

Immobiliare Grande Distribuzione  
Società di Investimento Immobiliare Quotata S.p.A.  
in sigla IGD SIIQ SpA



## **PROCEDURE**

# **MANDATORY INTERNAL DEALING DISCLOSURES**

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## 1 Procedure outline

### 1.1 Procedure summary

<b>Type of document</b>	<ul style="list-style-type: none"> <li>Regulation</li> </ul>
<b>Internal referenced regulations</b>	<ul style="list-style-type: none"> <li>Legislative Decree 231/2001 Organizational, Management and Control Model</li> <li>Code of Conduct</li> <li>Rules for Corporate Governance</li> </ul>
<b>External referenced regulations</b>	<ul style="list-style-type: none"> <li>Legislative Decree 58/98 (“TUF”)</li> <li>CONSOB Rules for Listed Companies No. 11971 of 14/5/2019, as amended</li> <li>Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16/04/2014 (“Market Abuse Regulation”)</li> <li>- Regulation (EU) No. 2016/1011 and Delegated Regulations No. 2016/522 and 2016/523</li> </ul>
<b>Related procedures</b>	<ul style="list-style-type: none"> <li>N/A</li> </ul>
<b>Issued</b>	<ul style="list-style-type: none"> <li>18 December 2024</li> </ul>

### 1.2 Procedure history

Version n.	Description	Date	Prepared by	Validated	Approved
1	Drafting of the procedure	14 December 2006	Legal Division	OM	BOD
2	Update	28 February 2013	Legal Division	OM	BOD
3	Update	8 November 2016	Legal Division	OM	BOD
4	Update	3 August 2018	Legal Division	OM	BOD
5	Drafting of the new format	2 August 2023	Grant Thornton Consultants	OM	BOD
6	Organisational changes updated	18 December 2024	Legal Corporate & Compliance - Grant Thornton Consultants	CEO	BOD

## 2. Objective and scope of application

### 2.1. Objective of the procedure

The purpose of this document is to define the roles and responsibilities, the operational and control methods connected to the Mandatory Internal Dealing Disclosures.

This procedure aims to promote effective implementation of the internal control system.

### 2.2. Scope of application of the procedure

This procedure is applicable to all Gruppo IGD SIIQ S.p.A. companies.

### 2.3. Organizational structures/figures involved

Legal Corporate & Compliance Division;

Communication and Investor Relations Division;

Board of Directors

Board of Statutory Auditors;

Executives and Managers with strategic responsibilities and reporting to the Managing Director identified by the Chairman of the Board of Directors and/or by the CEO;

Administrative Director;

Relevant Shareholders.

### 2.4. IT Systems

**SDIR/NIS:** Platform, provided by Teleborsa S.r.l. – subject authorized by CONSOB, which distributes regulated disclosures.

## 3 Introduction

This procedure (the “**Procedure**”) was adopted by IGD SIIQ S.p.A. (“**IGD**” and/or “**the Company**”) to ensure that Insiders, Significant Shareholders or Closely Related Persons (as defined herein), as well as all other subjects identified under current law, comply with mandatory reporting requirements and rules of conduct relative to material transactions (as defined herein) involving the stock or bonds issued by IGD, including derivatives and related financial instruments.

The Procedure was adopted by IGD pursuant to Article 19 of EU Regulation n. 596/2014 of the European Parliament and of the EU Council of 16 April 2014 relating to market abuse (the Market Abuse Regulation – “**MAR**”), as amended by the Articles 7 et seq of EU Commission

Delegated Regulation 2016/522 of the European Commission of 17 December 2015 and Commission Implementing Regulation (EU) 2016/523 of the European Commission of 10 March 2016, as well as Legislative Decree. 58/98 (hereinafter “**TUF**”) and the “Regulations for the implementation of Legislative Decree n. 58 of 24 February 1998” approved by Consob in Resolution n. 11971 of 14 May 1999, as amended and supplemented (hereinafter the “**Issuers’ Regulation**”).

## 4 Definitions

For the purposes of this Procedure, the following definitions shall apply:

**4.1 “Privileged information”:** information of a precise nature concerning – directly or indirectly – the Company or one or more of the financial instruments issued by the Company which has not been made public and which, if disclosed to the public, could have a significant impact on the price of these financial instruments or the price of related derivative financial instruments.

Information is considered to be of a precise nature if:

- it refers to a set of existing or reasonably foreseeable circumstances or an actual or reasonably foreseeable event;
- is specific enough to allow for conclusions about the possible impact of the before mentioned set of circumstances or event on the price of the financial instruments or related derivative financial instruments.

In the event of a lengthy process which will likely cause a particular event or circumstance to materialize, this future circumstance or event, as well as the intermediate steps linked to the future event or circumstance, are deemed information of a precise nature.

An intermediate step of a lengthy process is considered privileged information if it meets all the above criteria for privileged information on a stand-alone basis.

