



Distribuidora Internacional de Alimentación, S.A. ("**DIA**" or the "**Company**"), in compliance with the provisions of Article 82 of Spanish Law 24/1988, of 28 July (the Securities Market Act), hereby notifies the following:

### **RELEVANT FACT**

DIA notifies that the Company has signed a put option and exclusivity agreement (the "**Option and Exclusivity Agreement**") with Carrefour France SAS ("**Carrefour**") today, whereby Carrefour agrees to acquire the entire share capital of DIA France SAS ("**DIA France**"), the company which groups together all of DIA's activities in France (the "**Transaction**") if the Option is exercised by DIA, and DIA grants exclusivity to Carrefour.

Said agreement establishes an enterprise value for DIA France of 600 million euros, according to which the final economic terms of the Transaction will be determined, as the case may be, by applying certain adjustments which are usual in this type of transactions, related to the net financial debt and working capital of DIA France as at the date of closing.

The Transaction is subject to a final agreement being reached following the consultation of DIA France workers council and the closing of the Transaction would be subject to the condition precedent of obtaining approval from the competition (antitrust) authorities.

The signature with Carrefour of the agreement for the sale and purchase of the shares in DIA France and the closing of the Transaction, as the case may be, including the final economic terms that may be agreed and the impact of the Transaction on DIA's consolidated profit and loss account, will be notified to the market in due course by means of the corresponding relevant events.

The foregoing is notified for the appropriate purposes.

In Madrid, on 20 June 2014.

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

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



## **DIA Group has received firm purchase offer from Carrefour for all of its business in France**

Madrid, 20 June 2014. The DIA Group has received firm purchase offer from Carrefour for all of its business in France for an enterprise value of EUR 600m (through a *put option*) and has granted exclusivity to Carrefour. The final value of the transaction will be based on DIA France financial adjustments, as customary in this type of transaction.

The possible closing of the transaction with the final conditions or economic terms will be communicated in due course; until then, DIA France's activities will be pursued normally.

Following consultation of DIA France workers council, the transaction is subject to the approval of the competition authorities.

### **Main magnitudes of DIA France as of December 2013**

- Start date: 1999
- Stores: 865
  - Own stores: 635
  - Franchises: 230
- Warehouses: 9
- Gross sales under banner: EUR2, 179.4m (19% of DIA Group's total sales).

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DIA (Distribuidora Internacional de Alimentación) is an international food retailer that also distributes fast-moving and HPC goods. DIA is traded on the Madrid Stock Exchange and is part of the Ibex 35, the main reference index of the Spanish stock market. In 2013, gross sales under banner reached EUR11.476bn. At present, the company has close to 7,328 stores in the countries in which it operates.

#### **EXTERNAL RELATIONS**

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