

REPORT-PROPOSAL ON THE NEW REMUNERATION POLICY FOR THE COMPANY'S DIRECTORS FOR THE 2026-2028 PERIOD

I. JUSTIFICATION OF THE PROPOSAL

The General Shareholders' Meeting of Logista Integral, S.A. held on 5 February 2025 approved the 2025-2027 Remuneration Policy, which remains in force to date.

During the 2025 financial year, the Board of Directors deemed it appropriate to review the matrix for determining the percentage of consolidation of the Chief Executive Officer's short-term variable remuneration, based on the percentage of Adjusted EBIT achieved, with the aim of bringing it into line with market standards and the company's current profile. Logista's strategic commitment to diversifying its activities makes it advisable to adjust the minimum achievement and consolidation levels and the maximum consolidation level of Adjusted EBIT. This measure seeks to align strategic objectives with the remuneration structure, reinforcing the commitment to achieving superior results in increasingly competitive environments.

In this regard, it is proposed to amend the Remuneration Policy with regard to the minimum achievement and consolidation levels and the maximum consolidation level of Adjusted EBIT, applicable for determining the short-term variable remuneration of the Chief Executive Officer, and to update the amount of his fixed remuneration approved by the Board of Directors for the 2026 financial year.

In view of the above, a new Remuneration Policy for Logista Directors 2026-2028 (the "Remuneration Policy 2026-2028" or the "Policy 2026-2028") is submitted for consideration by the Shareholders, as proposed by the Appointments and Remuneration Committee. The new 2026-2028 Policy, which will come into force and supersede the policy currently in force from the date of its approval by the General Shareholders' Meeting, will remain in force until the third anniversary of that date.

It should also be noted that the Chief Executive Officer is not a member of the Appointments and Remuneration Committee and, therefore, has not participated in the deliberation and voting on the matters contained therein. Similarly, he has abstained from participating in the deliberation and voting in the Board of Directors on matters relating to him.

II. PROPOSED DIRECTORS' REMUNERATION POLICY

1. General principles of the Remuneration Policy for Directors

The Remuneration Policy is based on attracting, retaining and motivating the best professionals, while establishing a stable and lasting link between remuneration, results and shareholder interests, thereby achieving Logista's long-term objectives.

In addition, the Company ensures that the policy complies with the principles and recommendations of the Good Governance Code¹, best market practices and the guidelines of shareholders and investors.

In this regard, the general principles and foundations on which the Remuneration Policy is based are as follows:

		Executive directors	Non-executive directors
Link to business strategy, interests and long-term sustainability	Contribute to the business strategy and the long-term interests and sustainability of the Company, in particular by creating sustainable shareholder value over time.	✓	
Link between remuneration and results ("pay for performance")	Establish a direct link to the achievement of specific, quantifiable strategic objectives (financial and non-financial) aligned with the Business Plan ² , which focus on the creation of sustainable value. Set a balanced remuneration mix, with a significant weighting of remuneration linked to results, particularly in the long term.	✓	
Risk control	Variable remuneration is not guaranteed, meaning that this component may not be paid if certain objectives are not met, and is subject to certain adjustment mechanisms (malus and clawback clauses) that allow for sufficient flexibility. The weighting of fixed and variable elements in the remuneration mix allows for adequate risk management.	✓	
Competitiveness	By establishing a remuneration framework that is aligned with best market practices and competitive with other comparable companies, enabling the attraction and retention of the best professionals.	✓	✓
Fairness and suitability	Adequate remuneration based on professional career, experience, qualifications, dedication and level of responsibility, without constituting an obstacle to the duty of loyalty and independence of judgement of directors in their capacity as such.	✓	✓
Non-discrimination ("Equal Pay")	Policies and practices ensure that no criteria are applied that imply any discrimination on the basis of sex, age, culture, religion or race.	✓	✓
Transparency	The Company is committed to transparency and communication with all its stakeholders, including shareholders, employees and analysts, so that the Policy can be easily understood by all <i>stakeholders</i> .	✓	✓

¹ Code of Good Governance for Listed Companies, as approved by the Board of the Spanish National Securities Market Commission in June 2020 ("**Code of Good Governance**").

² Group Business Plan or Budget ("**Business Plan**").

2. Decision-making process for determining, reviewing and applying the Policy, and measures to manage conflicts of interest

2.1 The Appointments and Remuneration Committee

The Appointments and Remuneration Committee, whose functions are set out in Article 18 of the Articles of Association, Article 17 of the Board of Directors' Regulations and its own Regulations, plays a key role in defining Logista's Remuneration Policy and in developing and implementing its components.

