

# **Information, Communication and Contacts Policy with Shareholders, Institutional Investors and Voting Advisors**

## **1. INTRODUCTION**

The Code of Good Governance of Listed Companies approved by the Spanish National Securities Market Commission ("CNMV") in February 2015 and last updated in June 2020 recommends, in its recommendation 4, that listed companies define and promote a policy regarding communication and contacts with shareholders and institutional investors within the framework of their involvement in society, as well as with voting advisors who are fully respectful of the rules against market abuse and give similar treatment to shareholders who are in the same position. And that they make this policy public through their website, including information regarding the way in which it has been implemented and identifying the interlocutors or those responsible for carrying it out.

Likewise, it is recommended that listed companies, without prejudice to the legal obligations of dissemination of privileged information and other regulated information, also have a general policy regarding the communication of economic-financial, non-financial and corporate information through the channels they consider appropriate (media, social media or other means) that contributes to maximizing the dissemination and quality of the information available to the market, investors and other stakeholders.

In compliance with these recommendations, the Board of Directors of DISTRIBUIDORA INTERNACIONAL DE ALIMENTACIÓN, S.A. ("DIA" or the "Company") approved on November 30, 2021 this new version of its Information, Communication and Contact Policy with Shareholders, Institutional Investors and Voting Advisors (the "Policy") with the aim of creating and maintaining a fluid and responsible communication with the Company's stakeholders.

## **2. GENERAL PRINCIPLES**

This Policy is based on the following general principles:

- (i) Transparency, accessibility, freedom of expression and mutual respect for information relations.
- (ii) Responsibility, diligence and transparency in the dissemination of information, in the relationship with stakeholders and in the treatment of relevant and privileged information, all in accordance with the provisions of the law, the Internal Rules of Conduct and the rest of the Company's internal regulations.

- (iii) Equal treatment and promotion and protection of shareholders' rights and interests. In no case may discrimination be made with the aim of providing information that could provide a situation of privilege or advantage to certain shareholders over others.
- (iv) Agility in the provision of information. The provision of information to stakeholders will be encouraged with the aim of enabling them to have access to the most current and complete Company information possible.
- (v) Attention and cooperation with stakeholders. The Company, through the Investor Relations Department and its corporate website ([www.diacorporate.com](http://www.diacorporate.com)) will carry out the necessary communication and contact actions so that shareholders, institutional investors and voting advisors have identified interlocutors and the necessary means to access the Company's information in a regular and simple way.

### **3. PROCEDURE FOR COMMUNICATION AND APPROVAL OF INFORMATION**

The Company, as a listed company, is subject to compliance with certain reporting and dissemination obligations.

The Company, aware of the importance of complying with its information and dissemination obligations, has established an internal procedure in order to strengthen the fluidity and veracity of the information and to guarantee the transparency and security of the dissemination channels with the aim of ensuring compliance with the aforementioned obligations.

In accordance with the legal provisions, the Company has established the criteria to be followed regarding the information subject to communication, those responsible for the communication and the approval process.

#### **3.1 Information subject to communication**

The Company shall communicate to the market, in a truthful, complete and neutral manner, and in accordance with the applicable regulations in each case, the following:

(i) Inside Information:

'Inside information' means, in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, any information of a specific nature relating directly or indirectly to an issuer or financial instrument or its derivatives which has not been made public and which, if made public, it could have an appreciable influence on the prices of those instruments.

The information shall be considered to be of a specific nature if it indicates a number of circumstances that occur, or can reasonably be expected to occur, or

an event that has occurred, or that can reasonably be expected to occur, where that information is sufficiently specific to allow the possible effect of that set of circumstances or facts on the price of the relevant instrument to be concluded.

On the other hand, information that, if made public, could have an appreciable influence on the prices of financial instruments, will be understood as information that a reasonable investor would probably use as one of the elements of the basic motivation of his investment decisions.

