

INFORMATION ON THE COURSE OF THE GENERAL SHAREHOLDERS´ MEETING OF LOGISTA GROUP AND ON THE RESOLUTIONS ADOPTED

On March 21st, 2018, at 11:45 hours, the General Shareholders´ Meeting of Compañía de Distribución Integral Logista Holdings, S.A. was held at the registered office, Calle Trigo 39, Polígono Industrial Polvoranca, Leganés (Madrid). The General Shareholders´ Meeting was held on first call. A total of 258 shareholders, present or represented, attended the Meeting holding 112,380,995 shares, representing 84.65612% of the share capital of the company. The results of the voting and the adopted resolutions were as follow.

- 1.1 To approve the Annual Accounts (Balance Sheet, Profit and Loss Account, the Statement on Changes to the Net Equity, the Cash Flow Statement and Notes to the Accounts) audited by Deloitte, S.L. and PricewaterhouseCoopers Auditores, S.L., as well as the Management Report of the Compañía de Distribución Integral Logista Holdings, S.A. ("the Company"), corresponding to the financial year closed on 30 September 2017.

- 1.2 To approve the consolidated Annual Accounts (Balance Sheet, Profit and Loss Account, the Statement of Changes to the Net Equity, the Cash Flow Statement and Notes to the Accounts) audited by Deloitte, S.L. and PricewaterhouseCoopers Auditores, S.L., as well as the Management Report of the Compañía de Distribución Integral Logista Holdings, S.A., and its consolidated group, all of them corresponding to the financial year closed on 30 September 2017.

Number of shares		% over share capital attending the meeting
Votes for:	112,368,978	99.98931%
Votes against:	0	0.00000%
Blank votes	0	0.00000%
Abstentions:	12,017	0.01069%

2. To approve the Management of the Board of Directors during the financial year closed on 30 September 2017.

Number of shares	% over share capital attending the meeting
Votes for: 109,353,362	97.30592%
Votes against: 17,552	0.01562%
Blank votes 0	0.00000%
Abstentions: 3,010,081	2.67846%

3. To approve the following proposal of the Board of Directors, of allocation of the results of the Compañía de Distribución Integral Logista Holdings, S.A. corresponding to the financial year closed on 30 September 2017:

Net Profit	149,102,406.48	Euros
To Dividends (1.05 €/share)	138,976,496.40	Euros
<ul style="list-style-type: none"> • Interim Dividend 0.30 € per share (Agreement of Board of Directors of 27th July, 2017) • Additional 0.75 € per share 	39,707,570.40	Euros
	99,268,926.00	Euros
To Voluntary Reserves	10,125,910.08	Euros

The dividend will be paid on 28th March 2018 through Banco de Santander.

Number of shares	% over share capital attending the meeting
Votes for: 112,361,006	99.98221%
Votes against: 19,989	0.01779%
Blank votes 0	0,00000%
Abstentions: 0	0,00000%

- 4.1 To authorize the Board of Directors so that, pursuant to the provisions of Article 146 of the Capital Companies Act, it may acquire, at all times, shares in the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A., provided that:

- i) the face value of the shares acquired, in addition to that of those already held by the Company and/or its subsidiaries, does not exceed 10% of the share capital of the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A., and
- ii) the acquisition, including any shares that the Company or person acting in their own name but on behalf of the Company may have acquired or previously held, does not result in the Company's net equity falling below the amount of the share capital plus any reserves restricted by Law or the By-laws.

Furthermore, to authorize the subsidiaries so that, without prejudice to the relevant authorisation of their own general shareholders' meetings, pursuant to the said Article 146, they may at all times acquire shares in the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A., provided that the face value of the acquired shares, in addition to that of those already held by the Company and/or its subsidiaries, does not exceed 10% of the share capital of the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A.

The said acquisitions may be made by a sale and purchase, swap, donation, allocation or payment in kind and, in general, by any other form of acquisition for consideration. In any case, the shares to be purchased will be circulating shares that are fully paid up.

