num.: 62591, from any liability for damages for the fiscal year from 1.7.2018 to 30.6.2019.

Following a vote taken in conformity with the law, the General Meeting approved, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, approves in accordance with article 117 par.1 (c), of Law 4548/2018 the overall management of the Company for the corporate year from 01.07.2018 to 30.06.2019 in accordance with article 108 of Law 4548/2018 as effective and discharge of the Statutory Auditors for the financial year from 01.07.2018 to 30.06.2019.

Item 5

Approval of the remuneration policy of the members of the Board of Directors of the company, according to article 110 par. 2 of Law 4548/2018, as effective.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors informs the shareholders that in accordance with the new provisions of Articles 110 and 111 of Law 4548/2018 on Sociétés Anonymes, the General Meeting approves the Remuneration Policy for the members of the Board of Directors and the company's senior executives.

Pursuant to the above provisions, the Board of Directors has prepared the Company's Remuneration Policy, which has been posted and available to the public on the Company's website https://corporate.e-jumbo.gr/en/investor-relations/shareholder-information/general-meetings/

The Board of Directors recommends that the General Meeting should approve the above Remuneration Policy.

Item 6

Election of a new Board of Directors with a two-year term of service.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

Taking into account that on 08.11.2019 the two-year term of service expired, p the Annual General Meeting of the company's Shareholders should elect the a new Board of Directors with a two-year term of service.

All members of the Board of Directors can be re-elected and it is proposed that the Board of Directors should be re-elected given the successful management of the company so far, the regular development of its investment plan and its positive results. The shareholders of the company, if they wish, may nominate other candidates for election to the Board of Directors. In any case, the shareholders participating in the General Meeting, after evaluating the term of service of the current Board of Directors for every member separately and all the member together as an aggregate, in combination with the achieved financial results, the general course of the business and the prospects of the company in time of economic crisis, may decide and vote on the proposed re-election.

The Company's outgoing Board of Directors has presented the CVs of its members, the data regarding their previous experience and the current activities of three (3) independent non-executive members proposed to be elected. The independence of the members in question has been checked in accordance with specific practices 2.5. of the Greek Code of Corporate Governance, which the company has adopted. Therefore, the Board of Directors confirms and certifies their full independence.

In any case, it is proposed that a seven-member Board of Directors should ne elected, consisting of four (4) executive members and three (3) independent non-executive members, in order to meet the legal provisions regarding the compliance with the Corporate Governance for the minimum number of members of the Board of Directors of the company, as well as the provisions of the Greek Corporate Governance Code, which the company has adopted, with discrepancies reported on a case-by-case basis. The same decision of the General Meeting, as required by law, shall define the status of every elected member of the Board of Directors as executive and non-executive, while the election of the new Board of Directors will be subject to the required publicity provisions. Finally, the Board of Directors, which will be elected, will be constitutes as a body on the same day and at its meeting, held on the same day, it will assign positions and delegate responsibilities and powers of engagement and representation of the company to its members, employees of the company and third parties.

The proposed nominations for seven (7) members are as follows:

A. Four (4) Executive members –as in the previous BoD:

- 1. Apostolos Evangelos Vakakis, Executive member. Mr. Vakakis is in charge of the company strategic development. He is a second-generation entrepreneur with extensive experience in the field. He studied business administration and financial management at the University of Warwick (United Kingdom).
- 2. Ioannis Economou, Executive member. Graduated from the Law School of the University of Athens, is a member of the Athens Bar Association, with thirty years of experience in the field of commercial law, in particular in the field of business and all types of legal cases, related to everyday operations (corporate law, financial legislation, banking, real estate, leases, contracts of any kind, labor, administrative and market regulation). Since 1995 he has been the legal adviser of the Company and its Vice Chairman.
- 3. Konstantina Demiri, Executive member. Mrs. Demiri has been in charge of the accounting department of JUMBO since 2003. During her 20-year professional career she was in charge of the accounting department in a group of companies in the retail sector.
- 4. Sofia Vakaki, Executive member. Ms Vakaki is a graduate of Accounting and Finance of the University of San Diego and M.S. in Studies of Hospitality Industry at the University of New York. She was employed with Grant Thomton International LTD and since 2012 she has been working with JUMBO at the department of e-commerce and as a Head of merchandising of the Company being responsible for all branches of the parent and subsidiary companies in Greece, Bulgaria, Romania and Cyprus.
 - b. Three (3) independent non-executive members:
- 1. Nikolaos Velissarios- Independent non-executive member. Nikolaos Velissarios is a graduate of Athens College (1988). He holds BSc degree from the University of Manchester and MBA. Degree from Manchester Business School. In 1996, he began his professional career as an investment adviser at Telesis Investment Securities until its acquisition by EFG Eurobank Ergasias, where he served as Senior Director and Managing Director of Private Clients. Later he was one of the co-founders of VAL Advisors SA, a real estate management and consulting services firm.

