

**BOARD OF DIRECTORS' REPORT ON THE PROPOSAL TO THE GENERAL
SHAREHOLDERS MEETING OF THE RE-ELECTION OF THE EXECUTIVE DIRECTOR
MS. MARÍA ECHENIQUE MOSCOSO DEL PRADO**

I

By a decision of the General Shareholder's Meeting of Compañía de Distribución Integral Logista Holdings, S.A. ("the Company"), on 24th, March 2020, Ms. María Echenique Moscoso del Prado was appointed as executive Director of the Company for the statutory period of four years.

Consequently, Ms. Echenique's mandate ends in March 2024, after four years of his appointment.

Ms. Echenique holds the status of executive Director, pursuant to article 529 duodecies 1 of the Capital Companies Act.

II

The Appointments and Remuneration Committee at the meeting held today, has assessed again Ms. Echenique profile, and has noted that:

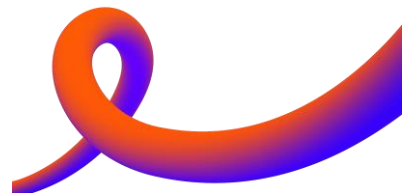
- i) she fulfils the requirements of the law and of the Company's Policy on the Selection of Directors of 19th December 2017, (knowledge, professional experience, recognized soundness and competence, responsibility for the exercise of his office, and absence of conflicts of interest) to be appointed Director;
- ii) she is not involved in any case involving prohibition or incompatibility under the Law or under the Company's Policy on the Selection of Directors;
- iii) she fulfils the legal and statutory requirements for inclusion in the category of executive director.

Additionally, the Committee evaluates very favourably the performance of Ms. Echenique since her appointment as Director of the Company, as well as her professional profile and the performance of her executive functions in the Company.

Consequently, the Appointments and Remuneration Committee has unanimously issued a favourable report on the re-election by the General Shareholders Meeting of Ms. María Echenique Moscoso del Prado as executive Director, for the statutory period of four years.

III

Ms. María Echenique will hold the status of executive Director, in accordance with the provisions of article 529 duodecies 1 of the Capital Companies Act and article 4.1 a) of the Company's Director Selection Policy, of 19 December 2017.



IV

In view of the foregoing, the Board of Directors unanimously (with the personal abstention of Ms. Echenique), agreed to adopt the above-mentioned Report of the Appointments and Remuneration Committee, related to the proposal of re-election by the General Shareholders Meeting of Ms. María Echenique Moscoso del Prado as executive Director, on the understanding that Ms. Echenique has the necessary skills, experience and merits, and fulfils the requirements to be re-elected by the General Shareholders Meeting as executive Director of the Company, for the statutory period of four years.

This report was unanimously approved by the Board of Directors (with the said abstention), in accordance with the provisions of the Capital Companies Act and will be joined to the General Meeting Minutes that may approve his re-election as Director.

Leganés, 14th December 2023

The Secretary Director

María Echenique Moscoso del Prado