

HOUSEMARKET SOCIETE ANONYME FOR TRADING HOUSEHOLD ITEMS, FURNITURE AND CATERING ITEMS

EXPLANATORY NOTE ON THE AGENDA OF THE ANNUAL ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF 28/07/2017

The Shareholders of the Company are kindly informed that the total number of shares of the company "HOUSEMARKET S.A." as of July 3, 2017 (date of the Invitation to the Annual General Meeting that will take place on July 28, 2017) is **47.450.647** ordinary shares and the Company does not hold any treasury stock. Each share has one voting right.

A brief explanatory note on the items on the agenda of the Annual Ordinary General Meeting of July 28, 2017 follows.

SUBJECT 1: Submission for approval of the financial statements and the consolidated financial statements (Annual Financial Report) together with the Annual Report thereon prepared by the Board of Directors and the Chartered Accountants-Auditors for the period 1/1/2016 - 31/12/2016.

Required quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required majority: 50% + 1 of the represented in the AGM votes.

The following are submitted for approval by the General Assembly Meeting: the Annual Financial Statements for the period 01/01-31/12/2016 as approved by the Board of Directors at its meeting on Monday 13/03/2017, the Board of Directors Report for the Financial Year 2016, the Explanatory Board of Directors Report in accordance with article 4 of L.3556/2007 and the related Independent Auditors Report.

The Annual Financial Statements for the Financial Year 2016, the Board of Directors Report and the Explanatory Board of Directors Report as well as the Independent Auditors Report, are included in the Annual Financial Report of the Company for the year 2016 in accordance with article 4 of L.3556/2007 and it is available to the shareholders and investors on the Company's website: www.housemarket.gr.

SUBJECT 2: Discharge of the members of the Board of Directors and the Chartered Accountants-Auditors from any liability for compensation with regard to the Financial Statements and the administration of the Company or with regard to the consolidated Financial Statements of the Company for the period 1/1/2016 - 31/12/2016.

Required quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required majority: 50% + 1 of the represented in the AGM votes.

The General Assembly is to decide in accordance with article 35 of the L.2190/20 concerning the discharge of members of the Board and the Independent Auditors that carried out the Financial Statements audit, of any liability for compensation for the financial year 2016.

It is clarified that Board members and the employees of the Company are entitled to participate in the vote only with the voting rights of the shares they own or as proxies of other shareholders with clearly stated guidelines.

SUBJECT 3: Election of ordinary and substitute Chartered Accountants-Auditors to audit the consolidated and the Company's financial statements for the period 1/1/2017 - 31/12/2017 and determination of their remuneration.

Required quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required majority: 50% + 1 of the represented in the AGM votes.

The Board proposes the election of the Chartered Accountant - Auditing Company 'Ernst & Young' (ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS SA) for the review of the financial statements of the Company for the financial year 2017 from Chartered Independent Auditors that the Company is going to announce.

The Board also proposes an amount up to € 66.215,00 plus VAT as Audit Fees for 2017 Financial Statements review (Company and Consolidated).

SUBJECT 4: Approval of members of the Board of Directors' remuneration for the period 1/1/2016 - 31/12/2016 and preliminary approval of members of the Board of Directors' remuneration for the period 1/1/2017 - 31/12/2017.

Required quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required majority: 50% + 1 of the represented in the AGM votes.

The Board proposes the approval of the remuneration paid € 1.273.612,43 to its members for the financial year 2016.

The Board proposes the pre-approval of the remuneration of its members up to a maximum amount of € 1.367.000,00 for the financial year 2017.

SUBJECT 5: Discussion of various issues and announcements

Required quorum: 1/5 (20%) of the paid-up share capital of the Company.

Required majority: 50% + 1 of the represented in the AGM votes.

In this section of the Ordinary General Meeting, a discussion may be held between the Company's management and the shareholders on various issues of the Company's current business.