- 2. Georgios Katsaros, Independent non-executive member. Mr. Katsaros is a graduate of the Department of Economics of the Law School of the University of Athens. He also holds Master degree in Industrial Economics from the University of Sussex (United Kingdom) and an MBA from INSEAD (France). His professional career is associated with the banking sector in Greece and abroad. Since 2003, he has been employed as a Management Consultant at EFG Eurobank Ergasias. He is independent –non executive member of the listed company "Sidma S.A." and at the company "Kronos S.A.".
- 3. Fotios Tzigkos-, father's name Athanasios Independent non-executive member. Mr. Tzigkos is a graduate of the Athens University of Economics and Business, (1981). After a solid career of more than five years as a chief accounting and tax manager of a multinational company, Mr. Tzigkos co-founded a new Greek company focusing in Tax and Accounting Services, in 1988 (TZIGKOS I BANTRAS Accounting and Tax Consulting S.A.). Mr. Tzigkos maintains primary responsibility for accounting and tax services in the retail, financial and shipping industries and he specializes in consulting both private individuals and companies concerning tax legislation and compliance.

Following a vote taken in conformity with the law, the General Meeting elected, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, the below 7 member Board of Directors, with a 2-year term:

- A. Four (4) Executive members:
- 1. Apostolos Evangelos Vakakis, Executive member.
- 2. Ioannis Economou, Executive member.
- 3. Konstantina Demiri, Executive member.
- Sofia Vakaki, Executive member.
- b. Three (3) independent non-executive members:
- 1. Nikolaos Velissarios- Independent non-executive member.
- 2. Georgios Katsaros, Independent non-executive member.
- 3. Tzigkos Fotios- Independent non-executive member.

Item 7º

Election of new Audit Committee, in accordance with article 44 of Law 4449/2017

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

In view of the above proposed composition of the new Board of Directors, it is proposed that the new Audit Committee should comprise exclusively three (3) independent non-executive members of the Board of Directors: Nikolaos Velissariou, entrepreneur, Georgios Katsaros, economist and Fotios Tzigkos, tax consultant, who have the necessary knowledge and experience, in accounting and auditing matters, as defined by the law.

During its initial meeting, the Audit Committee will nominate the member that will serve as its President. The Audit Committee's term shall be two years and shall end at the same time as the relevant term of the members of the Board of Directors i.e. on 6.11.2021, extended until the Regular General Meeting of Shareholders, to be held in the second half of 2021.

Following a vote taken in conformity with the law, the General Meeting elected, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, the new Audit Committee, in accordance to the article 44 of Law 4449/2017.

Approval of an amendment to article 34 of the Company's Articles of Association regarding the corporate year. The twelve-month corporate year will be from January 1 to December 31 of each year. As an exception, the corporate year that commenced on July 1, 2019 will end on December 31, 2019. Formation of the Company's Articles of Association in a single text.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors considers that it is in the interest of the company and recommends that the General Meeting should approve the change of the corporate year, so that it begins on January 1 and ends on December 31 of each year, instead of starting as at July 1 of each year and ending as at June 30 of the following year, as it is today. Since the legislation does not allow the financial year to exceed a 12 month period, as an exception, the current financial year, beginning on 1.7.2019, will finish on 31.12.2019 in compliance with all the provisions of the effective legislation. The aim is to match the financial year with the calendar year so that the company does not fall behind other listed companies with respect to the newly announced growth policy of the government. This change will take place in line with the total replacement of par. 1, Article 34 of the Company's current Articles of Association for the corporate year, which will be worded as follows:

"Article 34. Corporate Year - Annual Financial Statements.

When the company was founded, the founders agreed that the financial year shall be that of twelve months, commencing on the first of July of each year and ending on the thirtieth (30th) of June of the following year. As an exception, , the first financial year began from the legal registration of the company and ended on the thirtieth (30th) June, 1988. According to the decision of the General Meeting dated 6.11.2019, the financial year of the company is twelve months, commences on the first (1st)) of January and ends on the thirty first (31st) of December of each year. As an exception, the financial year, which started on 1.7.2019 will finish on 31.12.2019 ".