In the area of remuneration, the Appointments and Remuneration Committee periodically reviews and ensures compliance with the Remuneration Policy. To this end, the Appointments and Remuneration Committee meets periodically, convened by its Chairman, or when two of its members so request, and when the Board or its Chairman requests the issuance of a report or the adoption of proposals, and, in any case, whenever it is convenient for the proper performance of its functions and at least four times a year.

The Appointments and Remuneration Committee ensures that the individual remuneration of Directors is in line with best market practices and good governance and takes into account the remuneration and working conditions of Logista's employees as a whole. To this end, it also considers comparative data from other companies.

The Appointments and Remuneration Committee may be assisted by independent external consultants on remuneration matters. These advisors may provide advice, market trends and comparative data whenever necessary. Other internal departments or independent third parties may also assist the Appointments and Remuneration Committee in measuring the level of achievement of the objectives set out in the variable remuneration systems.

2.2 The Board of Directors

The Board approves, at the proposal of the Appointments and Remuneration Committee, the Remuneration Policy, including long-term incentives linked to the share price, before submitting it to the General Shareholders' Meeting. It also approves the commercial contract between executive directors and the Company, which includes all remuneration items.

In addition, the Board of Directors, at the proposal of the Appointments and Remuneration Committee, adopts and periodically reviews the general principles of the Policy and is responsible for supervising its application.

2.3 The Audit and Control Committee

Logista's Audit and Control Committee participates in the decision-making process regarding the variable remuneration of executive directors by supervising the economic and financial information used to calculate the level of compliance with the objectives set for the purposes of receiving such remuneration.

2.4 The General Shareholders' Meeting

The General Shareholders' Meeting, within the framework provided for in the Articles of Association, approves the Remuneration Policy proposed by the Board at least every three years, as a separate item on the agenda.

It also votes, in an advisory capacity, on the Annual Remuneration Report for Directors, which details, among other items, the remuneration accrued during the last financial year.

2.5 Measures to prevent or manage conflicts of interest

In accordance with the provisions of Article 32 of the Board of Directors Regulations, Directors must meet the obligations established in current law on conflicts of interest, in particular by taking the necessary measures to avoid situations in which their interests, whether on their own behalf or on behalf of others, may conflict with the interests of the company and their obligations to Logista or the companies in its Group.

Directors must report any situation of direct or indirect conflict that they or persons related to them may have with the interests of Logista or the companies in its Group.

They must also disclose any direct or indirect participation that they or persons related to them may have in the capital of a company with the same, similar or complementary type of activity as that which constitutes the corporate purpose, as well as the positions or functions they hold in it, and the performance, on their own behalf or on behalf of others, of the same, similar or complementary type of activity as that which constitutes the corporate purpose.

In any case, any conflicts of interest involving Directors shall be disclosed in the Annual Corporate Governance Report and in the annual report.

3. Remuneration Policy for Directors in their capacity as such

3.1 Characteristics and considerations for determining the remuneration of Directors in their capacity as such

The remuneration of the Company's Directors in their capacity as such shall be determined considering the provisions of (i) the regulations applicable to capital companies and, in particular, to listed companies contained in the revised text of the Capital Companies Act, approved by Royal Legislative Decree 1/2010, of 2 July ("LSC"); (ii) the Articles of Association; (iii) this Policy; (iv) the resolutions adopted by the General Shareholders' Meeting; and (v) the Regulations of the Board of Directors.

In line with the principles governing this Policy, the remuneration of the Company's Directors in their capacity as such offers a competitive remuneration package, in accordance with the dedication, qualifications and responsibility of the directors, without constituting an obstacle to their duty of loyalty and independence of judgement, but allowing the Company to access the best talent and encouraging its retention.

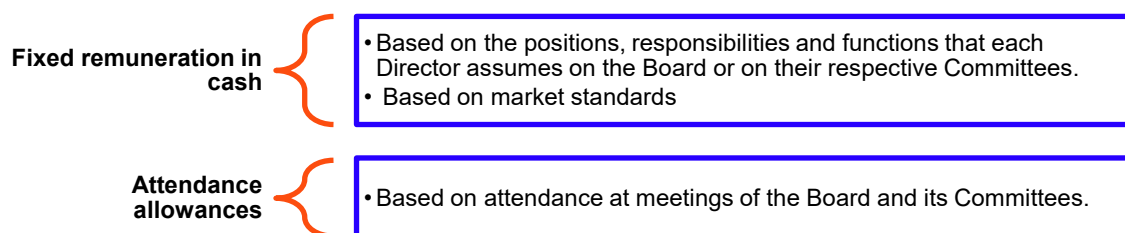
Likewise, the remuneration of Directors in their capacity as such must be aligned with corporate governance standards, shareholder and investor guidelines, and market circumstances, considering the characteristics and activity of the Group.

