

Information and Draft Decisions of the Ordinary General Meeting of the Shareholders of “JUMBO ANONYMOUS TRADING COMPANY S.A.” on 27.05.2020

Item 1°

Approval and ratification by the Ordinary General Meeting of the shareholders of the decision of the Extraordinary General Meeting of the shareholders as of 21.01.2020 regarding the distribution of extraordinary dividend of 29.933.146,98 euros, which was part of the extraordinary reserves and non-distributed profits of the financial year from 01.07.2014 to 30.06.2015.

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

As previously announced, the Ordinary General Meeting dated 06.11.2019, has approved the distribution of a dividend amount of EUR 0,47/ share (gross) for the fiscal year from 01.07.2018 to 30.06.2019. During the same General Meeting the management of the company announced that it intends to propose a dividend, increased by 20%, for the financial year that started on July 1st,2019 and ended on December 31st, 2019. Given that this financial year is exceptionally, a 6-month instead of 12 month period, the proposed amount was 0,282 EUR /share $[(0,47 + 0,47 * 20\%) / 2]$ or a total amount of EUR 38.368.852,04 (= EUR 0.282 x 136.059.759 shares).

In order to implement this commitment, as soon as possible, to the benefit of all the shareholders who are confident with the company and invest in the medium and long term and given the good financial standing of the company and as its earnings allow it, the management proposed that the above dividend to be paid in two installments as follows:

a) Gross amount of Euro 29.933.146,98 or 0,220 EUR/share (= EUR 29.933.146,98 / 136.059.759) shares as an extraordinary cash distribution. This amount would be distributed from extraordinary reserves from non-distributed profits of the fiscal year 01.07.2014 to 30.06.2015. and would be considered as the first part of the announced to dividend for the financial year 01.07.2019-31.12.2019 and

b) a gross amount of EUR 8.435.705,06 or 0,062 EUR/share (= Euro 8.435.705,06 / 136.059.759 shares) as the balance of the previously announced dividend for the sub 12 month financial year from 01.07.2019 to 31.12.2019.

This proposal was approved and by the Extraordinary General Meeting as of 21.01.2020 and the company proceeded with the extraordinary cash distribution of EUR 29.933.146,98 (gross) to the eligible shareholders, from the balance of extraordinary reserves from taxed and undistributed profits of the corporate year from 01.07.2014 to 30.06.2015, i.e. gross dividend of 0,220 euros per share (= 29.933.146,98 / 136.059.759), from which a 5% dividend tax has been withheld, as applicable, and a net amount of EUR 0,2090/share has been paid.

Further to the implementation of this decision, the following dates were set, which have already been published in the financial calendar of the Company: a) the ex- dividend date on 24.01.2020, b) 27.01.2020 as record date and c) Commencement of dividend payment on 30.01.2020. Moreover, the EGM ruled that this extraordinary cash distribution would take place under the current legislation through "Eurobank SA".

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, by the Ordinary General Meeting of the shareholders of the decision of the Extraordinary General Meeting of the shareholders as of 21.01.2020.

Item 2°

Submission and approval of the Annual Financial Report (of the Company and the Group) for the sub 12-month financial year from 01.07.2019 to 31.12.2019, 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 sum 12 month financial year from 01.07.2019 to 31.12.2019, as

approved by the Board of Directors on 29.04.2020 and been published in accordance with the provisions of the effective legislation together with the Statutory Auditor's Report and the management's report.

The Annual financial Report for the sub 12-month financial year 01.07.2019-31.12.2019 is published at the company's website [www.e-jumbo.gr \(http://corporate.e-jumbo.gr/\)](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 Annual Financial Report (of the Company and the Group) for the sub 12-month financial year from 01.07.2019 to 31.12.2019, which includes the annual separate and consolidated financial statements, the relevant Board of Directors' statements and Statutory Auditors' reports.

Item 3^o

Approval of distribution of profits for the sub 12-month financial year from 01.07.2019 to 31.12.2019 and distribution of dividend.

(Required quorum: 1/2 of the share capital and majority 2/3 of the votes represented)

From the financial statements of the company for the sub 12-month fiscal year 01.07.2019 to 31.12.2019 according to IFRS, net profit (profit) of € 80.494.599,91 together with previous years' results amounting to EUR 26.635.345,27, amounting to EUR 107.129.945,18 after deducting all tax liabilities of the Company amounting to EUR 19.412.428,05, of which a total of attributed taxes of EUR 19.452.017,17 and deferred tax of EUR (39.589,12), remain earning for distribution of EUR 87.717.517,13. It is proposed to allocate these profits as follows: 1. Euro 0 regular reserve, 2. As first dividend of EUR 8.435.705,06. 3. As an Extraordinary reserve of EUR 52.500.000,00 and 4. Retained earnings of EUR 26.781.812,07. In this, respect the approval of the Distribution Table below.

