

## ANNUAL REPORT ON THE INDEPENDENCE OF THE EXTERNAL AUDITOR AND THE SUSTAINABILITY INFORMATION ASSURANCE AUDITOR

2024-2025

AUDIT, CONTROL AND SUSTAINABILITY COMMITTEE  
LOGISTA INTEGRAL, S.A.



## I.- INTRODUCTION

In accordance with section 4(f) of Article 529 quaterdecies of the consolidated text of the Capital Companies Act, the Audit, Control and Sustainability Committee of Logista Integral, S.A. (“Logista” or the “Company”) is, among other duties, responsible for issuing an annual report, prior to the issuance of the statutory audit report, expressing an opinion on whether the independence of the statutory auditors or audit firms is compromised. Consequently, the Audit, Control and Sustainability Committee of Logista (hereinafter also referred to as the “ACSC”) prepares this report.

This document assesses the provision of additional services—considered both individually and collectively—other than the statutory audit of accounts, and their relation to the independence regime or the regulatory framework governing auditing, as received from the external audit firm. It also outlines the safeguards adopted to ensure auditor independence, in accordance with the provisions of Act 22/2015 of 20 July on Auditing of Accounts.

Additionally, in accordance with the recommendations issued by the CNMV, this document also addresses the independence of the independent auditor for the assurance of the Consolidated Non-Financial Information Statement (NFIS) and Sustainability Information, corresponding to the fiscal year ended September 30, 2025.

## II. CONDITIONS OF ENGAGEMENT

The General Shareholders’ Meeting of Logista, held on 7 February 2023, resolved to renew the appointment of Ernst & Young, S.L. as auditors of the Company’s Individual and Consolidated Annual Accounts for the financial years ending on 30 September 2023, 2024 and 2025. Ernst & Young had previously audited the Company’s accounts for the financial years 2020 to 2022.

Subsequently, the General Shareholders’ Meeting of the Company, held on 5 February 2025, resolved to re-elect Ernst & Young, S.L. as auditors of the Company’s Individual and Consolidated Annual Accounts for the financial year ending on 30 September 2026. Additionally, and in line with the recommendations issued by the CNMV and the Spanish Institute of Accounting and Auditing (ICAC) regarding the preparation of sustainability information pursuant to Directive 2022/2464 of 14 December on Corporate Sustainability Reporting (CSRD) and the European Sustainability Reporting Standards (ESRS) issued by EFRAG, the General Meeting resolved to appoint said firm as the auditor for the assurance on the sustainability information for the financial years ending on 30 September 2025 and 2026.

The reappointment and selection process of Ernst & Young was carried out in accordance with the provisions of the Spanish Audit Law (Ley de Auditoría de Cuentas), which in its Article 40 sets out the rules on the engagement, rotation, and appointment of statutory auditors, and with the provisions of Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014.

The engagement for the 2025 financial year was formalized prior to the commencement of the statutory audit activities for the current year and was previously reported by the Audit, Control and Sustainability Committee on 14 December 2022. Regarding the reappointment as statutory auditors and the designation as sustainability assurance

auditor, this engagement was also reported in advance by the Audit, Control and Sustainability Committee on 12 December 2024.

Furthermore, the Audit, Control and Sustainability Committee has verified compliance with the mandatory rotation requirement for the lead audit partner signing the audit report.

The audit fees related to the financial statements for the 2025 financial year, provided to the Logista group by Ernst & Young, amounted to a total of EUR 1,674 thousand (including EUR 111 thousand for reporting to the principal shareholder). These fees were reviewed and approved by the Audit, Control and Sustainability Committee in its sessions held on 4 February 2025 (for an amount of EUR 1,658 thousand) and 4 November 2025 (for an amount of EUR 16 thousand).

With regard to the fees agreed with Ernst & Young, S.L., the Audit, Control and Sustainability Committee considers that they were not influenced or determined by the provision of additional services, nor were they based on any contingency or condition other than changes in the circumstances that serve as the basis for fee determination, as set out in the Spanish Audit Law, and as stated by the auditors in their Independence Report.