In this regard, Directors, in their capacity as such, do not receive variable remuneration, either in cash or in shares, nor any long-term remuneration in the form of pension plans, retirement schemes or other social welfare schemes, in line with the recommendations of the Good Governance Code.

3.2 Elements of the remuneration system for Directors in their capacity as such

The remuneration of each Director, in their capacity as such, is determined by the Board of Directors, which shall consider the functions and responsibilities assigned to each Director, membership of Board Committees, and any other objective circumstances it considers relevant.

The remuneration of Directors in their capacity as such consists of:



However, the Board of Directors may consider other circumstances, which must be objective and applied transparently, to determine, within the maximum limit and the remuneration system established in this Policy, the remuneration of Directors in their capacity as such.

Directors residing in a location other than that in which the Board or Committee meetings are held shall be entitled to reimbursement of duly justified expenses for travel, meals and accommodation in hotels incurred as a result of travelling to attend the aforementioned meetings.

The amounts allocated to this remuneration for the 2026 financial year are as follows:

Fixed monthly cash allowance:	
Chairman of the Board	€30,600
Director	€5,400
Chairman of the Appointments and Remuneration Committee	€1,700
Chairman of the Audit, Control and Sustainability Committee	€1,800

Attendance fees for meetings (per session):	
Board of Directors	€2,917
Appointments and Remuneration Committee	€1,061
Audit, Control and Sustainability Committee	€1,714

In view of the special functions performed by the Chairman of the Board as set out in the Board Regulations, as well as the institutional representation work that this position always entails in practice, the compensation associated with it is necessary to reward the dedication, qualifications and responsibility of this position, without compromising its independence.

Furthermore, the Directors, in their capacity as such, shall be included in the civil liability policies for executives taken out by the Group.

The maximum amount of remuneration that may be received annually by all the Company's Directors in their capacity as such shall not exceed €1,600,000. This amount shall remain applicable for the duration of this Policy unless the General Shareholders' Meeting decides to modify it in the future.

Notwithstanding the foregoing, Directors may waive their right to receive the remuneration to which they are entitled under this Policy.

4. Remuneration Policy for Executive Directors

4.1 Characteristics of the Remuneration Policy for the performance of executive functions

The remuneration of Directors for performing executive functions in the Company shall be determined considering the provisions of (i) the regulations applicable to capital companies and, in particular, to listed companies contained in the LSC; (ii) the Articles of Association; (iii) this Remuneration Policy; (iv) the resolutions adopted by the General Shareholders' Meeting; (v) their corresponding contracts; (vi) the Group's Senior Management Remuneration Policy; (vii) the objectives established in the Business Plan;

In accordance with the provisions of the Company's Articles of Association and the Regulations of the Board of Directors, the receipt of remuneration for the performance of executive functions is independent and fully compatible with the receipt of remuneration by the Director in his or her capacity as such.

The remuneration system for executive Directors, in line with the principles of the Policy, must have the following characteristics:

- It shall present a balanced and efficient relationship between fixed and variable components.
- Variable remuneration shall have a short-term and a long-term component.
- The remuneration system shall be compatible with adequate and effective risk management and with the business strategy, values and long-term interests of the Company, and shall be geared towards promoting the long-term profitability and sustainability of the Company.
- It shall consider market trends and the principles and recommendations of good governance, as well as the guidelines of shareholders and investors.
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4.2 Elements of the remuneration system for the performance of executive functions

Article 14 of the Articles of Association and Article 28 of the Board of Directors Regulations establish that the remuneration system for executive directors may include the following elements, without prejudice to the remuneration they receive for their membership and attendance at the Board of Directors:

Fixed Remuneration	<ul style="list-style-type: none"> • Determined on the basis of the services and responsibilities in the Group and its position, ensuring that it is competitive with other comparable entities.
Annual variable remuneration	<ul style="list-style-type: none"> • Is intended to be in line with the most common market practices in terms of remuneration and to link its payment to the fulfilment of annual objectives in line with the Business Plan.
Long-term variable remuneration (multi-year)	<ul style="list-style-type: none"> • Is intended to enhance the commitment to the Company's shareholders in the long term. It is implemented through the granting of plans with settlement in shares of the Company. Multi-year incentive plans will have a minimum duration of three years.
Social welfare	<ul style="list-style-type: none"> • Are intended to constitute a complementary social security system linked to retirement.
Remuneration in kind	<ul style="list-style-type: none"> • Aims to offer a competitive compensation package in line with standard market practice.
Long-term savings schemes	<ul style="list-style-type: none"> • In line with that established for senior management, they are intended to contribute to the commitment of executive directors to the company in the very long term, establishing mechanisms to minimise the financial impact of resignations in the year in which they occur.