The Company's Board of Directors with its minutes of 29.4.4.2020 approved the annual financial statements and the Table of Profit Distribution by IFRS of 31.12.2020 of the closed financial year, as follows:

IFRS	IFRS
Distribution of earning 31/12/2019	31/12/2019
Net earnings	80.494.599,91
Plus : Balance of previous year's earning	26.635.345,27
Total	107.129.945,18
Minus: Income taxes	
Deferred taxes	19.452.017,17
Total Taxes	19.452.017,17
Net earnings for distribution	-39.589,12
Net earnings	19.412.428,05
Plus : Balance of previous year's earning	87.717.517,13
Distribution of Profits :	
1. Regular Reserve	0,00
2. Dividend	8.435.705,06
3. Extraordinary Reserve	52.500.000,00
4. Retained earnings	26.781.812,07

The Company's Board of Directors, approved and proposes the distribution of a dividend for the financial year 01.07.2019 to 31.12.2019 EUR 8.435.705,06 i.e. a gross amount of EUR 0,062 per share (total 136.059.759 shares) of which a dividend tax shall be withheld, where necessary. As of 30.01.2020 the

Company has already paid in the form of an extraordinary cash distribution the amount of € 29.933.146,98 i.e. € 0,22 per share and the approval of the current General Meeting is expected in order to distribute the remaining amount of € 8.435.705,06 corresponding to € 0,062 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 01.06.2020, (date before 19.06.2020 which signifies the maturity date for the Futures Contracts on the FTSE/ATHEX Large Cap index) b) 02.06.2020 as record date and c) Commencement of dividend payment on 9.6.2020. The distribution of the above dividend is proposed to be made under the current legislation through "Eurobank SA"

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.

Item 4°

Board of Directors' approval of the overall management of the Company for the corporate year from 01.07.2019 to 31.12.2019 in accordance with article 108 of Law 4548/2018 as effective and discharge of the Statutory Auditors for the sub 12 month financial year from 01.07.2019 to 31.12.2019 in accordance with article 117 par.1 (c), of Law 4548/2018.

(Required quorum: 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 sub 12-month fiscal year 01.07.2019 to 31.12.2019, 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, 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. Faloro, SOEL Reg. Num.: 127 as well as its certified public accountants: a) Statutory : Emmanuel Michalios, SOEL Reg. Num.: 25131 and b) Deluty Auditor: Lina Kaza, SOEL Reg. Num.: 6259, from any liability for damages for the sub 12-month fiscal year 01.07.2019 to 31.12.2019.

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 sub 12month fiscal year 01.07.2019 to 31.12.2019.

Item 5°

Approval of payment of fees to certain Members of the Company's Board of Directors from the profits of the financial year from 01.07.2019 to 31.12.2019 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 financial year from 01.07.2019 to 31.12.2019, within the meaning of article 109 of the Law 4548/2018 and in accordance with articles 18 and 35 of the Articles of Association. The Company fully complies with the Remuneration Policy, as approved by the General Meeting of 06.11.2019.

In view of the approved Remuneration Policy, 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 01.07.2019 to 31.12.2019 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 is proposed to be distributed to some BoD members as follows: a) the amount of € 516.060, 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 each 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 above-mentioned members will be able to receive the net amounts of their fees either as a lump sum or gradually.

It should be noted that two of the executive members of the Board of Directors has not been included on the proposed remuneration, following case-by-case basis: 1) CEO is left out because she works in the company with an indefinite-term employment contract (as mentioned in item 5) – Her remuneration (gross) for the period 01.07.2019-31.12.2019 is euro 177.406 and public insurance contribution euro 11.490,55. 2) Executive Vice Chair is left out, since as the legal counsel of the company receives remuneration indirectly as partner of the law firm, which serves the company – His remuneration for the FY 01.07.2019-31.12.2019 is euro 175.000 and public insurance contribution euro 7.518. Also, it is noted that the fourth Executive member is employed by the company on an indefinite-term contract, which is governed by the provisions of labor law. Her annual remuneration was euro 70.292 (gross) and public insurance contribution euro 11.308,55.

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 6°

Election of the Auditing Firm for audit of financial statements regarding the financial year from 01.01.2020 to 31.12.2020 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 04.05.2020 unanimous decision of the Audit Committee, which consists of all three (3) independent members of the Board of Directors of the company and, according to the provision of article 4 of Law 4449/2017, is responsible for the selection process of certified auditors or auditing firms and proposes the auditors, to be appointed for statutory audit of financial statements and recommends the following:

In the current financial year, which, started on 01.01.2020 and ends on 31.12.2020, 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. For the Financial Year 01.01.2020 to 31.12.2020 the following fees are proposed to be submitted to the aforementioned auditing firm in compliance with the relative effective legislation and in accordance to the fees of previous year: a) € 80.000 for statutory audit, and b) € 34.000 for tax audit.

The fees of the proposed Audit Company for the sub 12 month FY 01.07.2019-31.12.2019 was EUR 64.000

and EUR 36,000 as was approved by the AGM held in November 6th 2019.

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.

Item 7°

Submit the sub financial fiscal year 01.07.2019-31.12.2019 Remuneration Report in accordance with article 112 of Law 4548/2018 for discussion and vote by the General Meeting

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

The Board of Directors submits the Remuneration Report in accordance with articles 110 to 112 of Law 4548/2018 for discussion and vote by the General Meeting at the end of every year. The Remuneration Report is available on the website of the Company – <https://corporate.e-jumbo.gr/enimerosi-ependyton/plirofories-ependyton/genikes-synelefsis/>.

The remuneration report has been conducted in the context of the Company's Remuneration Policy, approved in 06.11.2019.

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 remuneration report.