(ii) Other relevant information:

"Other relevant information" means other information, other than inside, of a financial or corporate nature information relating to the Company or its securities or financial instruments that any legal or regulatory provision obliges it to make public in Spain or that the Company deems necessary, due to its special interest, to disseminate among investors.

(iii) Periodic financial and non-financial information:

Within the periodic financial and non-financial information that the Company is required to publish by law, the following types are distinguished:

- a) *Annual financial* report (annual accounts and individual and consolidated management reports and declaration of responsibility of the directors). It will be published within a maximum period of four months from the end of the financial year in accordance with current regulations.
- b) *Non-financial information statement* (NFIS). The Company will prepare on an annual basis, the statement of non-financial information, which includes the information necessary to understand the evolution, results and situation of the group, and the impact of its activity with respect to, at least, environmental and social issues, respect for human rights and the fight against corruption and bribery, as well as on staff, including measures taken, where appropriate, to promote the principle of equal treatment and opportunities between women and men, non-discrimination and inclusion of people with disabilities and universal accessibility. The NFIS is part of the management report (and, therefore, of the annual financial report referred to in the previous point).
- c) *Half-yearly* financial report (summary interim financial statements and management report and statement of liability of the directors). It will be published within two months of the end of the semester of the financial year, in accordance with current regulations. If the annual financial report referred to in the immediately preceding paragraph is published within two months of the close of the previous financial year, the Company shall be exempt from preparing and publishing the financial information corresponding to the second half of the previous year.
- d) *Annual Corporate Governance Report* (ACGR). The Company will prepare, on an annual basis, a corporate governance report containing information

regarding the ownership structure of the Company, the functioning of the General Shareholders' Meeting and the development of its sessions, the structure of the Administration, the related operations and intra-group operations, the risk control and management systems and the main characteristics of the internal risk control and management systems in relation to the issuance of financial information (SCIIF), as well as the degree of follow-up of the recommendations of the *Code of Good Governance of listed companies*, in accordance with current regulations.

- e) *Annual Report on Directors' Remuneration (ARDR)*. The Company will prepare, on an annual basis, a remuneration report of the directors that contains complete and detailed information on the remuneration and remuneration policy of the directors, in accordance with current regulations.
- f) *Average period of payment to suppliers (annual)*. The Company will publish on an annual basis the average period of payment to suppliers in accordance with current regulations.

(iv) Operations carried out with treasury shares (treasury stock):

The Company shall inform the CNMV of the proportion of voting rights that remain in its possession when it acquires its own shares that attribute voting rights, in a single act or by successive acts, either by itself, through a controlled entity or by an interposed person, and said acquisition reaches or exceeds 1% of the voting rights. The communication will be made within four trading days.

The obligation to communicate will arise, in the case of acquisition by successive acts, when the operation or acquisition occurs that, added to those carried out since the previous communication, determines that the percentage of 1% of the voting rights is exceeded as a whole. For these purposes, disposals or sales will not be deducted.

(v) Other information of interest:

The Company also periodically publishes, as "other relevant information", the following information of interest:

- a) *Trading update*. The Company may prepare a voluntary sales progress note with the *like-for-like* sales growth data and the net sales figure for the corresponding quarterly/semi-annual period and which will be published in the following three weeks after the end of the corresponding period. This information will be communicated to the market as "other relevant information".
- b) *Note of results and presentation to investors*. On the occasion of the publication of the annual financial report and the half-yearly financial report, the Company will prepare a results note and a presentation to investors that summarize the content of the financial information that at any time needs to be published, which will be intended mainly for analysts and investors. This

note of results and presentation to investors, prior to its dissemination, will be communicated to the market as "other relevant information".

Likewise, the Company may disseminate any other information that it deems relevant to a singular knowledge of the Company through press releases, presentations made in meetings with investors, etc. and in whose dissemination the applicable regulatory framework will be complied with. This information, prior to its dissemination, shall be communicated to the market as "other relevant information".