4.3 Remuneration mix

The remuneration scheme is designed to establish a balanced and effective relationship between fixed and variable components. Executive directors have a fully flexible variable remuneration system that allows them not to receive any amount in this regard if the minimum compliance thresholds are not met.

The graphs show several examples of the possible total future remuneration of executive directors, in accordance with this Remuneration Policy. The possible results and the assumptions on which they are based are shown in the table.

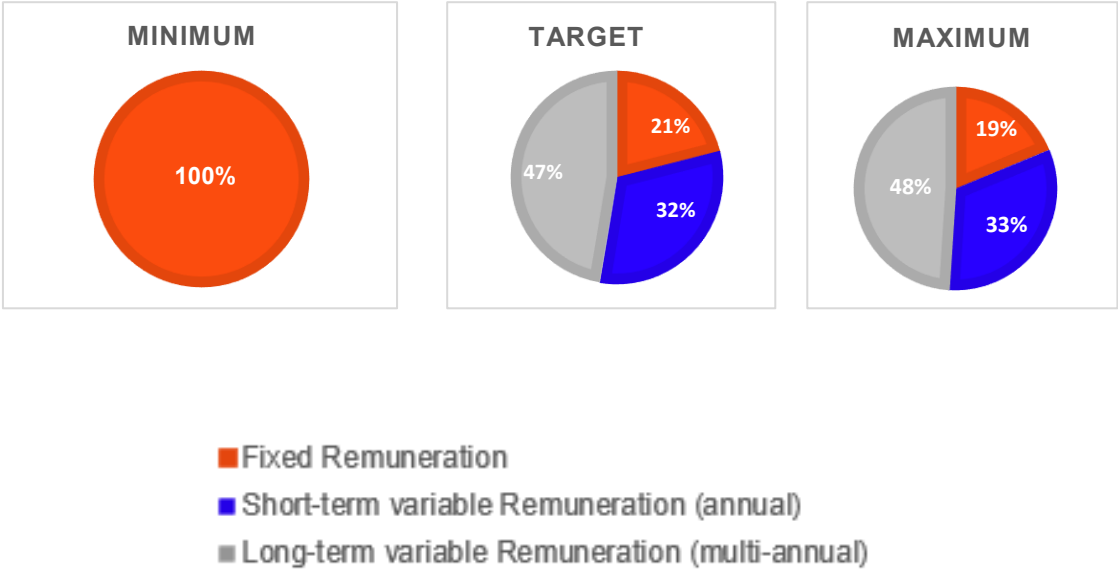
Long-term variable remuneration in shares is the most significant component of the Chief Executive Officer's remuneration. In the maximum scenario, his long-term remuneration in shares may represent 48% of his total remuneration.

Chief Executive Officer

Fixed remuneration*	All scenarios	927,579 euros
Short-term variable remuneration (annual)	Minimum	No short-term variable remuneration is paid as the minimum level of objectives has been met.
	Target	100% of the Incentive (150% of Fixed Remuneration)
	Maximum	121% of the Incentive (181.5% of fixed remuneration)
Long-term variable remuneration (multi-year)	Minimum	No long-term variable remuneration is paid as the minimum level of objectives has been met.

Target	100% of the Incentive (225% of Fixed Remuneration)
Maximum	116.25% of the incentive (261.56% of Fixed Remuneration)

* Social security systems and remuneration in kind have not been included for these purposes.



4.4 Fixed Remuneration

Fixed remuneration will adequately reward the level of responsibility of the executive directors within the Group, the positions they hold and their professional experience, ensuring that it is competitive with that applied in entities comparable to the Company, in order to attract and retain the best professionals.

The Chief Executive Officer is entitled to the following fixed annual remuneration for the year 2026:

Position	Fixed Remuneration
Chief Executive Officer	927,579 euros

In addition to the criteria set out above, the specific characteristics of each position and the level of commitment required, as well as market analyses carried out by specialised independent consultancies, will be considered when determining and updating remuneration.

The determination of the salary update for the fixed remuneration of Directors will be aligned with the increase corresponding to the rest of the senior management, as well as those positions within the group whose update is based on a merit-based increase.

Based on the above, without prejudice to the powers of the General Shareholders' Meeting, the Board of Directors, at the proposal of the Appointments and Remuneration Committee, may review and, where appropriate, update the amount of fixed remuneration for the performance of executive functions.