Price sensitive information or information that if disclosed to the public would probably have a significant impact on the prices of financial instruments or derivative financial instruments is viewed as information that an investor would likely use to make an investment decision.

**4.2 “Insiders”:**

- a) the members of IGD's Board of Directors and Board of Statutory Auditors;
- b) executives and managers with strategic responsibilities and reporting to the Managing Director identified by the Chairman of the Board of Directors and/or by the CEO, jointly or severally, who have regular access to Privileged Information and have the power to

make managerial decisions which may influence IGD's development and future prospects.

#### **4.3 “Persons Closely Related to Insiders”:**

- a) spouse or partner with legal rights as a spouse under Italian law;
- b) dependent children as defined under Italian law;
- c) relatives who have been living in the same household for at least one year at the date of the transaction;
- d) legal persons, partnerships, and trusts managed directly or indirectly by an Insider or one of the persons specified in letter a), b) and c) above, or directly or indirectly controlled by this party, or if constituted for his/her benefit, or if the economic interests are basically equal to the interests of this person.

**4.4 “Significant Shareholders”:** anyone who holds an equity investment, calculated in accordance with Art. 118 of the Issuers' Regulations<sup>1</sup>, amounting to at least 10% of IGD's voting shares (or the limit set under current law), and any other party who controls IGD.

#### **4.5 “Persons Closely Related to Significant Shareholders”:**

- a) the spouse who is not legally separated, children, including of the spouse if considered dependents and if they have been living in the same household for at least one year, the parents, relatives and kin of the Significant Shareholders;
- b) legal persons, partnerships, and trusts managed directly or indirectly by a Significant Shareholder or one of the persons specified in letter a) above, jointly or separately;
- c) legal persons controlled directly or indirectly by a Significant Shareholder or one of the persons specified in letter a) above;
- d) partnerships whose economic interests are largely the same as those of a Significant Shareholder or one of the persons specified in letter a) above;
- e) trusts instituted with the Significant Shareholder or one of the persons specified in letter a) above as a beneficiary.

**4.6 “Closely Related Persons”:** jointly the Persons Closely Related to Insiders and the Persons Closely Related to Significant Shareholders.

**4.7 “MAR Material Transactions”:** transactions involving the shares or bonds issued by IGD,

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<sup>1</sup> For this purpose, an interest is considered to be an equity investment regardless of whether the associated voting rights pertain to the holder of the shares or to a third party. Likewise, shares are still counted if they are registered to third parties, trusts or subsidiaries, and if the associated voting rights are held by or attributed to those parties.

as well as derivatives and related financial instruments, as defined in art. 19 of MAR and art. 10 of the Commission Delegated Regulation (EU) 2016/522. A non-exhaustive list of the MAR Material Transactions and relative exceptions can be found in Addendum A.

**4.8 “IR Material Transactions”:** transactions involving the purchase, sale, subscription or exchange of shares, debt instruments, derivatives or financial instruments linked to shares or debt instruments pursuant to Art. 152-septies of Issuers’ Regulations.

**4.9 “Disclosure Officers”:** IGD’s Legal Corporate & Compliance Specialist, appointed for this purpose, and IGD’s Communication and IR. Disclosures can be made to the Disclosure Officers in one of the following ways:

- a) *by fax* to the number +39 051/509.247;
- b) *by pec* to [igd@legalmail.it](mailto:igd@legalmail.it);
- c) *by e-mail* to: [investor.relations@gruppoigd.it](mailto:investor.relations@gruppoigd.it) and [affarilegali.societari@gruppoigd.it](mailto:affarilegali.societari@gruppoigd.it)

while confirming receipt of same by the Disclosure Officers by calling the number +39 051/509.220.

## 5 Mandatory Disclosures

**5.1** Insiders and Closely Related Persons must disclose to IGD and to Consob the MAR Material Transactions carried out directly by them or on their behalf by filling out and submitting the form called for in Regulation (EU) 2016/523 (Addendum “B”).

**5.2** The Significant Shareholders must notify Consob and disclose the IR Material Transactions carried out directly and by the Persons Closely Related to the Significant Shareholders by filling out and submitting the form called for in the Issuers’ Regulations (Addendum “C”).

**5.3** The disclosures referred to in Articles 5.1 and 5.2 above may be made by IGD in accordance with Article 6 below.

**5.4** The disclosure referred to the articles above should be sent to the Disclosure Officers in accordance with Art. 4.9 above:

- (i) in a timely manner and, at any rate, within one (1) working day from the date the MAR Material Transaction was carried out by the Insider and/or the Closely Related Person;
- (ii) in the event a proxy is granted to IGD as per Article 3 below, by the end of the eighth (8) day of the month subsequent to the one in which the IR Material Transaction was carried out by a Significant Shareholder and/or Closely Related Person.