### **3.2 Responsible for communication**

The Board of Directors, through the Secretary of the Board of Directors, the Legal and Regulatory Compliance Director of the Group and the Group's Chief Financial Officer, assumes the communication to the market of inside information, relevant information, periodic financial and non-financial information, the information on treasury stock as well as any other that must be done in compliance with the legal provisions.

The communication to the market will be carried out by sending it to the CNMV for publication on its website, without prejudice to its subsequent availability to shareholders and investors on the Company's corporate website.

### **3.3 Approval process**

Prior to its submission to the CNMV, the information to be sent must be submitted to the Executive Chairman and the Chief Financial Officer of the Group for joint approval, without prejudice to the fact that, when legally mandatory or convenient, such information is previously approved and/or formulated by the Board of Directors (with the report, where applicable, of the Audit and Compliance Committee and/or the Appointments and Remuneration Committee, as appropriate).

Once the approval has been obtained, it will be submitted electronically. If one of the two previous approval officers is absent, he or she will be replaced by the Group's Corporate Director and subsidiarily by the Group's Legal and Compliance Director (or both if both of the aforementioned Executive Chairman and Group Chief Financial Officer are missing).

After its publication on the CNMV website, the same information will be published on the Company's corporate website ([www.diacorporate.com](http://www.diacorporate.com)).

## **4. COMMUNICATION AND CONTACT CHANNELS**

The Company must provide itself with sufficient human and technical resources to exercise the function of communication and contact with its stakeholders, as well as the channels of dissemination of information, both public and corporate, among which the following should be highlighted:

**/ Website of the CNMV and other regulatory entities**

The main information channel is the website of the CNMV ([www.cnmv.es](http://www.cnmv.es)) as well as, where appropriate, channels established by other foreign authorities and supervisory entities, with a view to its prompt dissemination.

#### **/ Corporate website**

The Company's official communication channel with its shareholders and the financial market is its corporate website ([www.diacorporate.com](http://www.diacorporate.com)) which information is updated on a recurring basis. Through this channel, the Company monitors information that may be of interest to shareholders and other stakeholders, which allows, in general terms, immediate and easy access to information.

In order to make the scope of dissemination as extensive as possible, the information disseminated by the Company will be provided, whenever possible, in Spanish and English, with the Spanish version prevailing in case of discrepancy.

The presentation of periodic financial results, as well as other significant economic and financial presentations, such as *Investor's Days*, where appropriate, will be broadcast simultaneously through the Company's corporate website, and where appropriate, interested parties will be provided with the appropriate channels to ask questions and request clarifications.

#### **/ Corporate Twitter @DIA\_Group**

Through social media, the Company disseminates the main financial and non-financial communications.

#### **/ Email [investors.relations@diagroup.com](mailto:investors.relations@diagroup.com) / [comunicacion@diagroup.com](mailto:comunicacion@diagroup.com)**

To which they can turn for doubts and questions of the shareholders.

#### **/ Phone Number +34.91.398.54.00 Ext: 33989 / 33426**

#### **/ Investor Relations Management**

The Directorate of Investor Relations together with the Executive Chairman and the Chief Financial Officer of the Group are responsible for the communication and management of queries made by analysts, institutional investors and shareholders, for which it has an email address ([investor.relations@diagroup.com](mailto:investor.relations@diagroup.com)) and a contact telephone number that is outlined on the corporate website and in the documentation sent by that Directorate to the stakeholders.

In order for proxy *advisors* to have the most complete information about the Company at the time of issuance of their respective voting recommendation reports, the Investor Relations Directorate and the Legal and Regulatory Compliance Management of the Group will maintain the contacts deemed necessary, seeking to respond to their queries in relation to the proposals for agreements submitted to the General Shareholders' Meeting and providing them with the clarifications that are considered appropriate, always respecting the principles of equal treatment and preservation of confidential and privileged information.