
ANNUAL REPORT ON THE INDEPENDENCE OF THE EXTERNAL AUDITOR

AUDIT, CONTROL AND SUSTAINABILITY COMMITTEE

2023-2024

LOGISTA INTEGRAL, S.A.



I.- INTRODUCTION

Pursuant to section 4 (f) of article 529 quaterdecies of the revised text of the Capital Companies Law, approved by Royal Legislative Decree 1/2010, of 2 July (the "**Capital Companies Law**"), ") the Audit and Control Committee has, among others, the following competences: *"To annually issue, prior to the issue of the audit report, a report expressing an opinion on whether the independence of the auditors or audit firms has been compromised. This report must contain, in any case, a reasoned assessment of the provision of each and every one of the additional services referred to in the previous paragraph, individually considered and as a whole, other than the statutory audit and in relation to independence or to the regulations governing the activity of auditing of accounts."*

This document provides an assessment of the provision of the additional services, individually and as a whole, other than the statutory auditing of accounts and in relation to the independence regime or audit regulations received by the external audit firm, as well as the precautions that have been taken in relation to the assurance of its independence, in accordance with the provisions of Law 22/2015 of 20 July on the Auditing of Accounts (the "Audit Law"). As a result, Logista's Audit, Control and Sustainability Committee (hereinafter also referred to as the "ACSC") prepares this report.

II. CONDITIONS OF EMPLOYMENT

The General Shareholders' Meeting of Logista Integral, S.A. (formerly Compañía de Distribución Integral Logista Holdings) ("the Company"), held on 7 February 2023, resolved to reappoint Ernst & Young as auditors of the Company's Individual and Consolidated Financial Statements for the years ended 30 September 2023, 2024 and 2025. Ernst & Young had already audited the Company's accounts for the financial years 2020 to 2022.

The selection process of Ernst & Young was carried out in accordance with the provisions of the Audit Law, which, in article 40, establishes the rules on the engagement, rotation and appointment of auditors; and in accordance with the provisions of Regulation (EU) No 537/2014 of the European Parliament of 16 April 2014.

This engagement has been fixed prior to the commencement of the Statutory Auditors' duties for the current financial year, and was previously reported by the Audit, Control and Sustainability Committee on 14 December 2022.

The Audit, Control and Sustainability Committee has also verified that the obligation to rotate the auditor signing the audit report has been complied with.

The fees for the audit of the financial statements for the 2024 financial year provided to the Logista group by Ernst & Young amounted to €1,574 thousand, including €110 thousand of reporting to the main shareholder. These fees were analysed and approved by the Audit, Control and Sustainability Committee at its meetings of 2 February 2024, 6 May 2024 and 4 November 2024.

With regard to the fees agreed with Ernst & Young, S.L., the Audit, Control and Sustainability Committee considers that they have not been influenced or determined by the provision of additional services, nor have they been based on any type of contingency or condition



other than changes in the circumstances that serve as the basis for setting the fees, as indicated in the Audit Law, and as these auditors have stated in their Independence Report.

III. COMMUNICATION WITH THE AUDITOR

The external auditors have appeared four times at Committee meetings.

The Audit, Control and Sustainability Committee has maintained appropriate relations with the auditor in order to receive information on issues that may threaten its independence and any other issues related to the process of auditing the accounts, as well as any other communications provided for in the legislation on auditing accounts and in the technical auditing regulations.

During the 2024 financial year, the auditor has not informed the Audit, Control and Sustainability Committee of any issues that could jeopardise its independence.

IV. FEES FOR NON-AUDIT SERVICES PROVIDED BY ERNST & YOUNG

The breakdown of services invoiced during the year ended 30 September 2024, excluding the fees for professional auditing services indicated in section II, is shown below:

Services	Amount (figures in € thousand)	Date of approval by the ACSC
Limited review 1 st half year	27	02.02.2024
ICFRS Report (Internal Control over Financial Reporting System)	16	02.02.2024
Report on the Integrated Annual Report	29	02.02.2024
SOC report in Italy, requested by a customer	21	02.02.2024
SOC report in Pharma, requested by a customer	25	02.02.2024
Report on Logista Libros' Integrated Annual Report	23	02.02.2024
Speedlink Special Purpose Audit	46	02.02.2024
Reports for the merger of Logista Retail - La Mancha	25	06/05/2024
Report on Logista Italy's investments in the Special Economic Zone	8	04/11/2024
Other services	25	02.02.2024
TOTAL	245	



The description of these services is as follows:

- Preparation and subsequent Limited Review Report on the Interim Financial Statements of Logista Integral, S.A. and its subsidiaries under IAS 34, in accordance with international standards on the review of financial information, carried out by the entity's independent auditor (ISRE 2410). The report was issued on 7 May 2024
- Review and issue of the Internal Control over Financial Reporting System (ICFRS) submitted to the markets for the 2023-2024 financial year included in the Annual Corporate Governance Report. The scope of the auditor's review procedures has been carried out in accordance with Circular E14/2013 of 19 July 2013 of the Spanish Institute of Chartered Accountants (Instituto de Censores Jurados de Cuentas de España). The report was issued on 5 November 2024.
- Review and issue of the Independent Assurance Report on the Integrated Annual Report, submitted to the markets for the 2024 financial year. The auditor's work was performed in accordance with the requirements of the current International Standard on Assurance Engagements 3000 (Revised), "Assurance Engagements other than Audits or Reviews of Historical Financial Information" (Revised IAEA 3000) issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC) and with the Performance Guide on Assurance Engagements for Non-Financial Reporting issued by the Spanish Institute of Chartered Accountants (Instituto de Censores Jurados de Cuentas de España). The report was issued on 5 November 2024
- Review and issue of a Systems and Organisational Controls (SOC) report for a customer of Logista Italia S.p.A. in accordance with the Standard for Attestation Engagements No. 18 (SSAE No. 18), issued by the American Institute of Certified Public Accountants (AICPA). The report will be issued after the end of the calendar year on 31 December 2024
- Review and issue a report on Systems and Organisational Controls (SOC) for a customer of Logista Pharma S.A.U. in accordance with the requirements of the International Standard on Assurance Engagements 3402, "Assurance Reports on Controls in Service Organisations" (IAEA 3402) issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC). The report will be issued on the date required by the customer.
- Review and issue of the Independent Assurance Report on the Integrated Annual Report of Logista Libros, S.L. The auditor's work has been performed in accordance with the requirements established in the current International Standard on Assurance Engagements 3000 (Revised), "Assurance Engagements other than Audits or Reviews of Historical Financial Information" (Revised IAEA 3000) issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC) and with the Performance Guide on Assurance Engagements for Non-Financial Reporting issued by the Spanish Institute of Chartered Accountants (Instituto de Censores Jurados de Cuentas de España). The report will be issued after the end of the Company's fiscal year on 31 December 2024



- Drafting and consequent special purpose audit report on the combined financial statements of the companies Speedlink Worldwide Express B.V., 24 Hours B.V. and German-Ex B.V. in accordance with International Standards on Auditing as issued by the International Auditing and Assurance Standards Board (IAASB). The report will be issued after the companies' fiscal year-end on 31 December 2024.
- Drafting and subsequent audit reports on the interim balance sheet carried out by an independent auditor of Logista Retail, S.A.U. and La Mancha 2000, S.A.U. in accordance with prevailing auditing regulations in Spain. The two audit reports were issued on 7 August 2024.
- Review and subsequent Audit Report on the statement of expenses incurred by Logista Italia S.p.A. for investments in the Special Economic Zone for Southern Italy in accordance with art. 7, paragraph 14 of the Decree of the Minister for European, Southern Affairs, Cohesion Policies and PNNR. The service will be performed in accordance with International Standard on Auditing 808 (Revised) on "Audits of a single financial statement (ISA 805 Revised)". The work is expected to be completed by 31 December 2024.

Other services include:

- Review of the Annual Statement of Envases Compañía de Distribución Integral Logista, S.A.U.
- Review of agreed procedures of El Mosca China
- Review for the registration of Supplementary Benefits in El Mosca Portugal
- Certificate for payment of interim dividend by Logista France SAS

The following jobs approved by the Committee during the year were not executed as the special purpose for which they were commissioned (merger of the two companies) has not been carried out:

- Interim balance sheet audit of Logista Pharma SAU
- Interim balance sheet audit of Logista Pharma Gran Canaria SAU

It should be noted that the nature of the non-audit services performed is closely related to the statutory audit and does not pose a risk or threat to the independence of the statutory audit itself.

Therefore, these services have been contracted to Ernst & Young in accordance with the provisions of Article 14 of the Audit Law (General Principle of Independence), and are not among the services prohibited under the terms of this Law.

V. PERCENTAGE OF REVENUE

During the year ended 30 September 2024, the Logista group has contracted audit and other services to Ernst & Young for a total amount of €1,819 thousand, which represents 0.8% of the annual revenue of Ernst & Young, S.L. for the 2023-2024 financial year. It is also confirmed that the limit of 70% of the average audit fees over the last 3 years has not been exceeded (Article 4.2 of EU Regulation 537/2014).



VI. DECLARATION OF INDEPENDENCE RECEIVED FROM THE STATUTORY AUDITOR

On 4 November 2024, the Partner responsible for issuing the audit report on the consolidated financial statements of the Company confirmed his independence to the Audit, Control and Sustainability Committee.

The document prepared by the Company's auditor contains the written confirmation of his independence regarding the Company and the Group companies, as well as information on additional services, individually and as a whole, of any kind other than audit services, provided to these entities by the auditor or by persons or entities related to the auditor.

During the year, the auditor did not report any issues in its dealings with the Audit, Control and Sustainability Committee that could jeopardise its independence. In addition, Ernst & Young has stated that, in applying its internal procedures, it has not identified circumstances that, individually or in the aggregate, could pose a significant threat to its independence and, therefore, could constitute grounds for incompatibility.