Item 9

Approval of amendment of the Company's Articles of Association for the purposes of their modernization and harmonization with the provisions of Law 4548/2018, as in effect, in accordance with article 183 par 1 of Law 4548/2018. Formation of the above in a single text.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

The Board of Directors recommends the amendment of the Company's Articles of Association for the purposes of their modernization and harmonization with the provisions of the new Law 4548/2018 on Sociétés Anonymes, as amended by Law 4601/2019. Harmonization of the Articles of Association with the new provisions of Law 4548/2018, as in effect, takes place in accordance with article 183 paragraph 1 of the above law and includes the following amendments, additions and / or cancellation of provisions, which follow the basic principle, that is to say, the Articles of Association of the company do not have any specific provisions, but follow the legal provisionswere adapting or replacing and/or complimenting its articles in order to facilitate better harmonization and in line with the current provisions, to achieve easy reporting, matching and comparison of old and new provisions. Where reference is made to legal provisions without further clarification, the relevant provisions of Law 4548/2018 are meant, as currently effective.

In summary, the proposed amendments and adjustments per article of the Articles of Association of the company are as follows:

Articles 1, 2 and 3. No change

Article 4. Objective. No change. Only paragraphs and subparagraphs' numbers change, following the numbering in all other articles of the Articles of Association.

Article 5 par A. Share Capital, Shares. Renumbered as Article 5A. Share Capital, Shares, with exactly the same content.

Article 5 par B. Share capital increase. It is renumbered as "Article 5B. Capital Increase', and new text is added for share capital increase and its subdivisions into regular and extraordinary in accordance with article 23 of Law 4548/2018.

Article 5B (1) (e) a ', b' c ', par. 2, 3, 4 ed. (a), (b) and (c), relating to the extraordinary increase in share capital, shall be replaced by the new 'Article 5c. Extraordinary Share Capital Increase", in accordance with article 24 of Law 4548/2018.

Article 5B (5) and (6), which refer to the decision and the procedure of the increase, are replaced by the new 'Article 5D. Decision and procedure for raising share capital ", worded in accordance with article 25 of Law 4548/2018.

Article 5B (7), (8) and (9) on the preference option are replaced by the new 'Article 5E. Preference option", in accordance to article 26 of Law 4548/2018.

Article 5B, paras. 10 and 11 which refer to limitation and exclusion of the preference option are replaced by the new 'Article 5F. Limitation or Exclusion of Preference Option", worded in accordance with article 27 of Law 4548/2018.

Article 5B, par. 12, in the case of more categories of shares, has been replaced by paragraphs 3 and 4 of the above new "Article 5D".

Article 5B, paras. 13 and 14 for a stock option plan are replaced by the new "Article 5G. Board of Directors and staff members 'stock option plan', according to article 113 of Law 4548/2018.

Article 6. Certification of payment of capital. It is replaced by the new "Article 6. Payment and Certification of Payment of Capital", in accordance with article 20 of Law 4548/2018.

Article 7. Shares. Paragraphs 1 and 2 are amended to adapt them to Articles 40 par. 1, 40 par. 6, 41 par. 1 and 3 and 42 L. 4548/2018.

Article 8. Untitled. The title: "Company and Shareholder Relations" is added and these paragraphs are numbered 1 and 2, with no changes to their content.

Article 9. Rights and Obligations of Shareholders. Paragraphs a to e are numbered 1 to 5 and redrafted in accordance with the provisions of article 53 par. 1 and 2 of law 4548/2018.

Article 10. Composition, Term, Board of Directors. Paragraphs 1 (Article 77 par. 3 Law 4548/2018), 2 (Article 85 par.) and 3 (Article 77 par. 2) are reworded, while paragraph 4 (Article 87 par. 5) is added).

Article 11. Convening and meeting of the Board of Directors. The title is replaced to "Board of Directors Meeting" and reworded in accordance with Articles 90 par. 1, 89 par. 1, 80 par. 3, 90 par. 1, 91 par. 1 and 3, 90 par. 3 and 91 par. 2-5 N. 4548/2018.

