

Envigado, February 17, 2023

#### **BOARD OF DIRECTORS DECISIONS**

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 the ordinary General Shareholders' Assembly, in accordance with the following call notice:

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

#### Call

The Board of Directors and the CEO of Almacenes Éxito S.A., using its powers and in accordance with Article 18 of the Company's Bylaws, ordered the call to all shareholders to the ordinary 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 Thursday, March 23, 2023, 9:00 a.m.

The proposed agenda is as follows:

- 1. Quorum verification
- 2. Reading and approval of the agenda
- 3. Election of commissioners for scrutinies and for the review, approval and signing of the minutes of the meeting
- 4. Reading of the CEO'S and Board of Directors' management report for 2022
- 5. Reading of the annual corporate governance report for 2022
- 6. Presentation of the separated and consolidated financial statements at December 31, 2022
- 7. Reading of the Statutory Auditor's report of the separated and consolidated financial statements at December 31, 2022
- 8. Approval of the CEO'S and Board of Directors management report for 2022 and the annual corporate governance report for 2022
- 9. Approval of financial statements at December 31, 2022
- 10. Election of the Board of Directors members for the period 2023 2025
- 11. Board of Directors fees fixation for the period 2023 2025
- 12. Management proposals:
  - a. Profit distribution
  - b. Donations
- 13. Shareholders' interventions

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.

Shareholders are reminded that from the date of the call and up to ten (10) business days prior to the meeting, that is, until March 8, they may submit the lists of candidates to be part of the Board of Directors, through a communication addressed

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### to junta.directiva@grupo-exito.com

As of March 9, the lists of candidates that will be submitted for approval before the General Shareholders' Assembly will be available to shareholders in the corporate website www.grupoexito.com.co

In line with the procedure for the election of the members of the Board of Directors, the proposed candidates will be evaluated individually by the Appointments, Remuneration and Corporate Governance Committee, which will prepare a report on each of the candidates. This report will be presented to the Board of Directors so that it can carry out the assessment and decide on the lists of candidates that will recommend to the shareholders to form the Board of Directors.

The results of the assessment will be published on the corporate website <a href="https://www.grupoexito.com.co">www.grupoexito.com.co</a> five (5) business days before the date of the meeting, that is, March 15.

For the purposes of exercising the right of inspection, as of February 28, all documents required by law will be available to shareholders, which may be consulted through a computer that will be available to shareholders, at the Company's headquarters, eight floor, Carrera 48 # 32 B Sur - 139, Avenida Las Vegas, in the municipality of Envigado, Antioquia. In order to guarantee an organized inspection, it is recommended that the shareholders send to the email <a href="mailto:asambleaexito@grupo-exito.com">asambleaexito@grupo-exito.com</a> the date and time in which they will come to exercise their right of inspection.

Likewise, and to facilitate informed decision-making by shareholders, all documents and proposals submitted for approval before the General Shareholders' Assembly will be available on the corporate website <a href="www.grupoexito.com.co">www.grupoexito.com.co</a> at the latest on February 28.

In relation to the agenda, and within the five (5) calendar days following this announcement, shareholders may ask questions, request additions or propose or propose decision formulas on the items contained therein, for which they must send them to the email <a href="mailto:asambleaexito@grupoexito.com">asambleaexito@grupoexito.com</a>

Shareholders may choose to 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 the corporate website www.grupoexito.com.co

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.** Approved, 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 ordinary General Shareholders' Assembly to be held in person:



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.