Where appropriate, such updates shall be included in the Annual Report on Directors' Remuneration, which shall be submitted to a consultative vote at the General Shareholders' Meeting.

4.5 Variable remuneration

The variable remuneration to be received for the performance of executive functions shall have (i) a short-term (annual) component, which shall be paid in cash, and (ii) a long-term (multi-year) component, which shall be settled through the delivery of Company shares. Both types of remuneration will be contingent upon the achievement of specific, quantifiable objectives that are directly aligned with the interests of the Company, its shareholders and other stakeholders, insofar as they contribute to the generation of value for the Company.

A) Short-term variable remuneration

Executive Directors may participate in the Group's general annual variable remuneration system, the purpose of which is to reward the achievement of a combination of financial business objectives, individual contribution objectives and objectives based on sustainability, environmental, social or governance criteria that are predetermined, specific, quantifiable and aligned with the Company's interests and the strategic objectives of the Business Plan.

The basis for this remuneration is determined by considering the content of the duties associated with the position, information on remuneration at listed companies comparable to the Company, and information from market studies.

The amounts to be granted to executive directors under the annual variable remuneration scheme are as follows:

- **Target amount** (achieved if 100% of the pre-established objectives are met):
 - Chief Executive Officer: 150% of fixed remuneration.
- **Maximum amount:**
 - Chief Executive Officer: 181.5% of Fixed Remuneration (in the event of achieving the maximum incentive amount of 121%, based on maximum achievement of objectives).

Short-term variable remuneration is not guaranteed, as there are scenarios in which objectives are achieved but no short-term variable remuneration is paid. Each of the objectives weighted in the calculation of the incentive has a minimum degree of achievement below which no annual variable remuneration is accrued in the proportion that that objective weights in relation to the total. The minimum level of achievement established for the Adjusted EBIT objective is 90% of the target, and 95% in the case of the Working Capital objective.

Based on the achievement of minimum targets, below which no variable remuneration is accrued, there may be different scenarios for the achievement of each of the targets, which would lead to different degrees of incentive consolidation depending on the degree of achievement of each target and its weighting, up to the maximum indicated above, which implies maximum achievement of each of the targets.

The targets to which short-term variable remuneration is linked will be (i) of a specific, predetermined, quantifiable economic and financial nature, aligned with the company's interests, and included in the Group's strategic plans; (ii) metrics that assess the degree of personal contribution of the executive director based on the fulfilment of individual value creation objectives, as well as (iii) other types of objectives that promote the maintenance of good practices linked to the Company's corporate social responsibility, governance or sustainability.

These objectives shall be aligned with those applicable to the rest of the Group's executives and employees.

In this regard, the objectives and weightings applicable to executive directors are detailed below:

Objectives		Chief Executive Officer
Business Objectives	Adjusted EBIT	60%
	Group <i>Working Capital</i>	15
Individual Objectives	Personal contribution	15
	Sustainability*	10

Short-term variable remuneration may be reviewed in light of the duties performed by each of the executive directors, their performance and consolidation in the position, the Company's strategic priorities and its business needs and situation, and other factors deemed appropriate by the Appointments and Remuneration Committee. If a modification is proposed by the Committee, the Board of Directors must approve this adjustment and submit it to the General Shareholders' Meeting.

The degree of compliance with the proposed objectives shall be determined annually by the Board of Directors, at the proposal of the Appointments and Remuneration Committee, once the Company's annual accounts have been audited, considering, where applicable, any qualifications that may be made to reduce the amount of variable remuneration. Details of the settlement of short-term variable remuneration for each financial year will be included in the corresponding Annual Directors' Remuneration Report.

The settlement of the annual variable remuneration shall be made entirely in cash.

B) Long-term (multi-year) variable remuneration

The purpose of this remuneration element, in line with best practices in remuneration, is to establish a multi-year remuneration framework that links the remuneration of executive directors to the interests and long-term value creation of shareholders and enables the sustainable achievement of the strategic objectives included in the Business Plan.

Executive Directors shall participate in long-term incentive plans in which senior management and certain employees of the Group also participate.

These plans will have a minimum duration of three years, and the shares corresponding to executive directors will only be delivered, where applicable, three years after the launch of the corresponding plan (the "Consolidation Period"). The plans may be launched in an overlapping manner over time.