VII. CONCLUSION

The Audit, Control and Sustainability Committee unanimously resolves to submit this report to the Board of Directors of Logista Integral, S.A., certifying that the external auditor, Ernst & Young, S.L., has been and has acted independently in relation to the issue of its audit report following the examination and verification of the individual and consolidated annual accounts of Logista Integral, S.A. for the year ended 30 September 2024.

Furthermore, it has been concluded that there are no objective reasons to question the independence of the external auditor, and that this independence has not been threatened or affected during the 2024 financial year by the provision of services other than those corresponding to the audit of the accounts.

In particular:

- Ernst & Young has confirmed in writing its independence in accordance with the provisions of Regulation (EU) No 537/2014 of 16 April 2014 on the specific requirements for the statutory audit of public interest entities, Law 22/2015 of 20 July on the Auditing of Accounts, Royal Decree 877/2015 of 2 October approving the Regulations of the Audit Law, and in the technical auditing standards issued by the Institute of Accounting and Auditing of Accounts.
- The fees for audit services are fixed by the auditor prior to the commencement of the auditor's duties for the entire period during which the audit is to be performed. Fees are not influenced or determined by the provision of additional services, nor are they based on contingencies or conditions other than changes in the circumstances on which the fees are based.
- Fees for services rendered do not constitute a significant percentage of the Statutory Auditor's total annual income.



- During the 2024 financial year, the Audit, Control and Sustainability Committee has established appropriate relations with Ernst & Young in order to receive information on issues that could jeopardise its independence.
- In the information obtained through the aforementioned channels of communication, no issues have been identified that call into question compliance with audit regulations on auditor independence and, in particular, no issues of this nature have been identified that relate to the provision of additional services, individually considered and as a whole, other than the statutory audit.
- The Audit, Control and Sustainability Committee has analysed all the proposals for contracting services with the Auditors in the 2024 financial year, other than the auditing of accounts, in order to ensure that they are not incompatible with their work as auditors, thus not calling into question their independence, in accordance with the limitations established in current legislation.

This report is approved by the Audit, Control and Sustainability Committee at its meeting of 4 November 2024.

Leganés (Madrid), 4 November 2024

The Secretary of the Audit, Control and Sustainability Committee

María Echenique Moscoso del Prado

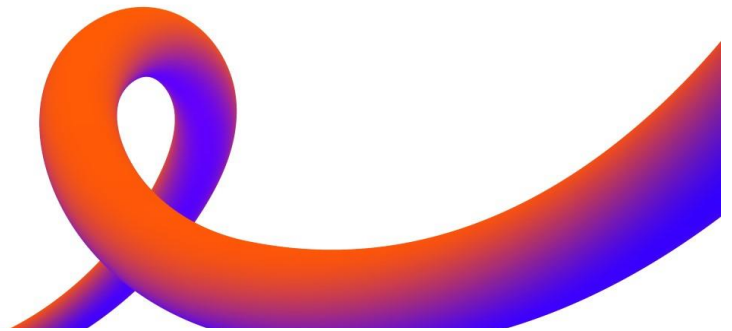
ANNEX: SUMMARY



3.2.

Report on Auditors' independence

María Echenique, ACS Committee's Secretary



Purpose

Logista | Auditors independence

Proposal to the Audit, Control and Sustainability Committee to approve the independence report of the statutory auditor, Ernst & Young, as required by law

Report included as Annex

Main aspects are:

- The auditor has declared its independence in its communication to the Audit Committee of 4 November 2024
- E&Y was appointed as statutory auditor until year-closing 2025 by the AGM of 7 February 2023
- Appropriate relationship between the Audit Committee and E&Y has been established during the fiscal year to communicate any issue that could put auditor independence at risk



Information

Logista | Auditors independence

Fees for services rendered in the year by E&Y were duly approved by the Audit Committee on its sessions of 2 February 2024

(*) Approved by the Audit Committee of 6 May

(**) Approved by the Audit Committee of 4 November

- The proportion of non-audit fees to total fees does not compromise the independence of the auditor
- The proportion of total fees to Ernst & Young SL total revenues is 0.8%, below the threshold of 5% set in the Board rules
- None of the non-audit services rendered by E&Y can qualify as prohibited services

	Thousand €
Audit fees	
Statutory audit	1,464
Reporting to main shareholder	110
	1,574
Non-Audit fees	
H1 limited review	27
Financial information internal control system (SCIIF report)	16
Non financial information statement report	29
SOC report in Italy, requested by a customer	21
SOC report in Pharma, requested by a customer	25
Logista Libros non-financial information report	23
Speedlink special purpose audit	46
Reports for Logista Retail-La Mancha merger (*)	25
Report on Logista Italia investments in Special Economic Zone (**)	8
Other services	25
	245
Total fees	1, 819