### **III. COMMUNICATION WITH THE AUDITOR**

The external auditors have appeared four times before the Audit, Control and Sustainability Committee.

The Committee has maintained appropriate engagement with the auditor to receive information on any matters that could pose a threat to their independence, as well as on issues related to the audit process itself and any other communications required under the Audit Law and technical auditing standards.

During the 2025 financial year, the statutory auditor did not report any matters to the Audit, Control and Sustainability Committee that could compromise their independence.

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

The breakdown of services invoiced during the year ended 30 September 2025, excluding the fees for professional auditing services indicated in section II, is shown below:

| Services   | Amount<br>(figures in €<br>thousand) | Date of approval<br>by the ACSC |
|--|--------------------------------------|---------------------------------|
| Limited review 1 <sup>st</sup> half year                             | 28                                   | 04.02.2025                      |
| ICFRS Report (Internal Control over Financial Reporting System))     | 17                                   | 04.02.2025                      |
| Independent Assurance Report on the Sustainability Report            | 93                                   | 04.02.2025                      |
| SOC Report in Italy, requested by a customer                         | 21                                   | 04.02.2025                      |
| SOC Report in Pharma, requested by a customer                        | 25                                   | 04.02.2025                      |
| Independent Assurance Report on Logista Libros Sustainability Report | 23                                   | 04.02.2025                      |
| Other services   | 16                                   | 04.02.2025                      |
| <b>TOTAL</b>   | <b>223</b>                           |                                 |

The description of these services is as follows:

- Preparation and subsequent Limited Review Report on the Interim Financial Statements of Logista and its subsidiaries under IAS 34, in accordance with international standards on the review of financial information, performed by the entity's independent auditor (ISRE 2410). The report was issued on May 8, 2025.
- Review and issuance of the Report on the Internal Control over Financial Reporting System (ICFRS) submitted to the markets for the 2024–2025 financial year, included in the Annual Corporate Governance Report. The scope of the auditor's review procedures was carried out in accordance with Circular E14/2013, of July 19, 2013, of the Spanish Institute of Chartered Accountants. The report will be issued on November 5, 2025.
- Review and issuance of the Independent Assurance Report on the Sustainability Report, submitted to the markets for the 2025 financial year. The auditor's work was 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" (ISAE 3000 Revised) issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC), and with the Guidance on Assurance Engagements on Non-Financial Information Statements issued by the Spanish Institute of Chartered Accountants. The report will be issued on November 5, 2025.
- Review and issuance of a System and Organization Controls (SOC) report for a client of Logista Italia S.p.A. in accordance with the attestation standard 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 December 31, 2025.
- Review and issuance of a System and Organization Controls (SOC) report for a client of Logista Pharma S.A.U. in accordance with the requirements established in International Standard on Assurance Engagements 3402, "Assurance Reports on Controls at a Service Organization" (ISAE 3402), issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC). The report will be issued before December 31, 2025.



- Review and issuance of the Independent Assurance Report on the Sustainability Report of Logista Libros, S.L. The auditor's work was 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" (ISAE 3000 Revised), issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC), and with the Guidance on Assurance Engagements on Non-Financial Information Statements issued by the Spanish Institute of Chartered Accountants. The report will be issued after the close of the company's fiscal year on December 31, 2025.
- 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 Article 7, paragraph 14 of the Decree of the Minister for European Affairs, the South, Cohesion Policies, and the PNRR. The service will be carried out in accordance with International Standard on Auditing 805 (Revised) on "Audits of Single Financial Statements" (ISA 805 Revised). The work is expected to be completed before December 31, 2025.

Other services include:

- Review of the Annual Packaging Statement of Compañía de Distribución Integral Logista, S.A.U.;
- Review for the registration of Supplementary Benefits in El Mosca Portugal; and
- Certificate for the payment of an interim dividend by Logista France SAS.

The following engagement, approved by the Committee on July 15, 2025, for an amount of €3,000, was not carried out:

- Review of the Annual Packaging Statement of Dronas 2002, SLU

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.