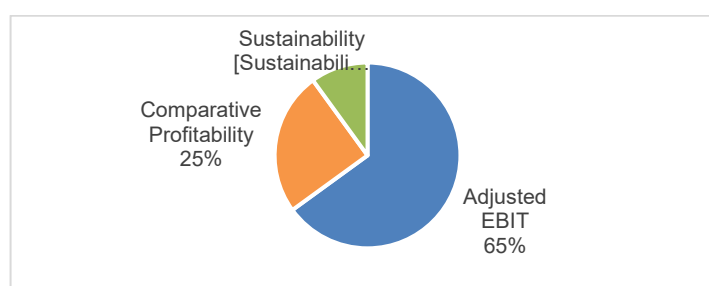
With regard to the amount of long-term variable remuneration, the maximum limits for executive directors, determined according to (i) the content of the duties associated with the position, (ii) information on remuneration at listed companies comparable to the company, and (iii) information from market studies, shall be as follows:

- **Chief Executive Officer:** the maximum total number of shares to be recognised as an initial incentive shall be equivalent to 225% of the Fixed Remuneration. This shall constitute the *target* amount based on a 100% achievement rate, with the maximum possible achievement scenario being 116.25%.

A minimum percentage is established for each of the objectives set, below which no long-term variable remuneration will be accrued, with 90% achievement for the Adjusted EBIT objective and the median compared to peers for the comparative profitability objective.

The number of shares actually accrued will be conditional upon (i) the executive director maintaining an active employment or commercial relationship with the Company throughout the Consolidation Period, without prejudice to the Board of Directors being able to agree on the corresponding pro rata allocation in the event of early departure, considering the circumstances of each case, and (ii) the degree to which the objectives are met, which will be linked to issues related to the generation of long-term value for the Company and its shareholders, as well as to operational and financial criteria linked to the Company's performance during the term of the plans and/or issues of sustainability, governance or corporate social responsibility.

The objectives and relative weighting included in the latest long-term remuneration plan approved by the Company, in force on the date of approval of this Policy, are as follows:



Sustainability, governance or corporate social responsibility objectives may include metrics relating to environmental sustainability, worker health and safety, etc.

Comparative profitability objectives, linked to the generation of value for the Company and its shareholders, shall include metrics such as the total return to shareholders (TRS) compared with the profitability of a specific "Reference Group", made up of a group of companies selected in the context of the Company's activities, its main customers and competitors with similar characteristics (*peer group*), as well as relevant stock market indices given the characteristics of the Company. It is the responsibility of the Board of Directors to establish the "Reference Group".

In addition, the objectives linked to operational and financial criteria will include metrics such as Adjusted EBIT or other similar metrics.

The degree of compliance with the proposed objectives will be determined by the Board of Directors, at the proposal of the Appointments and Remuneration Committee, once the Company's annual accounts have been audited, considering, where applicable, any qualifications that may be made to reduce the amount of variable remuneration. Similarly, sustainability targets will be linked to the fulfilment of certain objective sustainability parameters.

The settlement of long-term variable remuneration will be made in Company shares. Details of this settlement will be included in the corresponding Annual Report on Directors' Remuneration.

The provisions of the previous remuneration policy will continue to apply in relation to the accrual of long-term incentive plans pending completion from previous financial years.

C) Obligation to hold the Company's shares

The incentive plans approved by the Company shall include the obligation to maintain ownership of the shares received by executive Directors as a result of their participation in long-term deferred variable remuneration plans until they reach a number of shares equivalent to twice their fixed annual remuneration. These shares may not be transferred until the end of their term of office.

Directors who have not reached the minimum number of shares required may not sell consolidated shares delivered under one of Logista's incentive plans, except for those that must be transferred to pay the corresponding taxes.

D) Ex-post adjustments to variable remuneration: *Malus and clawback clauses*

To align the variable remuneration of executive Directors with the recommendations of the Good Governance Code, the payment of short- and/or long-term variable remuneration may be cancelled in whole or in part ("*malus*" clause), or the return of all or part of the remuneration already paid may be demanded during the two years following the settlement and payment of the variable remuneration, both short-term and long-term (*clawback* clause), and the Company may require executive directors to return up to 100% of the aforementioned variable remuneration, provided that any of the following circumstances apply:

- When it becomes apparent that the settlement and payment of variable remuneration has been made wholly or partly on the basis of information that is subsequently proven to be manifestly false or seriously inaccurate.
- Where there is a material restatement with a significant negative impact on the Group's financial statements, as determined by the external auditors, except where this is appropriate in accordance with a change in accounting regulations.
- If the executive director in question has been penalised for a serious breach of the law or the Code of Conduct and other applicable internal regulations, provided that this breach has damaged the image and reputation of the Logista Group or has damaged its perception by the markets, customers, suppliers or regulators, among others.

The Board of Directors, at the proposal of the Appointments and Remuneration Committee, shall determine, where appropriate, whether the circumstances that should trigger the application of the aforementioned clauses have occurred and whether the variable remuneration, where applicable, should be cancelled or returned to the Company or companies of the Group.

