



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

### **RELEVANT FACT**

The Board of Directors of the Company has agreed to launch a buy back programme for its own shares (the “**Buy-back Programme**”) pursuant to the authorization conferred to the Board of Directors on 9 May 2011.

The Buy-back Programme is approved under EC Regulation N° 2273/2003, of the Commission, of 22 December 2003 (“**EC Regulation 2273/2003**”), with a view to reducing the share capital of the Company, subject to the approval of the General Shareholders Meeting, to be held during April 2015. To this effect, the Board of Directors has agreed to include in the Agenda for the above referred General Shareholders Meeting an item concerning the necessary share capital decrease in order to amortize any shares acquired under the Buy-back Programme.

In any event, this single Buy-back Programme shall encompass a maximum of 40,500,000 shares, representing approximately 6.22 % of the share capital of DIA as of the date hereof, and contemplates a maximum expenditure of Euro 200 million (exclusive of fees and expenses), and is expected to be structured as follows:

- Shares shall be bought at market prices pursuant to the price and volume conditions set out under article 5 of EC Regulation 2273/2003.
- The Programme shall commence on 16 March 2015 (inclusive) and will have an expected maximum duration of 6 months, that is, will be in force until 16 September 2015, unless an announcement for the amendment of this term is made as per article 4 of EC Regulation 2273/2003. This notwithstanding, DIA shall be free to bring the Buy-back Programme to an end if, before the arrival of the initial expiration date (that is, 16 September 2015), DIA had acquired the maximum number of shares authorized by the Board or had acquired shares for a consideration exceeding the value of the maximum investment or if for any other reason it was deemed appropriate.
- The implementation and management of the Buy-back Programme shall be under the responsibility of a financial institution as per article 6.3 (b) of EC Regulation 2273/2003.



- The approval, amendment and extension, if appropriate, as well as the suspension and termination of the Buy-back Programme, and any share acquisitions completed thereunder shall be notified in due course to the *Comisión Nacional del Mercado de Valores* by releasing any such relevant facts as may be required by EC Regulation 2273/2003.

In Madrid, on 23 February 2015

**DISTRIBUIDORA INTERNACIONAL DE ALIMENTACIÓN, S.A.**

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