**5.5** The disclosure to Consob referred to in Art. 5.1 and 5.2 above must be done:

- (i) within three (3) working days (without taking into account Saturday) from the date the MAR Material Transaction was carried out by the Insider and/or Closely Related Person;
- (ii) by the end of the fifteenth (15) day of the month subsequent to the one in which the IR Material Transaction was carried out by a Significant Shareholder and/or Closely Related Person.

Disclosures can be made in one of the following ways:

- Via certified e-mail sent to the address [consob@pec.consob.it](mailto:consob@pec.consob.it) (if the person filing the notice is subject to the obligation to have a PEC address); or
- Via e-mail sent to [protocollo@consob.it](mailto:protocollo@consob.it).

**5.6** IGD will publish on its corporate website at the link <https://www.gruppoigd.it/en/governance/internal-dealing/internal-dealing-notice-archive/> the disclosures received pursuant to the present article in accordance with the law:

- (i) in a timely manner and, at any rate, within three (3) working days (without taking into account Saturday) from the date the MAR Material Transaction was carried out by the Insider and/or the Closely Related Person;
- (ii) by the close of the last trading session following the day on which the information was received by a Significant Shareholder and/or Closely Related Person.

**5.7** The following transactions are not subject to disclosure:

- a. Pursuant to art. 19 MAR, the MAR Material Transactions:
  - (i) which do not **total more than Euro 20,000** by the end of a calendar year (namely the amount established by Consob pursuant to current law), calculated by adding all the MAR Material Transactions carried out in the period;
  - (ii) which are not subject to mandatory disclosure under current law (as listed in Addendum A).
- b. pursuant to art. 152-*septies* of the Issuers' Regulations, the IR Material Transactions:
  - (i) which do not **total more than Euro 20,000** by the end of a calendar year; any transactions made subsequently which do not total more than an additional Euro 20,000 by the end of the calendar year are not subject to disclosure; the amount for financial instruments linked to derivatives is calculated based on the underlying shares;
  - (ii) carried out between the Significant Shareholders and the Persons Closely Related to this Significant Shareholder;



- (iii) carried out between IGD and companies it controls;
- (iv) for which current law does not require disclosure.

## **6 Authorization to IGD to disclose material transactions to Consob and/or to the public.**

- 6.1** In order to simplify mandatory disclosures the Insiders, Significant Shareholders and Closely Related Persons, as well as any other parties identified under the current law, may authorize IGD to satisfy their disclosure obligations to Consob and the public in accordance with the Procedure (the “**Authorization**”).
- 6.2** The Authorization must be given to IGD by signing and submitting the form found in Addendum “E” of the Procedure, after having accepted the Procedure.

## **7. Blackout Period**

- 7.1** Insiders are prohibited from carrying out MAR Material Transactions, directly or on behalf of third parties, during the 30 (thirty) days prior to the publication of the annual financial report or the half-year financial report as per Article 154-ter of Legislative Decree 58/1998, as well as the quarterly reports that the Company is required to publish in accordance with (i) the rules of the stock exchange where the Issuer’s stock is traded, or (ii) Italian law (the “**Blackout Period**”).
- 7.2** Exceptions to this prohibition may be granted by IGD's Board of Directors:
- (i) on a case by case basis in unusual situations, including serious financial trouble which requires that stock be sold immediately;
  - (ii) when the MAR Material Transactions are carried out in relation to a share based compensation plan for employees, savings programs, a guarantee, the exercise of option rights, or other MAR Material Transactions when the beneficiary is not subject to change;
  - (iii) if the Insider can prove that a specific MAR Material Transaction can only be carried out during the Blackout Period.

As per (i) above, before carrying out any transactions during the Blackout Period the Insiders must submit a motivated written request to IGD for authorization to immediately sell shares during a Blackout Period. The written request must include a description of the MAR Material Transaction and an explanation as to why the sale of shares is the only reasonable way to obtain the financial resources needed.

The request for authorization to trade share during a Blackout Period must be submitted to IGD via certified email using the address [igd@legalmail.it](mailto:igd@legalmail.it) and include “Request to trade during the Blackout Period” in the subject line.

**7.3** The Board of Directors of IGD or, in urgent cases, the Chairman of the Board of Directors and/or the Chief Executive Officer, jointly or severally, reserve the right to establish other Blackout Periods in addition to those specified in the article above.

