



Distribuidora Internacional de Alimentación, S.A. (“**DIA**” or the “**Company**”), in compliance with the provisions set forth in Article 82 of Law 24/1988, on the Stock Exchange, issues the following statement on a:

RELEVANT FACT

DIA informs that on the date hereof the Company has entered into a sale and purchase agreement with Schlecker Internacional GmbH by virtue of which DIA has agreed to acquire 100 % of the shares of Schlecker, S.A. Unipersonal (“**Schlecker Spain**”, the “**Agreement**” and the “**Transaction**”, respectively). Under the Transaction it is expected that DIA will indirectly acquire the business of Schlecker in Portugal, which is currently carried out by Schlecker Portugal, Sociedade Uniperssoal Lda. (“**Schlecker Portugal**”), a wholly-owned subsidiary of Schlecker Spain.

The core business of Schlecker Spain and Schlecker Portugal is the retail discount scheme of household, beauty and health-related products. Schlecker Spain has 1,127 shops and 3 distribution centers in Spain and Schlecker Portugal has, in turn, 41 shops and 1 distribution center in Portugal. In the fiscal year 2011, the total net sales of Schlecker Spain and Schlecker Portugal amounted to 318 million euros.

As a result of the Transaction, the DIA Group will have over 4,000 shops and 21 warehouses in Spain, while in Portugal, the store network will exceed 600 shops and the DIA Group will have 4 warehouses. With the Transaction, the Company expects to strengthen its position in the Iberian Peninsula, offering a wider range of products in the household, beauty and health sector.

The consummation of the Transaction is conditional upon the approval of the Transaction by the European Commission or the relevant competition authorities, which is expected to be obtained before April 1, 2013. Likewise, the consummation of the Transaction is subject to the compliance of certain obligations customary in transactions of this nature.

The Agreement contemplates an enterprise value of Schlecker Spain of seventy million five hundred thousand euros (EUR 70,500,000) from which a price will be calculated on the date of consummation of the Transaction based on the debt and cash of Schlecker Spain and Schlecker Portugal, and which will be paid by DIA in cash on the same date. Subsequently, such price will be adjusted under common mechanisms in transactions of this nature.

A press release is attached as a supplement to this notice.



The compliance with the conditions and obligations to which this Transaction is conditional upon, its consummation and the determination of the price, which will be paid upon consummation of the Transaction, will be duly communicated by means of the corresponding notice of significant fact.

Please be advised of all of the foregoing for the appropriate purposes.

Given in Madrid, on September 28, 2012

DISTRIBUIDORA INTERNACIONAL DE ALIMENTACIÓN, S.A.

Mr. Miguel Ángel Iglesias Peinado
Vice-Secretary of the Board of Directors



DIA acquires the business of the German Schlecker in Spain and Portugal

- / The operation amounts to EUR70.5m and is subject to approval by the antitrust authorities.
- / DIA integrates the leading player in household and personal care. The company has operated in Iberia since 1989 with healthy and profitable ratios.
- / DIA maintains employment across the chain.

Madrid, 28 September 2012. Distribuidora Internacional de Alimentación has acquired the business of Schlecker, a discount specialist in the household and personal care in Spain and Portugal. The business acquired has a commercial network of 1,127 stores in Spain and 41 stores in Portugal, as well as four distribution centres (three in Spain and one in Portugal). In 2011, Schlecker's net sales in Spain and Portugal reached EUR318m.

The integration of Schlecker's commercial network in DIA contributes positively to the business plans. Accordingly, DIA will have over 4,000 stores in Spain and 21 warehouses, while in Portugal the network exceeds 600 stores and has four warehouses.

“This operation shows DIA's confidence in the development possibilities in Spain and Portugal, where, despite tough economic conditions, we see growth opportunities, strengthening our leadership position and our focus on proximity formats, adding a specialised distribution channel to our business”, said Ricardo Currás, CEO of the company.

With this move, DIA broadens its commercial offer for clients in terms of household and personal care products, maintaining its philosophy of offering its clients proximity with the best quality and price in the market, thus helping to improve clients' spending power.

The acquisition is to be fully paid in cash for a maximum price of EUR70.5m free of net debt. The transaction is expected to be completed before April 2013.



Schlecker in Iberia

- Leading player in household and personal care in Spain
- EUR318m net sales in 2011
- 1,127 stores in Spain and 41 in Portugal
- 4,207 employees (4,107 in Spain and 100 in Portugal)
- 4 distributions centres (3 in Spain and 1 in Portugal)
- Average store selling area 150sqm
- Private label accounts for 19% of net sales

Number of stores per region	September 2012
Catalonia	629
Aragón	116
Valencian Community	79
Basque Country	66
Navarre	59
Castile-La Mancha	56
Castile and León	41
Balearic islands	27
Rioja	23
Cantabria	11
Murcia	9
Asturias	8
Andalusia	3
TOTAL	1,127

Distribuidora Internacional de Alimentación, DIA, is an international company in the food distribution sector present in seven countries: Spain, Portugal, France, Turkey, China, Argentina and Brazil. In 2011, gross sales under banner reached EUR11.124bn, and the company had 6,833 stores in the countries in which it operates. Since July 2011, DIA has traded on the Madrid Stock Exchange, and is included in the Ibex 35, the reference index of the Spanish market.

EXTERNAL RELATIONS

Nieves Álvarez – Lara Vadillo

Telephone: +34 91 398 54 00 Ext. 33340 / 33886

+34 650.64.16.36 / 619.22.65.87

comunicacion@diagroup.com