4.6 Social welfare

Directors who perform executive functions shall participate in Logista's Employment Pension Plan. They shall also participate in the Executive Social Welfare Plan, to which the Group makes contributions calculated as a percentage of the fixed remuneration (in the case of executive directors, that established in their respective contracts, regardless of what they receive for their membership and attendance at the Board of Directors) and the annual variable remuneration of each director.

From the fiscal year in which this policy comes into effect and onwards, contributions may be made to this Social Welfare Plan up to a maximum of 20% of said fixed salary and variable remuneration.

4.7 Long-term savings schemes

The Logista Group has implemented a deferred remuneration plan for executive directors and senior management.

This Plan provides for extraordinary, deferred remuneration that will only become effective when the executive Director leaves the Company by mutual agreement upon reaching a certain age, and therefore there are no vested rights.

Receipt of these amounts will include acceptance of a 12-month contractual non-competition agreement.

The receipt of these amounts will be incompatible with the receipt of any compensation to which the Director may be entitled as a result of the termination of his or her relationship with the Company and, in any case, in compliance with Recommendation 64 of the Good Governance Code, the total amount of the extraordinary, deferred remuneration shall not exceed the equivalent of two years' total annual remuneration of the Executive Director at the time such remuneration accrues.

To cover this extraordinary remuneration, the Company will make annual contributions to a group savings insurance policy, of which the Company itself is the policyholder and beneficiary. These contributions will be 20% of the fixed annual remuneration and the *target* annual variable remuneration that may correspond to the executive director in each financial year.

Currently, there are no Executive Director positions included in this Plan.

4.8 Remuneration in kind

Executive Directors may receive the following benefits as part of their remuneration in kind, which shall be established in accordance with market practices and their peer group:

- company car;
- family health insurance;
- life insurance with death and disability coverage;
- other non-material benefits in line with those received by senior executives.

4.9 Civil liability insurance

Directors, with regard to liabilities arising from the performance of executive functions, shall also be included in the civil liability policy covering the Group's executives.

5. Main conditions of the contracts of executive directors

Term	The contracts of executive directors shall be for an indefinite term.
Notice	In relation to the Chief Executive Officer, the notice period shall be twelve months in the event of termination by unilateral decision of the Company or the Chief Executive Officer.
Compensation	In accordance with the provisions of Article 14 of the Articles of Association, executive directors may be entitled to receive compensation equivalent to the fixed and variable annual remuneration they would have received as executive directors at the time of termination in the following cases: (i) unilateral unjustified termination of the contract by Grupo Logista; (ii) serious breach of the obligations contracted by Grupo Logista in the corresponding service provision contract; (iii) in the case of the Chief Executive Officer, if he or she ceases to be the sole Chief Executive Officer; (iv) if there is a change of control in Logista's shareholding structure.

	If Directors are invited to participate in the Deferred Remuneration Plan referred to in section 4.7 above, in the event of retirement at the agreed age, they shall be entitled to receive gross compensation in an amount equivalent to the greater of the following two amounts: (i) the amount resulting from adding the annual fixed remuneration and the annual <i>target</i> variable remuneration corresponding to the financial year in which the contract is terminated; or (ii) the amounts accumulated on the date of termination of the contract in the long-term savings system established in section 4.7 above, which in any case shall not exceed the equivalent of two years' total annual remuneration of the executive Director at the time such remuneration is accrued.
Confidentiality	The contract shall include a clause on confidentiality and professional and business secrecy.
Non-competition	The Chief Executive Officer's contract includes a 12-month post-contractual non-compete agreement. This agreement shall be remunerated, with compensation for the non-compete restriction equivalent to the fixed and variable short-term annual remuneration that the Executive Director would have received on the date of termination of his contract for the executive functions he performs.
Exclusivity	During their term of office, executive directors may not provide services, either on their own account or on behalf of others, or enter into employment, commercial or civil contracts for the provision of services with other companies or entities, unless expressly authorised by the Board of Directors.

6. Incorporation of new Directors

If new members join the Board of Directors during the term of this Policy, the remuneration system described in this Policy shall apply to them.

It shall also apply to any executive director who joins the Company during the term of this Remuneration Policy, considering, when determining the elements of the remuneration system applicable in each case, the duties assigned, the responsibilities assumed, their professional experience, the market remuneration for that position and any other factors that the Appointments and Remuneration Committee and the Board of Directors deem appropriate to consider, which shall be duly reflected in the corresponding contract to be signed between the Company and the new executive Director.

In any case, the remuneration received by new Directors joining the Company will be detailed in the Annual Report on Directors' Remuneration, which will be submitted annually to a consultative vote at the General Shareholders' Meeting.