## **8. Disclosure Officers**

**8.1** It is the duty of the Disclosure Officers to:

- a) Provide all Insiders and Relevant Shareholders with a written explanation of their obligations as a result of the Procedure;
- b) provide a copy of the Procedure to each Insider and Significant Shareholder and instruct them to: (i) sign the declaration found in Addendum “D” to the Procedure, confirming that they acknowledge and fully accept the Procedure; (ii) formalize the Authorization, if desired, by signing the form found in Addendum “E” to the Procedure; (iii) provide the Disclosure Officers, in writing and in a timely manner, with a list of all Closely Related Persons along with the personal information relative to each name found on the list, relevant updates and all new names to be included on the list; (iv) notify their Closely Related Persons of the conditions under which such persons must disclose Material Transactions by using the form found in Addendum “F” and save a copy of this notice;
- c) prepare and update the list of Insiders, Significant Shareholders, Closely Related Persons and any and all other subjects to whom the Procedure applies in accordance with the law, and advising the latter of their inclusion on the list; and
- d) retain all communications received from and made to Consob and the market.

## **9. Failure to comply with the Procedure**

**9.1** Compliance with this Procedure is mandatory.

**9.2** Non-compliance with the obligations set forth in this Procedure by Insiders holding the office of Director or Statutory Auditor or serving as key managers of IGD may be considered by the competent bodies as a possible breach of fiduciary duty. Any resulting action by the competent bodies may take specific circumstances into account. Should the Directors or Executives also be employees of IGD, the provisions of Art. 9.3 below shall also apply.

**9.3** Non-compliance with the obligations set forth in this Procedure by Insiders who are employees of IGD may be considered by the competent bodies as a possible disciplinary

infraction. Disciplinary sanctions are applied in a manner fitting the severity and deliberateness of the infraction and in consideration of the employee's disciplinary record.

**9.4** In any case, IGD reserves the right to seek relief for any damages and/or liability that it may incur as a result of conduct by individuals who are required to comply with the Procedure.

## **10. Amendments**

**10.1** The Procedure is approved by the Board of Directors and may be amended by the Board of Directors in accordance with market practice and any changes in the applicable legislation. The Procedure may be amended by the Chairman of the Board of Directors and/or the Chief Executive Officer, jointly or severally, as a result of changes in the applicable legislation or in interpretations by the competent authorities.

The Disclosure Officers shall notify Insiders and Significant Shareholders without delay and in writing of any amendments to the Procedure and will obtain acceptance of the new content in the same manner described in Art. 8 above.

## 11. Addendums:

**Addendum A** – MAR Material Transactions

**Addendum B** – Form to be used to disclose MAR Material Transactions

**Addendum C** – Form to be used to disclose IR Material Transactions

**Addendum D** – Form to be used for the declaration confirming acknowledgment and full acceptance of the Procedure and any Authorizations granted in accordance with Art. 5 of the Procedure

**Addendum E** – Authorization of IGD to make disclosures

**Addendum F** – Form to be used to notify Closely Related Persons

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**Addendum A****MAR Material Transactions subject to disclosure**

Pursuant to Article 19, paragraph 7 of MAR and Article 10 of Regulation (EU) 2016/522 the transactions subject to disclosure include:

- a. when financial instruments are pledged as a guarantee or loaned <sup>(2)</sup>;
- b. transactions carried out by a market professional, or anyone operating on behalf of an insider or a closely related person, even when discretion is exercised <sup>(3)</sup>;
- c. transactions carried out in conjunction with a life insurance policy, as defined in EC directive 2009/138 of the European Parliament and Council, in which: i) the insured is an insider or a closely related person; ii) the insured is responsible for the investment risk; and iii) the insured has the power or the mandate to make investment decisions relating to the specific instruments contemplated in the life insurance policy, or to carry out transactions involving instruments specific to the life insurance policy;
- d. purchases, sales, shorts, subscriptions or exchanges;
- e. the acceptance or exercise of an option right, including the option rights granted to IGD's insiders or employees as part of compensation due them, and the sale of interests linked to the exercise of option rights;
- f. equity futures contracts linked to indices and the exercise of these contracts;
- g. transactions involving derivatives or related instruments, including cash settled transactions;
- h. contracts for difference entered into relating to IGD's financial instruments;
- i. the purchase, sale or exercise of rights (including put and call options) and warrants;
- j. the subscription of a capital increase or the issue of a bond by IGD;
- k. transactions involving derivatives and financial instruments related to a bond issued by IGD, including credit default swaps;
- l. transactions subject to conditions precedent and the actual execution once the conditions have been satisfied;

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<sup>2</sup> It is not necessary to disclose transactions in which financial instruments are pledged or used as a similar guarantee and the instruments are deposited in an escrow account in order to obtain specific financing, unless and until such pledge or other similar security is intended to obtain a specific credit facility.

<sup>3</sup> The transactions carried out involving IGD shares or bonds or derivatives or related financial instruments by managers of collective investment funds in which a manager or closely related person has invested are not subject to disclosure if the fund manager has complete discretionary powers which excludes the possibility that he/she receives instructions or suggestions or any sort about the composition of portfolio, directly or indirectly, from investors in the collective investment fund.