The Board of Directors of the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A. or of its subsidiaries may agree to purchase the Company's shares in one or more transactions, for a maximum price that does not exceed 20% of their listed price, and for a minimum price that is not less than the face value of 0.20 Euros per share.

This authorization is granted for a term of five years from the date of this General Meeting.

- 4.2 To expressly allow, for the purposes of Article 146.1.a), last paragraph, of the Spanish Capital Companies Law, any share acquired by the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A. or its subsidiaries, further to this authorization, to be used or applied, in whole or in part, for transfer, amortization or delivery to the employees of the Company, and to directors and other employees of the COMPAÑÍA DE DISTRIBUCIÓN INTEGRAL LOGISTA HOLDINGS, S.A. and its subsidiaries, in accordance with and in implementation of Long-Term Incentive Plans consisting of the delivery of Company shares or of options on Company shares.

<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
-------------------------	---

Votes for:	105,562,893	93.93305%
Votes against:	6,797,593	6.04870%
Blank votes	0	0.00000%
Abstentions:	20,509	0.01825%

- 5.1 To ratify the appointment by co-option of Mr. Richard Charles Hill as proprietary Director, which was made by the Board of Directors on 25 April 2017, and whose personal data are included in his registration as Director of the Company.

<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
-------------------------	---

Votes for:	107,188,181	95.37928%
Votes against:	5,192,734	4.62065%
Blank votes	0	0.00000%
Abstentions:	80	0.00007%

- 5.2 To re-elect as Company Director, for the statutory four-year period, Mrs. Cristina Garmendia Mendizábal, of Spanish nationality, of legal age, married, and with Spanish ID 15.957.763-H.

Mrs. Garmendia will be an independent Director, in accordance with the provisions of Article 529 duodecies 4 of the Capital Companies Act, and of Article 7.1.3. of the Rules of the Company's Board of Directors of January 26th, 2016.

<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
-------------------------	---

Votes for:	94,932,676	84.47396%
Votes against:	17,448,114	15.52586%
Blank votes	0	0.00000%
Abstentions:	205	0.00018%

- 5.3 To re-elect as Company Director, for the statutory four-year period, Mr. Stéphane Lissner, of French nationality, of legal age, married, and holding Foreigner's Identification Number (NIE) Y-3014455-C.

Mr. Lissner will be an independent Director, in accordance with the provisions of Article 529 duodecies 4 of the Capital Companies Act, and of Article 7.1.3. of the Rules of the Company's Board of Directors of January 26th, 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	106,319,582	94.60637%
Votes against:	6,061,333	5.39356%
Blank votes	0	0.00000%
Abstentions:	80	0.00007%

- 5.4 To re-elect as Company Director, for the statutory four-year period, Mr. Gregorio Marañón y Bertrán de Lis, of Spanish nationality, of legal age, married, with Spanish ID 00.115.124-D.

Mr. Marañón will be an independent Director, in accordance with the provisions of Article 529 duodecies 4 of the Capital Companies Act, and of Article 7.1.3. of the Rules of the Company's Board of Directors of January 26th, 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	98,066,233	87.26229%
Votes against:	12,275,078	10.92274%
Blank votes	0	0.00000%
Abstentions:	2,039,684	1.81497%

- 5.5 To re-elect as Company Director, for the statutory four-year period, Mr. Eduardo Andrés Julio Zaplana Hernández-Soro, of Spanish nationality, of legal age, married, and with Spanish ID 22.923.521-L.

Mr. Zaplana will be an independent Director, in accordance with the provisions of Article 529 duodecies 4 of the Capital Companies Act, and of Article 7.1.3. of the Rules of the Company's Board of Directors of January 26th, 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	106,307,700	94.59580%

Votes against:	6,073,295	5.40420%
Blank votes	0	0.00000%
Abstentions:	0	0.00000%

- 5.6 To re-elect as Company Director, for the statutory four-year period, Mr. John Matthew Downing, of British nationality, of legal age, married, and holding Foreigner's Identification Number (NIE) Y-3485602-N.

