

Envigado, May 6, 2022

## DECISIONS OF THE BOARD OF DIRECTORS

Almacenes Éxito S.A. (the "Company") informs its shareholders and the market in general, that the Board of Directors took the following decisions, at its meeting today:

**1.** To summon to an extraordinary General Shareholders' Assembly, in accordance with the following call notice:

## General Shareholders' Assembly Extraordinary meeting Almacenes Éxito S.A.

## Call

The Board of Directors and the Legal Representative of Almacenes Éxito S.A. (the "Company"), using its powers and in accordance with Article 19 of the Company's Bylaws, ordered the call to all shareholders to the extraordinary meeting of the General Shareholders' Assembly to be held in person at the Company's headquarters in Carrera 48 # 32 B Sur-139, Avenida las Vegas, Envigado, Antioquia, on Tuesday, May 24, 2022, 9:00 a.m.

The proposed agenda is as follows:

- 1. Quorum verification
- 2. Reading of the agenda
- 3. Election of commissioners for scrutinies and for the review, approval and signing of the minutes of the meeting
- 4. Bylaws amendment
- 5. Amendment to the Rules of Procedure of the General Shareholders' Assembly
- 6. Approval of the share buyback program of the Company (the "Buyback") and of the terms thereof

The Board of Directors and the Administrators shall refrain from submitting for consideration to the General Shareholders' Assembly any point that had not been included in the agenda published in this call.

The terms and instructions for registration to the meeting can be access in the corporate website <u>https://www.grupoexito.com.co/en/investors-assembly.</u> Registration will be enabled until May 22 on our website <u>www.grupoexito.com.co.</u>

To facilitate informed decision-making by the General Shareholders' Assembly, all the documents that describe and support items 4 to 6 of the agenda are available on our corporate website <u>https://www.grupoexito.com.co/en/investors-assembly.</u>

Shareholders who cannot attend personally may be represented by proxy granted in writing, which must comply with the requirements set forth in Article 184 of the Commercial Code. A template of said proxy is available to shareholders on our corporate website <u>https://www.grupoexito.com.co/en/investors-assembly.</u>



The proxies may not be granted to employees of Almacenes Éxito S.A., or to people related directly or indirectly to its management.

## BOARD OF DIRECTORS AND CARLOS MARIO GIRALDO MORENO Almacenes Éxito S.A.

**2.** In line with Resolution 0116 of 2002, to adopt measures to ensure an equitable treatment of all the shareholders of the Company and to encourage their participation in the extraordinary General Shareholders' Assembly:

1. To order Éxito's managers and employees to strictly comply with the duty contained in article 185 of the Commercial Code, whose text is as follows:

"Except in cases of legal representation, the directors and employees of the company may not represent at General Shareholders 'Meeting, shares other than their own, while exercising their position, or substitute the powers conferred on them (...)"

2. In accordance with the required procedure, the administration will ensure that the verification process of the powers of attorney conferred regarding the General Shareholders' Assembly is carried out, in order to ensure that they comply with the requirements set forth in article 184 of the Commercial Code, as well as with the other requirements expressed in Resolution 0116 of January 27, 2002 registered by the Financial Superintendency. As such, a template of the power of attorney containing the meeting agenda and the corresponding space for shareholders' voting statements must be made available to the shareholders on the company's website, in order for them to record their voting instructions. In the event that the powers of attorney does not comply with the requirements, the General Counsel shall instruct the delegated agent for the verification of the powers of attorney, to return them to the respective shareholder, with the express indication of the reason of return, and with the specific suggestion for its correction.

As such, the following practices are expressly forbidden:

a. Incentivizing, promoting, or suggesting to shareholders that they confer powers of attorney in which the name of the representative to the General Shareholders' Assembly is not clearly defined.

b. Receiving powers of attorney from shareholders to the General Shareholders' Assembly, in which the name of the respective representative is not clearly defined.

c. Admitting as valid those powers of attorney conferred by shareholders without fulfillment of the requirements set forth in article 184 of the Commercial Code for participating at the General Shareholders' Assembly.

d. Suggesting or determining the names of individuals who shall act as representatives at the General Shareholders' Assembly.



e. Recommend to the Shareholders to vote for certain list.

f. Suggesting, coordinating, or agreeing with any shareholder or with any representative of a shareholder to present in the meeting proposals to be submitted for consideration at the General Shareholders' Assembly.

g. Suggesting, coordinating, or agreeing with any shareholder or with any representative of a shareholder to vote for or against any proposal presented at the General Shareholders' Assembly.

The Board of Directors authorizes the Vice-President of Corporate Affairs and General Counsel of the Company to hire the assistance required to verify compliance with the provisions previously provided.

- **3.** To approved submitting the following matters to the General Shareholders' Assembly for its consideration:
  - (i) Bylaws amendment proposal.
  - (ii) Proposal of amendment to the Rules of Procedure of the General Shareholders' Assembly.
  - (iii) Approval of the Company's share buyback program and of the terms thereof.

In order to facilitate informed decision-making by the shareholders, all documents and proposals that will be submitted for approval in the General Shareholders' Assembly are available on the corporate website <a href="https://www.grupoexito.com.co/en/investors-assembly">https://www.grupoexito.com.co/en/investors-assembly</a>.