- m. the conversion, automatic or not, of one financial instrument in another including the conversion of bonds into shares;
- n. contributions or donations made or received and inheritances received;
- o. transactions involving products, baskets and indexed derivatives;
- p. transactions involving shares or interests in investment funds, including alternative investment funds as defined in Article 1 of EU Directive 2011/61;
- q. transactions carried out by the manager of an alternative fund in which an insider or a closely related party has invested;
- r. transactions carried out by third parties as a result of an asset management mandate granted by an insider or a closely related person;
- s. the receipt or transfer of IGD shares or bonds or derivatives or other related financial instruments as part of a loan transaction.

***Exempt MAR Material Transactions***

Without prejudice to the above, as well as any other situations that may be contemplated under the law, pursuant to paragraph 1-bis of Art. 19 of MAR <sup>(4)</sup>, the following transactions involving financial instruments related to bonds or shares issued by IGD need not be disclosed if, at the time of the transaction, the following conditions are:

- a. the financial instrument is comprised of an interest or shares in a collective investment scheme in which the exposure to IGD's shares or bonds does not exceed 20% of the assets held by the collective investment body;
- b. the financial instrument is part of an asset portfolio in which the exposure to IGD's shares or bonds does not exceed 20% of the assets included in the portfolio; or
- c. the financial instrument is comprised of an interest or shares in a collective investment scheme or a portfolio of assets holding shares or bonds of IGD higher than the level indicated in a) and b) about which the insider or closely related person had no knowledge of, nor could he/she have.

When information is available about the composition of investment portfolios or the investments made as a result of collective investment schemes, the insider or the closely related person must make a reasonable effort to obtain this information.

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<sup>4</sup> Introduced in Art. 56 of EU Regulation 2016/1011 of the European Parliament and Council of 8 June 2016.

## **Addendum B**

### **Form for the disclosure of MAR Material Transactions**

<b>1.</b>	<b>Details relating to the persons who have administrative, supervisory or management functions and the closely related persons</b>	
a)	Name	<p><i>[If a natural person: First and last name]</i></p> <p><i>[If a legal person: complete name, including legal form as indicated in the registry in which registered, if applicable.]</i></p>
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position/title	<p><i>[For the persons who have administrative, supervisory or management functions: indicate the position (for example, Chief Executive Officers, Chief Financial Officers) held with the issuing company, the issuer of interests placed on the market, the auction platform, the auction commissioner, the auction supervisor.]</i></p> <p><i>[For the closely related parties – indicate that the disclosure involves a person closely related to a party with administrative, supervisory or management functions; — First and last name and the position held by the party with administrative, supervisory or management functions.]</i></p>
b)	First disclosure/ amendment	<i>[Indicate if the disclosure is being made for the first time or if it is an amendment of a previous disclosure. If an amendment, explain the error which will be corrected as a result of this disclosure.]</i>
<b>3.</b>	<b>Details of the issuer, the issuer of interests placed on the market, the auction platform, the auction commissioner or the auction supervisor</b>	
a)	Name	<i>[Complete name of the entity.]</i>
b)	LEI	<i>[Legal entity identifier of the entity issued pursuant to ISO 17442.]</i>
<b>4.</b>	<b>Details of the transaction: section to be completed for i) each type of instrument; ii) each type of transaction; iii) each date; and iv) each place in which transactions were carried out</b>	
a)	Description of the financial instrument, type of instrument,	<p><i>[— Indicate the nature of the instrument:</i></p> <p><i>— stock, a debt instrument, a derivative or a financial instrument related to stock or a debt instrument;</i></p>

	<p>identification code</p>	<p>— an issued interest, a product that is being traded based on the interest issued or a derivative of the issued interest;</p> <p>— Instrument identification code as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014.]</p>					
<p>b)</p>	<p>Nature of the transaction</p>	<p>[Description of the transactions using, if necessary, the types of transactions described in Article 10 in Commission Delegated Regulation (EU) 2016/522<sup>5</sup>) adopted pursuant to Article 19, paragraph 14, of EU Regulation 596/2014 or one of the specific examples found in Article 19, paragraph 7, of EU Regulation 596/2014.</p> <p>Pursuant to Article 19, paragraph 6, letter e) of Regulation (EU) No 596/2014, indicate if the transaction is linked to the exercise of a stock option program]</p>					
<p>c)</p>	<p>Price/s and volume/s</p>	<table border="1"> <tr> <td data-bbox="518 1108 965 1153"><i>Price/s</i></td> <td data-bbox="981 1108 1428 1153"><i>Volume/s</i></td> </tr> <tr> <td data-bbox="518 1153 965 1232"></td> <td data-bbox="981 1153 1428 1232"></td> </tr> </table>	<i>Price/s</i>	<i>Volume/s</i>			<p>[If more than one transaction of the same type (purchase, sale, pledge, loan, etc..) involving the same financial instrument or the same issued interest are done on the same day, in the same place, indicate here the prices and volumes relative to these transactions in two columns as illustrated above, using all the space necessary. Use the standard relative to prices and volumes, including if necessary, the currency in which the price and quantity are indicated, as per the definition found in the delegated regulation supplementing Commission Delegated Regulation (EU) 600/2014 of the European Parliament and Council in relation to disclosure of transactions to the competent authorities adopted in Article 26 of EU Regulation 600/2014.]</p>
<i>Price/s</i>	<i>Volume/s</i>						
<p>d)</p>	<p>Aggregated information</p>	<p>[The volumes of multiple transactions may be aggregated if: — these transactions refer to the same financial instrument or the</p>					