- Article 12. Resignation of Directors. No change.
- Article 13. Representation of the company. The title is replaced by "Incomplete Board of Directors" and is reworded in accordance with Article 82 of Law 4548/2018.
- Article 14. Decision-making. Paragraphs (a) to (c) thereof are numbered 1 to 3 respectively and are reworded in accordance with Article 92 paras. 1-4 and 94 par. 1 L. 4548/2018.
- Article 15. Minutes of the Board of Directors. The title changes as "Minutes of Board Meetings and Decisions", paragraphs a, b 'first subparagraph and b' second subparagraph are renumbered 1, 2 and 3 respectively and redrafted, with new paragraphs 4, 5 and 6 added for Adaptation to Articles 93 paras 1-3 and 94 paras 1-3 Law 4548/2018.
- Article 16. Board of Directors Responsibilities. The title is amended to "Responsibilities and extent of authority of Board of Directors". This text remains the same without any changes. Paragraphs (a) and (b) thereof are renumbered 1 and 2 respectively, while subparagraphs b1 through b15 thereof are renumbered 2.1. to 2.15 respectively.
- Article 17. Representation by the Board of Directors. The title is amended to "Delegating authority of the Board to its members or third parties". Paragraph 1 thereof is restated, paragraphs 2 and 2 are added, paragraph 2 is renumbered paragraph 4, and paragraph 5 is reworded, adapted to Articles 87 par. 1, 88 and 87 par. 4 L. 4548/2018.
- Article 18. Remuneration of directors. The title is amended to "Procedure and Conditions for the Remuneration". The only paragraph of this number is numbered 1 and reworded, while new paragraphs 2 to 5 are added to adapt Article 109 of Law 4548/2018.
- Article 19. Prohibition of competition. Restated, adapted and referred to the Article 98 of Law 4548/2018.
- Article 20. Liability of directors. The title is amended to "Duties, Obligations and Responsibilities of the Directors", the only paragraph of the article is renumbered paragraph 1 and reworded, while paragraphs 2 and 3 are added to adapt to Articles 86, 97 and 102 L. 4548/2018.
- Chapter D. General Meeting. The title of the chapter is amended to "General Meeting Representation".
- Article 21. Responsibilities of the General Meeting. The title is amended to "Responsibilities of the General Meeting as a Supreme Body". Paragraphs a ', b' and c 'are numbered 1, 2 and 3 respectively and are reworded, adapted to Articles 116 and 117 of Law 4548/2018.
- Article 22. Convocation of the General Meeting. Paragraphs a and b thereof are numbered 1 and 2 and reworded in accordance with Articles 120 par. 1 and 121 par. 1 and 2 of Law 4548/2018.
- Article 23. Procedure for convening the General Meeting. The title is amended to "Items of General Meeting and Invitation thereto". Paragraphs a and b are renumbered 1 and 2 respectively, paragraph c 'shall be replaced by new paragraphs 3 and 4 and paragraph d' are renumbered 5. The content of all paragraphs 1 to 5 is adapted to Articles 119 para. 1-3, 121 par. 3 and 4, 122 par. 1, 2 and 3 and 130 par. 2 L. 4548/2018.
- Article 24. Deposit of Shares and Representative Documents. The title is amended to "Participants and Representation in the General Meeting". Paragraphs (a) to (d) thereof are numbered 1 to 4 respectively and are reworded to fit Articles 124 (1), (6) and (8), 128 (1), (2), (3), (4), (5) and (6) and (123). Law 4548/2018.
- Article 25. Delivery of copies of the annual financial statements. It is replaced by the new "Article

