



Distribuidora Internacional de Alimentación, S.A. (“DIA” or the “Company”), in compliance with the provisions set forth in Article 82 of Law 24/1988, dated 28 July, on the Securities Market, (*Ley del Mercado de Valores*) issues the following statement on a

RELEVANT FACT

We hereby inform you that the Board of Directors of DIA, exercising the power granted by the General Shareholders’ Meeting held on 24 April 2015, has resolved to execute the share capital decrease by means of the redemption of the DIA shares as approved under the sixth item of the Company’s General Shareholders’ Meeting Agenda (the “Share Capital Decrease”). The shares were acquired through the buy-back program carried out in accordance with the provisions of the Commission Regulation (EC) No 2273/2003, of 22 December 2003.

The General Shareholders’ Meeting authorization included, among others, the delegation in DIA’s Board of Directors of the power of executing the Share Capital Decrease for a period not exceeding nine months since the adoption of the aforementioned agreement, and expressly empowering the Board of Directors to substitute the former.

The Board of Directors of the Company has decided to substitute the authorizations granted by the General Shareholders’ Meeting and to delegate them in specific attorneys of the Company who, exercising this authorization, have executed the Share Capital Decrease reducing DIA’s share capital by the amount of 2,861,404.5 Euros through the redemption of 28,614,045 DIA shares. Consequently, DIA’s share capital as a result of the Share Capital Decrease will amount to 62,245,651.3 Euros, corresponding to 622,456,513 shares, each of them with a nominal value of 0.10 Euros.

The Share Capital Decrease will be executed with charge to voluntary or unrestricted reserves by means of creating a capital reserve in an amount equal to the nominal value of the redeemed shares; such reserve may only be available in compliance with the same requirements as those applicable to share capital decrease, as provided in section 335 c) of Royal Legislative Decree 1/2010, dated 2 July, on Companies Act (*Ley de Sociedades de Capital*). In accordance with such provisions, creditors of the Company will not be entitled the right to challenge the Share Capital Decrease, as set forth in article 334 of the Companies Act. Moreover, since the Company itself is the holder of the redeemed shares, the Share Capital Decrease does not entail a return of contributions.

In addition, we hereby inform you that DIA will ask for the de-listing of the redeemed shares in the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges, *via* the Spanish Stock Exchange Interconnection System (*Sistema de Interconexión Bursátil –Mercado Continuo–*), and for the cancellation of its accounting registries to the *Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal (IBERCLEAR)*.

The mandatory notice of the Share Capital Decrease will be foreseeably published tomorrow, 11 September 2015, in the Spanish Official Bulletin of the Commercial Registry (*Boletín Oficial del Registro Mercantil*), and in DIA’s corporate web page (www.diacorporate.com). The public deed regarding the Share Capital Decrease and the amendment of DIA’s articles of association are expected to be granted tomorrow with a view to be subsequently registered with the Commercial Registry of Madrid.

In Madrid, on 10 September 2015.

DISTRIBUIDORA INTERNACIONAL DE ALIMENTACIÓN, S.A.

Mr Miguel Ángel Iglesias Peinado
Vicesecretary to the Board of Directors