

**HOUSEMARKET SOCIETE ANONYME**  
**FOR TRADING HOUSEHOLD ITEMS, FURNITURE AND CATERING ITEMS**  
**G.E.M.I. No. 3804201000**  
**S.A. Reg. No. 46208/04/B/00/37 (04)**

**To:**  
**ATHENS STOCK EXCHANGE SA**  
**110 Athinon Ave.,**  
**104 42 Athens**

**RE: Draft Resolution of the Annual General Meeting of the Shareholders of the company, held on 13.06.2019**

Ladies and Gentlemen,

During the Annual Ordinary General Meeting of the Shareholders of the Company, which was held on Thursday, 13.06.2019, present or represented in time, were shareholders owners of 47.450.647 shares out of 47.450.647 total number of shares or 100% of the share capital.

**The Ordinary General Meeting of Shareholders reached the following decisions:**

**SUBJECTS ON THE AGENDA**

- 1. 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 1/1/2018 - 31/12/2018.**

***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.***

***Total number of valid votes: .....or .....%***

***Number of votes 'For': ..... or .....%***

***Number of votes 'Against': ..... or .....%***

***Number of votes 'Abstain': ..... or .....%***

The Chairman of the General Assembly submitted for approval by the General Assembly: the Annual Financial Statements, the Board of Directors Report for the Financial Year 2018, the Explanatory Board of Directors' Report and the Independent Auditors Report for the period 01/01-31/12/2018.

The General Assembly **approved** the proposed subject.

**2. Approval of the overall management of the Company and discharge of Chartered Accountants-Auditors from any liability.**

**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.**

**Total number of valid votes:** ..... or .....%

**Number of votes 'For':** ..... or .....%

**Number of votes 'Against':** ..... or .....%

**Number of votes 'Abstain':** ..... or .....%

The Chairman of the General Assembly proposed the approval of the overall management of the Company for the financial year 2018, in accordance with the provisions of Article 108 of Law 4548/2018 and the discharge of the Independent Auditors that audited the financial statements of financial year 2018 from any liability

The General Assembly **approved** the proposed subject.

**3. Election of one (1) ordinary and one (1) substitute Chartered Accountants-Auditors to audit the consolidated and the Company's financial statements for the period 1/1/2018 - 31/12/2018 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.**

**Total number of valid votes:** ..... or .....%

**Number of votes 'For':** ..... or .....%

**Number of votes 'Against':** ..... or .....%

**Number of votes 'Abstain':** ..... or .....%

The Chairman of the General Assembly proposes the election of the chartered accountant-auditor company "ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS SA" for the review of the consolidated and Company's financial statements for the financial year 2019.

Finally, the Chairman of the General Assembly proposed for the year 2019 as regards the remuneration of the auditors for the audit of the Financial Statements (Company and Consolidated), for drafting and issuing the Audit Report, including any expenditure related to audit, to authorize the Board of Directors for the exact determination of the above remuneration up to the amount of €66.215 plus VAT.

The General Assembly **approved** the proposed subject.

**4. Approval of members of the Board of Directors' remuneration for the period 1/1/2018 - 31/12/2018 and preliminary approval of members of the Board of Directors' remuneration for the period 1/1/2019 - 31/12/2019.**

***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.***

***Total number of valid votes: ..... or .....%***

***Number of votes 'For': ..... or .....%***

***Number of votes 'Against': ..... or .....%***

***Number of votes 'Abstain': ..... or .....%***

As regards the remuneration of the Board of Directors for the financial year 2018 and the preliminary approval of their remuneration for the financial year 2019, the Chairman of the General Assembly submitted the following for approval:

- a) To approve the remuneration of € 1.405.143,67 paid for the financial year 2017 to its members.
- b) To pre-approve the remuneration that has already been paid or will be paid in the financial year 2019 to the members of the Board of Directors to a maximum amount of € 1.412.467,26 and to authorize the Board of Directors of the Company to determine, within the context of the maximum amount, the exact remuneration amounts and the time of their disbursement.

The General Assembly **approved** the proposed subject.

**5. Notice of resignation of Audit Committee's member and election of a new.**

***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.***

***Total number of valid votes: ..... or .....%***

***Number of votes 'For': ..... or .....%***

***Number of votes 'Against': ..... or .....%***

***Number of votes 'Abstain': ..... or .....%***

The Chairman of the General Assembly announced to the shareholders that Mr. Eftichios Th. Vassilakis, submitted his resignation through a letter from his position and duties as a member of the Audit Committee and suggested the election of Mr. Ioannis Ath. Costopoulos as new member of the Audit Committee for the remaining of its term of office of the resigned member.

Mr. Ioannis Ath. Costopoulos is an independent non-executive member of the Board of Directors and has a proven track record in auditing and accounting and sufficient knowledge in the field in which the company operates, as required by the law.

The General Assembly **approved** the proposed subject.

**6. Amendment and fulfilment of the provisions of the Articles of Association of the Company in order to align them with the provisions of Law 4548/2018. Codification of the Articles in a uniform text.**

***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.***

***Total number of valid votes: ..... or .....%***

***Number of votes 'For': ..... or .....%***

***Number of votes 'Against': ..... or .....%***

***Number of votes 'Abstain': ..... or .....%***

The Chairman of the General Assembly proposes the amendment and fulfilment of the Articles of Association in an effort to align them with the new provisions of the Law 4548/2018, together with codification of the Articles in a uniform text, according with the draft that is brought under the consideration of the shareholders.

The General Assembly **approved** the proposed subject.

**Paiania, 12 June 2019**

**HOUSEMARKET S.A.**

**I.R. Department**