

**CRIMINAL COMPLIANCE POLICY
OF LOGISTA HOLDINGS AND ITS SUBSIDIARIES
("LOGISTA")**

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1. INTRODUCTION

This Logista Criminal Compliance Policy (hereinafter the "**Criminal Compliance Policy**" or the "**Policy**") is part of Logista's commitment to responsible, sustainable and ethical conduct, according to the principles and commitments set out in the Code of Conduct, and is in line with a corporate culture and philosophy based on the principles of adherence to the law, honesty and integrity.

In this area, the Policy seeks to promote a culture of compliance and a zero-tolerance approach towards the commission of unlawful acts.

Logista condemns any action or omission that may constitute a breach of applicable criminal law, either by members of the organisation or by commercial partners and third parties with whom Logista has a commercial, trading and/or business relationship.

Accordingly, Logista has an organisational framework that seeks to prevent the commission of unlawful acts, by granting the Board of Directors the powers and functions necessary to achieve this objective.

Thus, Logista has implemented a compliance system (the "**Compliance System**"), organised around three fundamental elements: (i) the Code of Conduct, (ii) this Criminal Compliance Policy, and (iii) the Whistleblowing Policy, to identify activities that may entail a higher risk of crimes being committed, and to put in place appropriate prevention and detection mechanisms to mitigate the associated risks of breach.

Moreover, for the purposes of this document, the Compliance System also covers the scope of the Criminal Compliance Management, Anti-bribery Management and Whistleblowing Management Systems, under the UNE 19601, UNE-ISO 37001 and UNE-ISO 37002 standards.

This Policy is mandatory for all persons, whether natural or legal, covered by its scope of application.

2. SCOPE OF APPLICATION

This Policy shall apply to Compañía de Distribución Integral Logista Holdings, S.A. and all its subsidiaries, regardless of the country in which they operate ("**Logista**" or the "**Group**").

This Policy shall also apply to all directors, legal representatives, managers, employees, whether permanent or temporary, and, in general, to any person under Logista's authority (hereinafter referred to as "**Members**"), and is strictly binding upon them all.

Members of the Board, directors or managers who have been appointed by Logista to be members of the Boards of Directors or to management positions in companies in which Logista has an ownership interest, but which are not under Logista's control, shall be bound by this Policy, and shall internally monitor implementation of this Policy, as appropriate.

In its commercial, trading and/or business relationships, and prior to entering into any contract or binding commitment, Logista shall observe compliance and adherence by its commercial partners and third parties to the principles and commitments set out in this Policy, internal policies and procedures and current applicable legislation.

3. DECLARATION OF COMPLIANCE AND COMMITMENTS

Logista declares that it is committed to complying with the Criminal Compliance Policy, according to the requirements of the UNE 19601 Standard.

Logista seeks to foster and instil in all its Members and in its commercial, trading and/or business relationships, the values of excellence and compliance it observes, as well as compliance with the highest ethical standards, and expressly prohibits any activity that may involve a risk of committing criminal offences. This Policy must become not only law for Logista and all its Members, but also a permanent approach to work.

Members of this organisation must therefore be aware of and comply with this Policy and applicable criminal legislation, as well as any mandatory (external) and self-imposed (internal) Logista policies and procedures.

Finally, this Policy also involves a commitment by all Members to reject and/or report any form of breach that they may detect, know of or witness.

4. COMPLIANCE RESPONSIBILITIES

4.1. Board of Directors

The Board of Directors of Logista is responsible for general supervisory and control functions, per article 5 of the Board of Directors' Regulations.

In exercising its powers and corporate responsibility, and in accordance with Logista's values, the Board of Directors is responsible for approving the Criminal Compliance Policy, while the Audit and Control Committee supervises the effectiveness of Logista's internal control systems, including those concerning the risk of criminal liability.

4.2. Audit and Control Committee

As regards the prevention of the risk of criminal liability, the Audit and Control Committee is responsible for, among other things, supervising the effectiveness of Logista's internal control and risk systems, including the Compliance System.

4.3. Management Committee

Logista's Management Committee is the senior management body for the purposes of the Compliance System; it is responsible for demonstrating leadership and commitment to respect it.

4.4. Compliance Committee

The Compliance Committee is the collegiate body, holding autonomous and independent

powers of initiative and control, which embodies the position of maximum guarantor of the supervision, monitoring and control of the functioning and compliance with the Compliance System in place at Logista, and which reports directly to the Audit and Control Committee.

4.5. Members

Logista Members shall:

- Know and comply with this Policy, incorporating compliance obligations into their day-to-day activities.
- Attend the training actions on compliance matters to which they are called. Raise any doubts, suggestions or concerns posed by compliance with the Compliance obligations.
- Report any cases of breach or risk of breach observed, using the channels in place for that purpose.
- Collaborate with Compliance in performing their tasks, giving them access to any information and documentation they may be asked for.
- Maintain open communication and a cooperative attitude regarding monitoring and control functions, and encourage others to do so too.
- Comply with and promote a culture of zero tolerance of breaches.

5. CONTINUOUS IMPROVEMENT

Logista is committed to optimising and facilitating continuous improvement of the Compliance System. The Compliance Committee is responsible, inter alia, for continuous promotion and supervision of this Policy and of the Compliance System to monitor its functioning and continuous improvement.

6. REACTION TO BREACHES

Notwithstanding any other liabilities that may have been incurred, Members' failure to comply with this Policy or Logista's Compliance System may constitute a labour violation and, as such, shall be punishable under applicable employment disciplinary rules, pursuant to law or collective bargaining agreements. In the event of any breach or infringement of the guidelines, principles and commitments set out in this Policy by commercial partners and third parties, Logista may exercise its contractual and/or legal rights and remedies.

Such breaches may also result in legal action in the event of breaches of criminal, civil or commercial laws or obligations.

7. WHISTLEBLOWING CHANNEL

Logista has a whistleblowing channel open to all its Members and authorised third parties, where they may notify or report any possible irregularity, breach or behaviour contrary to Logista's ethical principles and values in running its business, to the law or to the Code of Conduct and other internal Logista regulations (hereinafter, "Malpractice"), as set out in the applicable legislation (.

Members who have knowledge, evidence or reasonable suspicion that Malpractice is taking place, or has been attempted, or who believe there is a risk of such practices taking place, may report it to Logista's Whistleblowing Channel by writing to the following address: "Logista - Att. Comité de Cumplimiento - c/ Trigo, 39, Leganés (28914 Madrid) Spain", or by email to the following address: complaintschannel@logista.com.

Reports received shall be handled and resolved according to the Group's Whistleblowing Policy, which guarantees confidentiality of the information and the indemnity of the complainant, as well as the respect of fundamental rights ,the presumption of innocence and the proportionality, accuracy and security of information and personal data.

In Spain, reports may be submitted anonymously. In other countries, complaints may also be made anonymously, unless the applicable national legislation requires the complainant to identify himself/herself.

8. DISSEMINATION AND TRAINING

To ensure that it is accessible and publicly known, this Policy shall be accessible to all stakeholders by being published on Logista's corporate website and being notified to all Members by email and being posted on the Intranet.

This Policy shall also be included in the mandatory training subjects for all Members.

9. ENTRY INTO FORCE

This Policy shall take effect on 24 July 2023.

Leganés, 20 July 2023.

The Secretary Director,

María Echenique Moscoso de Prado