<sup>5</sup> Commission Delegated Regulation (EU) 2016/522 of 17 December 2015 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council as regards an exemption for public bodies and central banks of certain third countries, the indicators of market manipulation, the disclosure thresholds, the competent authority for notifications of delays, the permission for trading during blackout periods and types of notifiable managers' transactions.



	<p>— Aggregated volume</p> <p>— Price</p>	<p><i>same issued interest, — are of the same type, — are done on the same day and — are done on the same place. Use the standard relative to quantity, including if necessary, the currency in which the quantity is indicated, as per the definition found in the delegated regulation supplementing Commission Delegated Regulation (EU) 600/2014 of the European Parliament and Council in relation to disclosure of transactions to the competent authorities adopted in Article 26 of EU Regulation 600/2014.]</i></p> <p><i>[Price: — if there is one transaction, the price of the single transaction; — if the volumes of multiple transactions are aggregated: the average weighted price of the aggregated transactions. Use the standard relative to price, including if necessary, the currency in which the price is indicated, as per the definition found in the delegated regulation supplementing Commission Delegated Regulation (EU) 600/2014 of the European Parliament and Council in relation to disclosure of transactions to the competent authorities adopted in Article 26 of EU Regulation 600/2014.]</i></p>
e)	Date of the transaction	<p><i>[Date on which the disclosed transaction was executed.</i></p> <p><i>Use the format ISO 8601: AAAA-MM-GG; hour UTC.]</i></p>
f)	Place where the transaction took place	<p><i>[Name and identification code recognized by MiFID, internalized systems or the platform organized outside of the EU if the transaction was completed as defined in in the delegated regulation supplementing Commission Delegated Regulation (EU) 600/2014 of the European Parliament and Council in relation to disclosure of transactions to the competent authorities adopted in Article 26 of EU Regulation 600/2014, or</i></p> <p><i>If the transaction was not carried out in any of the places indicated above, indicate “outside of a trading venue”.]</i></p>

### Addendum C

#### Form for the disclosure of IR Material Transactions

<b>1</b>	<b>Details relating to the party holding at least 10 percent of the shares or that controls the issuer or closely related person</b>	
a) <sup>6</sup>	Name	<p><i>If a natural person:</i></p> <p>First Name:</p> <p>Last Name:</p> <p><i>If a legal person:</i></p> <p>Name:</p>
<b>2</b>	<b>Reason for the disclosure</b>	
a)	Reason for the disclosure	<p><i>Person who possesses at least 10 per cent of the listed issuer:</i> <input type="checkbox"/></p> <p><i>Person who controls the listed issuer:</i> <input type="checkbox"/></p> <p>-----</p> <p><i>Closely related person</i> <input type="checkbox"/></p> <p>Indicate if the disclosure relates to a person related closely to:</p> <p><i>A natural person:</i></p> <p>First Name:</p> <p>Last Name:</p> <p><i>Legal person:</i></p>

<sup>6</sup> Information relative to the party carrying out the transaction

[For natural persons: first and last name.]

[For legal person: complete name, including the type of business organization as per the registry where registered, if applicable.]

		Name:				
b) <sup>7</sup>	First disclosure/ amendment	First disclosure: <input type="checkbox"/>				
		Amendment of the prior disclosure				
		Reason for the amendment:				
<b>3</b>	<b>Details of the issuer</b>					
a) <sup>8</sup>	Name					
b) <sup>9</sup>	LEI					
<b>4</b>	<b>Details of the transaction: section to be completed for i) each type of instrument; ii) each type of transaction; iii) each date; and iv) each place in which transactions were carried out</b>					
a)	Description of the financial instrument,  type of instrument  Identification code					
b) <sup>10</sup>	Nature of the transaction					
c) <sup>11</sup>	Price/s and volume/s	<table border="1"> <tr> <td>Price/s</td> <td>Volume/s</td> </tr> <tr> <td></td> <td></td> </tr> </table>	Price/s	Volume/s		
Price/s	Volume/s					
d)	Date of the transaction					

<sup>7</sup> [Indicate whether or not this is a first disclosure or an amendment of a previous disclosure. In the case of an amendment, explain the error being corrected with this disclosure.]

<sup>8</sup> [Complete name of the entity.]

<sup>9</sup> [Identification code of the legal person, namely the ISO 17442 LEI code.]

