

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

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

of 08.03.2023

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

Item 1: Decision on extraordinary cash distribution to the shareholders of the Company of a total amount of € 157.149.021,65, which is part of the extraordinary reserves from taxed and non-distributed profits of the fiscal years 01.07.2008 - 30.06.2009 and 01.07.2011 - 30.06.2012.

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

As already announced, in 2022, the Group's sales increased by approximately +14% compared to 2021 and by approximately +12% compared to 2019, surpassing even management's expectations. In addition, on 31.12.2022, the Group's cash and cash equivalents balances and other current financial assets stood at approximately EUR 794 million.

The Board of Directors, taking into account the good financial position of the Company that allows such action to its shareholders-partners, who demonstrate confidence and invest in the Company in the medium term, proposes an extraordinary cash distribution for the current year. The amount of the extraordinary cash distribution is part of the extraordinary reserves from taxed and non-distributed profits of a total amount of € 157.254.940,28 for fiscal years 01.07.2008 - 30.06.2009 and 01.07.2011 - 30.06.2012. Of this, a total amount of euro 157.149.021,65, is proposed to be distributed, which corresponds to a gross amount of euro 1,1550 per share (out of a total of 136.059.759 common registered shares of the Company). The current dividend tax (currently 5% - euro 0,05775) shall be deducted from this cash distribution, where required, and a net amount (after deduction) of 1,09725 euros per share will be paid on a case-by-case basis.

Moreover, the Board of Directors proposes the following dates for the implementation of the resolution: a) Cut-off date of the extraordinary cash distribution on 21.03.2023, date after 17.03.2023, which is the expiration date of the Futures on the FTSE / ATHEX Large Cap Index b) Beneficiaries of the extraordinary cash distribution – Record date on 22.03.2023 and c) Payment commencement date of the extraordinary cash distribution on 27.03.2023.

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 the implementation of the extraordinary cash distribution to the Company's shareholders as well as the following relevant dates: a) Cut-off date of the extraordinary cash distribution on 21.03.2023, date after 17.03.2023, which is the expiration date of the Futures on the FTSE / ATHEX Large Cap Index b) Beneficiaries of the extraordinary cash distribution – Record date on 22.03.2023 and c) Payment commencement date of the extraordinary cash distribution on 27.03.2023. Eurobank S.A. was designated as the Paying Bank.

Item 2: Submission of the Report of Independent Non-Executive Members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.

(This item is submitted to the General Meeting in accordance with article 9, par. 5 of Law 4706/2020 as in force, and is not put to a vote)

The Chairman invited the independent non-executive member of the Board of Directors, Mr., to submit and present to the General Meeting of Shareholders the report of the independent non-executive members of the Board of Directors of the Company, according to with article 9 par. 5 of Law 4706/2020, operative and done.

The relevant report of the independent non-executive members of the Board of Directors to this Extraordinary General Meeting of Shareholders was brought to the attention of the shareholders and is available on the Company's website with the other accompanying documents of the Extraordinary General Meeting (<http://corporate.e-jumbo.gr/enimerosi-ependyton/plifories-ependyton/genikes-synelefseis/>)