

Draft Decisions of the Extraordinary General Meeting of the Shareholders of the company

“JUMBO S.A.” (hereinafter the “Company”)

of 26.09.2024

according to article 123, par. 4 of Law 4548/2018

Sole Item: Establishment of a Share Buyback Program in accordance with article 49 of law 4548/2018 and authorization to the Board of Directors for its implementation.

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

It is proposed to the General Meeting of the Company to decide on the adoption of a buyback program, in order to reduce its share capital and cancel its own shares, in accordance with the provisions of the article 49 of Law 4548/2018, under the following conditions:

The sole purpose of the Company for acquiring its own shares through a purchase from the Greek stock market is the reduction of its own share capital, which will be carried out by the cancellation of the shares and the equivalent reduction of the share capital.

The buyback program will be implemented under the following terms: The maximum number of shares to be acquired will not exceed the percentage of ten percent (10%) of the fully paid-up share capital of the Company, ie a total of 13,605,975 (136,059,759 x 10%) shares. Their minimum purchase price will be one (EUR 1) euro per share and their maximum purchase price will be EUR 27.20) per share. The program's period of implementation is twenty-four (24) months, as of the date of the present shareholders' Extraordinary General Meeting resolution.

Throughout the implementation of the program, full information and transparency will be ensured by disclosing to the public both the relevant decisions of the General Meeting and the Board of Directors and the transactions carried out on the basis of these decisions.

At the end of the program, it will be proposed to the General Meeting that the share capital of the Company be reduced by the total amount of the nominal value of the treasury shares acquired by the Company, by cancelling these shares and transferring to the "Result on treasury shares" account the remaining amount resulting from the difference between the acquisition value and the nominal value of the cancelled shares.

It is noted that according to the current legislation, the implementation of an approved program for the purchase of own shares is not mandatory. Therefore, the Company may, at its own discretion, not implement the program and / or modify it accordingly, by a relevant decision of its Board of Directors, which will be further authorized. The purchase of Company's own shares will depend on various factors such as indicatively and not restrictively, the existence of other investment opportunities and the availability of funds.

Lastly, the General Meeting is proposed to provide the Board of Directors the special mandate, power of attorney and the right to decide on the implementation of the program, supervise the relevant process, oversee compliance with all mandatory formalities, announcements and publications and take any required decision for the implementation or the modification or even the final cancellation of the implementation of the present decision, depending on the financial situation, the investment opportunities and the available funds of the Company.

Following a vote taken in conformity with the law, the General Meeting approved the acquisition of the Company's Own Shares for their further cancellation and the granting of the relevant authorization to the Board of Directors for the implementation of the program, 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.