

Extract pursuant to Article 129 of the Issuers' Regulation on relevant undertakings pursuant to Article 122 of the Consolidated Financial Act between Dufry, Edizione and Schema Beta in the context of the agreements governing a *strategic business combination* between Dufry and Autogrill

Basel-Treviso, 15 July 2022

Pursuant to Article 122 of Legislative Decree no. 58 of 24 February 1998 (the “**Consolidated Financial Act**”) and Article 129 of the regulation adopted by CONSOB with resolution no. 11971 of 14 May 1999 (the “**Issuers' Regulation**”), Dufry AG (“**Dufry**”), Edizione S.p.A. (“**Edizione**”) and Schema Beta S.p.A. (“**Schema Beta**”) and, jointly with Dufry and Edizione, the “**Parties**”) hereby disclose the following.

On 11 July 2022, Dufry, on one side, and Edizione and Schema Beta, on the other side, entered into a combination agreement (the “**Combination Agreement**”) governing a strategic business combination between Dufry and Autogrill S.p.A. (“**Autogrill**”), a company controlled by Schema Beta and indirectly by Edizione (the “**Transaction**”), pursuant to which Schema Beta will transfer to Dufry, subject to the occurrence of certain conditions, its stake in Autogrill (the “**Transfer**”). Following the Transfer, Schema Beta will become a shareholder of Dufry and Dufry will be expected to launch a mandatory tender offer for the remaining shares of Autogrill (the “**Dufry Tender Offer**”).

The Combination Agreement contains some undertakings concerning Autogrill that are relevant pursuant to Article 122, paragraph 1, and paragraph 5, letter (*d-bis*), of the Consolidated Financial Act (the “**Relevant Undertakings**”), in relation to which the Parties have decided to carry out all the publicity formalities required by the above-mentioned provision of law and by the relevant regulatory provisions, including the drafting of this extract pursuant to Article 129 of the Issuers' Regulation.

The Relevant Undertakings, which are binding to the parties of the Combination Agreement, *i.e.* Dufry, Edizione and Schema Beta, relate to no. 193,730,675 ordinary shares of Autogrill, which grant the same number of voting rights and represent 50.3% of the share capital represented by voting shares of Autogrill, held by Schema Beta.

The key information pursuant to Article 130 of the Issuers' Regulation on Relevant Undertakings is published, within the terms provided by law, on Autogrill's website.