<sup>10</sup> [Purchase, sale subscription or exchange].

<sup>11</sup> [In the case of multiple transactions carried out in the same day and in the same place, indicate the total aggregate volume and the weighted average price of these transactions].

12		
e)	Place where the transaction took place	Name of the trading venue: Identification code: « <i>Outside of a trading venue</i> »: <input data-bbox="1179 407 1233 456" type="checkbox"/>

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<sup>12</sup> [Date on which the disclosed operation was executed. Use the ISO 8601 format: AAAA-MM-GG; hour UTC.]

**Addendum D****Acknowledgement and acceptance of the Procedure**

To:

Immobiliare Grande Distribuzione S.p.A.

Via Trattati Comunitari Europei 1957-2007, n. 13

40127 Bologna

Sent by mail to the Disclosure Officers

[Affarilegali.societari@gruppoigd.it](mailto:Affarilegali.societari@gruppoigd.it)

[Investor.relations@gruppoigd.it](mailto:Investor.relations@gruppoigd.it)

***Re: Declaration of acceptance of the internal dealing procedure***

I, the undersigned, \_\_\_\_\_, born in \_\_\_\_\_, resident in \_\_\_\_\_, Street/Square \_\_\_\_\_, in my capacity as \_\_\_\_\_ of IGD S.p.A., hereby declare:

- a) to have received a copy of the “Procedure for the disclosure of transactions involving shares and bonds issued by IGD, including derivatives and related financial instruments” (the “**Procedure**”) adopted by the Board of Directors of Immobiliare Grande Distribuzione S.p.A. (“**IGD**”) pursuant to Article 19 of EU Regulation n. 596/2014 of the European Parliament and Council of 16 April 2014 relating to market abuse (the Market Abuse Regulation – MAR), and the related implementing regulations, as well as Legislative Decree 58/98 and the “Regulations implementing Legislative Decree n. 58 of 24 February 1998” approved by Consob in Resolution n. 11971 of 14 May 1999, as amended, and that I understood and accept the content in its entirety;
- b) that I am aware of my status as an Insider/Significant Shareholder pursuant to Art. 1 of the Procedure and thus of the disclosure obligations incumbent upon me as a result of the current law and the Procedure;
- c) that I am aware that the failure to comply with the obligations relating to internal dealing could lead to legal sanctions pursuant to the current law;
- d) that I assume all obligations required to me by the Procedure and the law, including the obligation to notify my Closely Related Persons of the conditions under which they must disclose MAR or IR Material Transactions by using the form found in Addendum “F” and save a copy of this notice.

**[NB: items e) and f) below are to be filled out solely by persons defined as “Insiders”]**

e) to notify the list of Closely Related Persons provided below:

FIRST NAME	LAST NAME	DATE OF BIRTH	NATURE OF THE RELATIONSHIP
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1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_
4. \_\_\_\_\_

f) that I will advise the Disclosure Officers in writing of any changes made to the names and the information provided in letter e) above, as well as any new names to be added to the list, in a timely manner.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Handling of personal data

The personal data provided in order to comply with the Procedure, as well as the relative updates, will be handled and stored by IGD, Controller of the data processed, using IT support systems, in accordance with EU Regulation 2016/679 (“**GDPR**”). Information relating to data processing is made available on the company’s website at [www.gruppoigd.it](http://www.gruppoigd.it), in the Privacy section where the details of the Data Protection Officer are also provided. The duration of the data processing is related strictly to the type of contract. The data will be handled for the purposes of the contractual relationship and compliance with the law.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

**Addendum E****Authorization**

To:

Immobiliare Grande Distribuzione S.p.A.

Via Trattati Comunitari Europei 1957-2007, n. 13

40127 Bologna

Sent by mail to the Disclosure Officers

[Affarilegali.societari@gruppoigd.it](mailto:Affarilegali.societari@gruppoigd.it)

[Investor.relations@gruppoigd.it](mailto:Investor.relations@gruppoigd.it)

***Re: Authorization for the disclosure and publication of information on Material Transactions in respect of internal dealing.***

I, the undersigned \_\_\_\_\_, born in \_\_\_\_\_, resident in \_\_\_\_\_, Street/Square \_\_\_\_\_, in my capacity as \_\_\_\_\_ of IGD S.p.A.

whereas:

- I have received a copy of the “Procedure for the disclosure of transactions involving shares and bonds issued by IGD, including derivatives and related financial instruments” (the “**Procedure**”) adopted by the Board of Directors of Immobiliare Grande Distribuzione S.p.A. (“**IGD**”) pursuant to Article 19 of EU Regulation n. 596/2014 of European Parliament and Council of 16 April 2014 relating to market abuse (the Market Abuse Regulation – MAR), and the related implementing regulations, as well as Legislative Decree 58/98 and the “Regulations implementing Legislative Decree n. 58 of 24 February 1998” approved by Consob in Resolution n. 11971 of 14 May 1999, as amended;
- after having gained full understanding, on (date) \_\_\_\_\_ I submitted my signed acknowledgement and acceptance of the Procedure prepared in accordance with the template found in Addendum D to the;

I hereby provide IGD with the Authorization described in Art. 3 of the Procedure so that IGD, on my behalf and under the terms and conditions envisaged by the Procedure, can make the disclosures called for under the law and this Procedure.

