

Report on the activities of the Audit Committee of the company under the corporate name “JUMBO S.A.” (the «Company») (G.E.MI. No. 121653960000)

Financial Year 01.01.2022 – 31.12.2022

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 01.01.2022 to 31.12.2022 but also information regarding the activity of the Company's Audit Committee for the year 2023, 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 15.06.2023, 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 15.06.2021, the Board of Directors at its meeting of 15.06.2021, 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 01.01.2021-31.12.2021, twelve (12) 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:

Member	Meetings attended
Evanthia Andrianou	Present at 12 out of 12 meetings
Fotios Tzigkos	Present at 12 out of 12 meetings
Marios Lasanianos	Present at 12 out of 12 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 01.01.2022-31.12.2022, the Audit Committee addressed the following indicative issues:

- planning the audit areas of the Internal Audit Unit and reviewing Internal Audit Unit's reports and activities,
- the most significant issues regarding monitoring of the financial reporting process and the audit of financial statements of the year 01.01.2021-31.12.2021 and review of the interim financial statements 01.01.2022-30.06.2022,
- the Management and the Certified Charter Auditors responsibilities,
- the risks arising from the environment in which the Company operates,
- approving the fees for non-prohibited non-audit services

During the current fiscal year 01.01.2023 – 31.12.2023 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 01.01.2022-31.12.2022
- Update for the progress of the audit
- Informing the members of the Committee about the conclusions of the evaluation

of the Internal Control System by the Independent Certified Public Accountant

- The final audit report for the financial year 01.01.2022-31.12.2022.
- The presentation of the supplementary report for the financial year 01.01.2022-31.12.2022

Also, in the current fiscal year 01.01.2023-31.12.2023 and until the approval by the Board of Directors of the annual financial statements, there have been two (2) meetings of the Audit Committee with the Head of Internal Audit concerning:

- The actions related to the internal audit planning for the financial year 01.01.2023-31.12.2023.
- The overview of the internal audit report

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 05.05.2022, 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 01.01.2022-31.12.2022, 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 01.01.2021-31.12.2021 and the overview of the semi-annual Financial Statements for the period ended on 30.06.2022. With regard to the annual financial statements for the year ended 31.12.2021 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 01.01.2022-31.12.2022, 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 01.01.2023-31.12.2023 (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 01.01.2022-31.12.2022.

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, 01.01.2022-31.12.2022 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 01.01.2022-31.12.2022, the review of internal audit reports and relevant information was provided to the Board of Directors.

In the current year 01.01.2023-31.12.2023 (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 2023 and the review of the internal audit report and relevant information was provided to the Board of Directors.

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 01.01.2022-31.12.2022, 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 Internal Control System assessment services", aiming to assess adequacy and effectiveness of the Internal Control System ("ICS") of the Company as at the reporting date of 31.12.2022 and a reporting period of 17.7.2021 – 31.12.2022 in accordance with the provisions of case I, paragraph 3 and paragraph 4, article 14 of Law 4706/2020 and Nr. 1/891/30.09.2020 Decision of the Board of Directors of the Capital Market Commission, as effective (the "Regulatory Framework"). The assessment was performed in accordance with the International Standard on Assurance Engagements (ISAE) 3000 "Assurance Engagements Other

Than Audits or Reviews of Historical Financial Information" and in accordance with the regulatory framework as specified in the Audit Plan issued by Num. 227/10-11-2022 decision of the Hellenic Accounting and Auditing Standards Oversight Board (HAASOB). The Internal Control System assessment was successfully completed in March 2023 and focused on the following issues: Control Environment, Risk Management, Control Mechanisms and Controls, Information and Communication System as well as Monitoring the Company's Internal Control System.

The Conclusion of the Auditor and Partner of Grant Thornton, namely Mrs. Athina, Certified Public Accountant, Registry Number SOEL 28871, incorporated in the final Assessment Report on adequacy and effectiveness of the ICS dated 29.03.2023, states that based on the procedures performed and the evidence obtained about the Company's ICS adequacy and effectiveness nothing has come to the Auditor's attention that causes her to believe that something could be identified as material weaknesses in terms of the Company's ICS in compliance with the Regulatory Framework.

The Auditor's conclusion is another confirmation that the Company is in constant compliance with the legislative and regulatory framework governing the Internal Control System and adopts the best practices to facilitate legal and orderly operation of the Company's Internal Control System.

Finally, from the above meetings, it was concluded that the Company ensures its compliance with the legislative and regulatory framework and adopts best practices for the proper operation 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, 6th June 2023

Evanthia Andrianou

Chairman of the Audit Committee