

Resolution of the Annual General Meeting held on June 11<sup>th</sup> 2020

**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: Resolution of the Annual General Meeting of the Shareholders of the company, held on 11.06.2020**

Ladies and Gentlemen,

During the Annual Ordinary General Meeting of the Shareholders of the Company, which was held on Thursday, 11.06.2020, 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 1/1/2019 - 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: 47.450.647 or 100%***

***Number of votes 'For': 47.450.647 or 100%***

***Number of votes 'Against': Zero (0) or 0%***

***Number of votes 'Abstain': Zero (0) or 0%***

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 2019, the Explanatory Board of Directors' Report and the Independent Auditors Report for the period 01/01-31/12/2019.

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

**2. Non-Dividend Distribution from Net Profits of the financial year 1/1/2019-31/12/2019.**

**Required quorum: 1/2 (50%) of the paid-up share capital of the Company**

**Required majority: 80% of the represented in the AGM votes.**

**Number of votes 'For': 47.450.647 or 100%**

**Number of votes 'Against': Zero (0) or 0%**

**Number of votes 'Abstain': Zero (0) or 0%**

Taking into consideration the developments arisen from the pandemic of the coronavirus COVID-19, the Board of Directors proposes not to distribute as dividend the net profits of the period 1/1/2019 - 31/12/2019 and to transfer the total amount of net profits for use in the next financial year in order to cope with the negative side-effects of the pandemic and in particular to preserve and strengthen the financial adequacy of the company and to maintain the rate of growth of the Group HOUSEMARKET.

The General Assembly **approved** the proposal of The Chairman of the General Assembly and decided the Non-Distribution of Dividend from Profits of the financial year 1/1/2019-31/12/2019 and to transfer the total amount of net profits for use in the next financial year, as by the abovementioned reasons.

**3. 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: 47.450.647 or 100%**

**Number of votes 'For': 47.450.647 or 100%**

**Number of votes 'Against': Zero (0) or 0%**

**Number of votes 'Abstain': Zero (0) or 0%**

The Chairman of the General Assembly proposed the approval of the overall management of the Company for the financial year 2019, 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 2019 from any liability.

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

**4. 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 1/1/2019 - 31/12/2019 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: 47.450.647 or 100%**

**Number of votes 'For': 47.450.647 or 100%**

**Number of votes 'Against': Zero (0) or 0%**

**Number of votes 'Abstain': Zero (0) or 0%**

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 2020.

Finally, the Chairman of the General Assembly proposed for the year 2020 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.

**5. Approval of members of the Board of Directors' remuneration for the period 1/1/2019 - 31/12/2019 and preliminary approval of members of the Board of Directors' remuneration for the period 1/1/2020 - 31/12/2020.**

**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: 47.450.647 or 100%***

***Number of votes 'For': 47.450.647 or 100%***

***Number of votes 'Against': Zero (0) or 0%***

***Number of votes 'Abstain': Zero (0) or 0%***

As regards the remuneration of the Board of Directors for the financial year 2019 and the preliminary approval of their remuneration for the financial year 2020, the Chairman of the General Assembly submitted the following for approval:

- a) To approve the remuneration of € 1.492.415,80 paid for the financial year 2019 to its members.
- b) To pre-approve the remuneration that has already been paid or will be paid in the financial year 2020 to the members of the Board of Directors to a maximum amount of € 1.550.000 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.

**6. Election of new Audit Committee's member to replace a resigned one.**

**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: 47.450.647 or 100%***

***Number of votes 'For': 47.450.647 or 100%***

***Number of votes 'Against': Zero (0) or 0%***

***Number of votes 'Abstain': Zero (0) or 0%***

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The Chairman of the General Assembly announces to the General Meeting, that Mr. Ioannis Evangelos Brempos, submitted his resignation through a letter from his position and duties as a member of the Audit Committee and proposed Mr. Stelios Stefanos to be elected as a new member of the Audit Committee for the remaining of the term of office of the resigned Mr. Ioannis Evangelos Brempos, pursuant to the provisions of article 44 of Law 4449/2017.

Mr. Stelios Stefanou is independent from the Company according to the provisions of L.3016/2002 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.

**Paiania, 11 June 2020**

**HOUSEMARKET S.A.**

**I.R. Department**