- 25. Shareholders' Rights before the General Meeting", and its content is replaced by paragraphs 1 to 5, adapted to Article 123 of Law 4548/2018.
- Article 26. List of those entitled to vote by the Shareholders. It is replaced by the new "Article 26. Decision-making by the General Meeting and the way of voting", and is reworded in its entirety, adapted to Articles 118, 130 (1) to (4) and 131 (1) of Law 4548/2018.
- Article 27. Quorum of the General Meetings. The title is amended to "Quorum at the General Meeting". Paragraphs a ', b', c 'and d' are numbered 1, 2, 3 and 4 respectively and are reworded in accordance with Articles 130 par. 1 to 4 L. 4548/2018.
- Article 28. Decision-making. The title is amended to "Majority at General Meeting Announcement of the Result". Paragraphs a and b thereof are renumbered 1 and 2 respectively, while new paragraphs 3 and 4 are added to adapt to Articles 132 and 133 of Law 4548/2018.
- Article 29. Presidency of the General Assembly. The title is changed to "President of the General Assembly". Paragraphs (a) and (b) are replaced by the new paragraphs 1, 2 and 3, to adapt to article 129 of Law 4548/2018.
- Article 30. Minutes of the Daily Agenda. The title is amended to "Minutes of meetings and decisions of the General Meeting". Paragraphs a and b are redrafted in accordance with article 134 of Law 4548/2018. Paragraph c is numbered 3 with the same content.
- Article 31. Dismissal of Board Members. The title is amended to "Approval of Overall Management". Paragraphs a and b thereof are replaced by the new paragraphs 1 and 2, adapted to article 108 of Law 4548/2018.
- Chapter E. Auditors and minority rights. The title is amended to "Audit and Minority Rights".
- Article 32. Statutory audit. The title is amended to "Audit of the Company and Auditors". Paragraphs (a) to (a) are deleted and a new paragraph is added making general reference to the conduct of the audit of the financial statements of the company in accordance with the applicable law so that no explicit references to applicable provisions may be amended or changed.
- Article 33. Minority rights. The title is amended to "Collective and Individual Minority Rights". Paragraphs 1 and 2 are reworded, new paragraph 3 is added, paragraph 3 is renumbered 4 and reworded, paragraphs 4 to 8 are renumbered 5 to 9 and reworded for adaptation to Article 141 Law 4548/2018.
- Article 33a. Request and conduct of extraordinary audit. The title is amended to "Request for Extraordinary Audits" and paragraphs 1 to 6 thereof are restated to adapt to Article 142 and with reference to Article 143 of Law 4548/2018.
- Article 34. Corporate Year Annual Financial Statements. Paragraph 1 on Corporate Year is hereby replaced by the earlier decision as of 6.11.2019 of the General Meeting on the 8th item on the agenda. A new paragraph 2 is added for the company's annual and consolidated financial statements. The former paragraphs 2, 3 and 4 are renumbered 3, 4 and 5 respectively and are restated, whereas the former paragraphs 5 to 8 are deleted. With these changes, article 34 of the Articles of Association is amended to Articles 147, 148, 150 par. 1 and 152 Law 4548/2018.
- Article 35. Profit distribution. The content of the article is replaced with an explicit general reference to Articles 158 to 163 and the specific wording of Article 159 par. 1 L. 4548/2018.
- Article 36. Dissolution of the Company. For the adaptation to article 164 of Law 4548/2018: subparagraphs a, b and c are inserted as subparagraphs of paragraph 1 and are reworded. The subsection d is numbered 2 and reworded. A new paragraph 3 is added.

Article 37. Loss of capital. The article is restated and adapted to article 119 par. 4 L. 4548/2018.

Article 38. Liquidation of the company. Paragraphs (a) to (f) are replaced by new paragraphs 1 to 8 for adaptation to Articles 167, 168 and 169 of Law 4548/2018.

Chapter H. Final Provisions. The title of the chapter is amended to "General and Transitional Provisions".

Article 39. The title 'General provisions' is added. Paragraphs 1 and 2 thereof are restated and new paragraphs 3 and 4 added to cover future changes to the legislation.

Article 40. The heading "Transitional provisions of the original Articles of Association of the company" is added, with no further changes.

Item 10

Election of the Auditing Firm for audit of financial statements regarding the under twelvemonth FY from 1.7.2019 to 31.12.2019 and determination of the auditors' fees.

(Required quorum: 1/5 of the share capital and majority 50% +1 of the votes represented)

According to the as of 15.10.2019 unanimous recommendation of the Audit Committee, the Board of Directors of the company **proposes and recommends the following:**

In the current under twelve-month corporate year, which, in accordance with the prior decision of the General Meeting referred to in the above 8th item of the agenda, will, as an exception, start on 1.7.2019 and end on 31.12.2019, to designate the auditing firm "GRANT THORNTON'S CERTIFIED AUDITORS - BUSINESS CONSULTANTS SA", SOEL Reg. Num.: 127, which, within one month of its election, intends to appoint from its members, Statutory and Deputy Certified Public Accountants for the audit of the financial statements of the company and the conduct of the tax audit as well as for the issuance of the tax compliance report, required in accordance with the provisions of article 65A of Law 4174/2013, as amended and in force and in accordance with the provisions of Presidential Decree no. 226/1992, as amended by Presidential Decree no. 341/1997 and the provisions of Law 3693/2008 and Law 4548/2018, as in effect.

The abovementioned company is proposed due to its multiannual experience and know-how in auditing the financial statements of listed companies, since it audits a comparatively higher number of listed companies on the Athens Exchange in Greece than other auditing firms, as well as due to its global experience. Moreover, no issues of independence arise in compliance with the effective legislation. The following fees are proposed to be submitted to the aforementioned auditing firm in compliance with the relative effective legislation for under twelve-month FY from 1.7.2019 to 31.12.2019: a) sixty four thousand euro (64.000,00) for statutory audit, and b) thirty six thousand euro (36.6000,00) for tax audit.

Following a vote taken in conformity with the law, the General Meeting selected, by a majority of represented shares and votes for, with represented shares abstaining from vote, i.e. by a majority of% of the shares represented, the Auditing Firm GRANT THORNTON S.A., SOEL Reg. Num. 127.