Therefore, the engagement of these services to Ernst & Young has been carried out in accordance with the provisions of Article 14 of the Audit Law (General Principle of Independence), and such services are not among the prohibited services as defined by said Law.

## V. PERCENTAGE OF REVENUE

During the financial year ended 30 September 2025, the Logista Group engaged audit and other services from Ernst & Young for a total amount of €1,897 thousand, which represents 0.7% of Ernst & Young, S.L.'s annual revenues for the 2024–2025 financial year. Furthermore, it is confirmed that the 70% cap on the average audit fees for the last three years (Article 4.2 of Regulation (EU) 537/2014) has not been exceeded.



## **VI. DECLARATION OF INDEPENDENCE RECEIVED FROM THE STATUTORY AUDITOR AND AUDITOR FOR THE ASSURANCE OF THE SUSTAINABILITY INFORMATION**

On 4 November 2025, the partner responsible for issuing the audit report on the Company's consolidated annual accounts confirmed their independence to the Audit, Control and Sustainability Committee.

The document prepared by the Company's statutory auditor contains written confirmation of their independence from the Company and its Group companies, as well as information on additional services—considered both 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 statutory auditor did not report any matters to the Audit, Control and Sustainability Committee that could compromise their independence. Likewise, Ernst & Young has declared that, in applying its internal procedures, it has not identified any circumstances, either individually or collectively, that could represent a significant threat to its independence and, therefore, could give rise to incompatibility.

Additionally, regarding the verification of the NFIS and Sustainability Information of the Company, the signing partner confirms compliance with the ethical and independence requirements applicable to assurance engagements other than audit and review engagements, as established in the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA) Furthermore, he also confirms having no knowledge of any relationship or other matter that could reasonably compromise independence in performing this engagement.

## **VII. CONCLUSION**

The Audit, Control and Sustainability Committee unanimously agrees 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 issuance of its audit report following the examination and verification of the individual and consolidated annual accounts of Logista Integral, S.A. for the financial year ended 30 September 2025, as well as in relation to the assurance of the Company's NFIS and Information of Sustainability, also for the financial year ended 30 September 2025.

Furthermore, it has been concluded that there are no objective reasons to question the independence of the external auditor, and that such independence has not been threatened or affected during the 2025 financial year by the provision of services other than those corresponding to the statutory audit.

In particular:

- Ernst & Young has provided written confirmation of its independence in accordance with the provisions of Regulation (EU) No 537/2014 of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities, Law 22/2015 of 20 July on Auditing, Royal Decree 877/2015 of 2 October approving the Audit



Law Regulations, and the technical auditing standards issued by the Spanish Institute of Accounting and Auditing.

- Ernst & Young has provided written confirmation of its independence in relation to the assurance of the Company's NFIS and Sustainability information.
- The fees for audit services are set by the auditor prior to the commencement of their engagement for the entire period during which the services are to be performed. The 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 that serve as the basis for determining the fees.
- The fees for the services provided do not constitute a significant percentage of the auditor's total annual revenues.
- During the 2025 financial year, the Audit, Control and Sustainability Committee has maintained appropriate engagement with Ernst & Young in order to receive information on any matters that could pose a threat to its independence.
- Based on the information obtained through the aforementioned communication channels, no issues have been identified that would call into question compliance with the regulatory framework on auditor independence, and, in particular, no such issues have been identified in relation to the provision of additional services, whether considered individually or as a whole, other than the statutory audit.
- The Audit, Control and Sustainability Committee has reviewed all proposals for the engagement of services with the statutory auditor in the 2025 financial year, other than the statutory audit itself, in order to ensure that such engagements are not incompatible with the auditor's role and do not, therefore, compromise its independence, in accordance with the limitations established by current legislation.

This Report is approved by the Audit, Control and Sustainability Committee at its meeting of 4 November 2025.

Leganés (Madrid), 4 November 2025

The Secretary of the Audit, Control and Sustainability Committee,

María del Mar Oña López