7. Consideration of the remuneration and employment conditions of the rest of the Company's employees

In establishing the remuneration conditions for executive Directors, as described in this Policy, the remuneration policy applicable to the Company's employees has been considered.

The remuneration system for executive directors is aligned with that of other employees of the Company, insofar as it seeks to reward the value they bring to Logista, sharing both its principles and the elements that make up the remuneration and common objectives.

To establish the remuneration model for Directors in relation to other employees, the Logista Group uses the salary reference from Willis Towers Watson studies for all its groups, whose methodology for levelling companies and positions is used at all levels of the organisation to determine remuneration policies and frameworks, as well as to make valid and efficient comparisons with the market and with those companies considered to be comparative benchmarks for the Group.

Therefore, the remuneration policy model for executive directors is identical to that used to define the Senior Management Remuneration Policy, as well as the remuneration model for other employees of the Group companies, all of which are similar in nature and only reflect quantitative differences derived from the market according to the role performed and professional experience.

8. Alignment with strategy, interests and long-term sustainability

The Remuneration Policy has the following characteristics that ensure its consistency and, in particular, that of its variable remuneration elements with Logista's business strategy, interests and long-term sustainability.

A. The design of the Remuneration Policy is aligned with the Company's business strategy and geared towards achieving long-term results:

- The remuneration of executive directors includes the following components: (i) a fixed remuneration, (ii) a short-term variable remuneration and (iii) a long-term variable remuneration. In a scenario of standard target achievement, this long-term element will have a minimum weighting of 47% for the Chief Executive Officer.
- The annual variable remuneration is linked, among other things, to specific, quantifiable economic and financial objectives that are aligned with the interests of shareholders and Logista's strategy. Non-financial objectives have a maximum weighting of 25% in the case of the Chief Executive Officer.
- Long-term variable remuneration is part of a multi-year framework to ensure that the evaluation process is based on long-term results and takes into account the Group's underlying economic cycle. This multi-year variable remuneration is structured around a mechanism for the deferred delivery of Company shares through share delivery plans structured in three overlapping cycles of three years each, so that the interests of the executive directors are aligned with those of the shareholders.

The long-term remuneration plans are linked to objectives related to the generation of long-term value for the Company and its shareholders, as well as to operational and financial criteria linked to the Company's performance during the term of the plans and/or issues of sustainability, governance or corporate social responsibility, with the latter having a maximum weighting of 10% of the total.

B. An appropriate balance between fixed and variable components of remuneration: Executive directors have a variable remuneration system that is not guaranteed and is fully flexible, allowing them to receive no remuneration in this regard if the minimum compliance thresholds are not met. The percentage of short- and long-term variable remuneration can be considerable if the objectives are fully met. In any case, this percentage of the maximum total remuneration (considering for these purposes the maximum amount of short-term variable remuneration and long-term variable remuneration) would not exceed 81% for the Chief Executive Officer.

In addition, the following measures reduce exposure to excessive risks and reinforce alignment with the Company's long-term strategy, interests, objectives and values:

- The Appointments and Remuneration Committee shall be responsible for periodically reviewing and ensuring compliance with the Remuneration Policy.
- Variable remuneration is only paid after the date of preparation and audit of the corresponding annual accounts, and after the degree of achievement of the operational and financial objectives has been determined.
- There is no guaranteed variable remuneration.
- The Remuneration Policy includes the possibility of (and) cancelling all or part of the variable remuneration payment (*malus* clause), and (ii) demanding the return of all or part of the remuneration already paid during the two years following the settlement and payment of both short-term and long-term deferred variable remuneration (*clawback* clause).
- Obligation to maintain the Company's shares: Executive directors are obliged to maintain ownership of the shares they receive as a result of their participation in long-term deferred variable remuneration plans until they reach a number of shares equivalent to twice their fixed annual remuneration. These shares may not be sold until the end of their term of office.

9. Maximum amount of remuneration for Directors

The maximum amount of remuneration that may be received annually by all Directors of the Company shall be the sum of:

- a) the amount of €1,600,000 for all Directors, in their capacity as such; and
- b) the amount corresponding to the maximum amounts indicated above for executive directors.

10. Validity of the Remuneration Policy

This Remuneration Policy shall enter into force and supersede the Policy currently in force from the date of its approval by the General Shareholders' Meeting, and shall remain in force until the third anniversary of that date, except for any modifications, adaptations, updates or replacements agreed upon at any given time, which shall be submitted for approval to the Company's General Shareholders' Meeting.

Madrid, 10 December 2025

The Secretary of the Board of Directors,

Ms María del Mar Oña López