Mr. Downing will be a proprietary Director, as he will be representing Imperial Brands PLC – the majority shareholder of the Company - on the Board of Directors, in accordance with the provisions of Article 529 duodecies 3 of the Capital Companies Act, and of Article 7.2) b) of the Rules of the Company's Board of Directors, of 26 January 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	101,982,267	90.74690%
Votes against	10,398,648	9.25303%
Blank votes	0	0.00000%
Abstentions:	80	0.00007%

- 5.7 To re-elect as Company Director, for the statutory four-year period, Mr. David Ian Resnekov, of British nationality, of legal age, married, and holding Foreigner's Identification Number (NIE) Y-0713894-B.

Mr. Resnekov will be a proprietary Director, as he will be representing Imperial Brands PLC – the majority shareholder of the Company - on the Board of Directors, in accordance with the provisions of Article 529 duodecies 3 of the Capital Companies Act, and of Article 7.2) b) of the Rules of the Company's Board of Directors, of 26 January 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	107,114,796	95.31398%
Votes against:	5,266,119	4.68595%
Blank votes	0	0.00000%
Abstentions:	80	0.00007%

- 5.8 To re-elect as Company Director, for the statutory four-year period, Mr. Luis Alfonso Egido Gálvez, of legal age, of Spanish nationality, married, with Spanish ID 50.929.376-Q.

Mr. Egido will be an executive Director, as he performs management duties in the Company, in accordance with the provisions of Article 529 duodecies 1 of the Capital Companies Act, and of Article 7.1.1. of the Rules of the Company's Board of Directors of January 26th, 2016.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	111,244,838	98.98901%
Votes against:	162,011	0.14416%
Blank votes	0	0.00000%
Abstentions:	974,146	0.86683%

- 5.9 To re-elect as Company Director, for the statutory four-year period, Mr. Rafael de Juan López, of legal age, of Spanish nationality, married, with Spanish ID 50.653.077-Q.

Mr. De Juan will be an executive Director, as he performs management duties in the Company, in accordance with the provisions of Article 529 duodecies 1 of the Capital Companies Act, and of Article 7.1.1. of the Rules of the Company's Board of Directors of January 26th, 2016.

It is expressly noted that, in accordance with the provisions of article 529 decies 5 of the Capital Companies Act, the Board of Directors has presented the reports supporting the ratification or re-election proposals; reports that have been included in item 5 of the Agenda of the General Meeting, and that will be attached to the Minutes of the General Meeting. These reports evaluate positively the ability, experience and merits of the Directors for their ratification or re-election as Directors, and for their discharge of that office.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	106,863,344	95.09023%
Votes against:	4,854,379	4.31957%
Blank votes	0	0.00000%
Abstentions:	663,272	0.59020%

6. To approve the Policy on the Directors' Remuneration for 2019-2021, with the content that appears in the Appendix to the Minutes of this General Meeting.

It is expressly noted that the proposal of approval of this Policy by the Board of Directors was accompanied by a specific report issued by the Appointments and Remuneration Committee.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	96,161,244	85.56718%
Votes against:	6,647,341	5.91500%
Blank votes	0	0.00000%
Abstentions:	9,572,410	8.51782%

7. To delegate to the Board of Directors the necessary powers so that the Board of Directors or any of its members, including its Secretary, may interpret, complete, amend, develop, execute, formalise and register all the foregoing resolutions; and in particular correct any defect, omission or mistake, on grounds of substance or form, that may prevent its registration in the Commercial Registry.

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	112,319,824	99.94557%
Votes against:	61,171	0.05443%
Blank votes	0	0.00000%
Abstentions:	0	0.00000%

8. Approve, on a consultative basis, the Annual Report on Remuneration of Directors of the Compañía de Distribución Integral Logista Holdings, S.A., corresponding to the year

	<i>Number of shares</i>	<i>% over share capital attending the meeting</i>
Votes for:	94,993,167	84.52779%
Votes against:	7,722,814	6.87199%
Blank votes	0	0.00000%
Abstentions:	9,665,014	8.60022%