To that end I undertake to notify IGD, pursuant to Art. 3 of the Procedure, of the transactions subject to mandatory disclosure under the law and this Procedure within the timeframe indicated therein, by filling out the form found in Addendum B/C of the Procedure and submitting it to the Disclosure Officers.

This Authorization is valid effective today until revoked by myself or by IGD and communicated to the Disclosure Officers in accordance with the procedure outlined in Art. 1.9 of the Procedure.

IGD may also consider this Authorization to be revoked effective immediately, requiring no notice whatsoever, if I fail to observe the aforementioned conditions and procedures for making the notifications required by the Procedure.

For all matters not addressed by this form, the provisions of the Procedure shall apply.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

#### Handling of personal data

The personal data provided in order to comply with the Procedure, as well as the relative updates, will be handled and stored by IGD, Controller of the data processed, using IT support systems, in accordance with EU Regulation 2016/679 (“**GDPR**”). Information relating to data processing is made available on the company’s website at [www.gruppoigd.it](http://www.gruppoigd.it), in the Privacy section where the details of the Data Protection Officer are also provided. The duration of the data processing is related strictly to the type of contract. The data will be handled for the purposes of the contractual relationship and compliance with the law.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_



**Addendum F****Notice to be sent to Closely Related Persons**

Dear Mr. [●] / Dear Ms. [●],

[address]

[sent via [●]]

[place, *date*]

**Re: disclosure to Closely Related Persons as per Art. 5.1 b) (iv) of IGD SIIQ S.p.A.'s internal dealing procedure**

Dear Mr. [●] / Dear Ms. [●],

I am writing this in accordance with Art. 5.1, b) (iv) of the procedure for the disclosure of transactions involving shares and bonds issued by IGD, including derivatives and related financial instruments (the “**Procedure**”) adopted by the Board of Directors of Immobiliare Grande Distribuzione S.p.A. (“**IGD**”), annexed herein as sub Addendum F1, to inform [●] [*provide the name of the legal person receiving the information*] of the following.

Due to [the position I hold in IGD, namely \_\_\_\_\_,] / [the interest held of [\_\_\_\_\_] in IGD], I am subject to the current laws governing internal dealing, as well as the Procedure adopted by IGD in this regard.

As a result of the above [*in some cases, indicate the nature of the relationship that links the Insider/Significant Shareholder to the closely related party*] you [*or alternatively*] [●] [*include the name of the legal person receiving this information*] you qualify as [a person that is closely related to Insiders]/[Person closely related to Significant Shareholders] pursuant to the law and the Procedure

**[NB: the following is applicable solely to disclosures made by “Significant Persons”]**

[Therefore, I have given your name [*or alternatively*] [●] [*include the name of the legal person receiving this information*] and relative personal data to IGD so that IGD may add your name [*or alternatively*] [●] [*include the name of the legal person receiving this information*] to the list of Closely Related Persons that IGD must maintain under the law and based on Art. 5.1 c) of the Procedure.]

In light of the above, I invite you [●] or [*insert the name of the legal person recipient of the information*] to:

- acknowledge this Procedure and the related addendums;
- return this notice, duly signed and initialed on every page in acknowledgement that the notice, the Procedure and the addendums were received and examined.

Please note that failure to comply with the obligations relating to internal dealing could lead to legal sanctions.

\* \* \* \* \*

Handling of personal data

The personal data provided in order to comply with the Procedure, as well as the relative updates, will be handled and stored by IGD, Controller of the data processed, using IT support systems, in accordance with EU Regulation 2016/679 (“**GDPR**”). Information relating to data processing is made available on the company’s website at [www.gruppoigd.it](http://www.gruppoigd.it), in the Privacy section where the details of the Data Protection Officer are also provided. The duration of the data processing is related strictly to the type of contract. The data will be handled for the purposes of the contractual relationship and compliance with the law.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

\* \* \* \* \*

For any additional information and/or clarification relating to this Procedure and its application please contact, in addition to the undersigned, the Disclosure Officers appointed by IGD in accordance with this Procedure, via:

- email, [Affarilegali.societari@gruppoigd.it](mailto:Affarilegali.societari@gruppoigd.it) [Investor.relations@gruppoigd.it](mailto:Investor.relations@gruppoigd.it) or
- phone: 051-509.220

Best regards

In acknowledgement

\_\_\_\_\_