



Tax Strategy

ESSELUNGA — A RESPONSIBLE TAXPAYER

Introduction

The Tax Strategy of Esselunga (hereinafter also the “Esselunga Group” or “the Group”) * is based on a series of principles and guidelines by which we aim to pursue a tax management approach based on integrity, transparency and fairness toward our stakeholders and the Tax Authorities, with the objective of granting continuous compliance with tax regulations and payment of all taxes due.

In line with the values that guide the Group’s Code of Ethics and of Conduct, we are constantly committed to manage and oversee the risk of committing a violation of tax regulations or abusing the tax system’s principles and purposes.

Our principles

Our Tax Strategy is based on the following principles:

➤ **LEGALITY**

In line with the values of integrity, responsibility, respect and sustainability, we pursue a correct formal and substantive application of tax rules and do not tolerate any conduct which could expose the Group to the risk of tax fraud.

➤ **CORRECT APPLICATION OF THE LAW**

We operate in compliance with both the spirit and the letter of the current tax legislation, by ensuring the payment of taxes, the fulfilment of all tax obligations and the filing of income tax returns with accuracy and within the prescribed terms.

Should there be any uncertainty in the interpretation of tax regulations that could expose the Group to significant tax risks or conflict with the principles of this Tax Strategy, we shall act prudently and with full transparency toward the Tax Authorities.

➤ **TRANSPARENCY**

We operate transparently toward all our stakeholders and in our dealings with the Tax Authorities, providing them with timely and truthful information that allows a full understanding of the elements underlying the application of tax rules. This approach does not entail any confidential information risk which could jeopardise the business activity.

➤ **SUPERVISION BY THE BOARD OF DIRECTORS**

The Board of Directors of Esselunga S.p.A. defines the Group’s strategic tax guidelines and ensures constant monitoring of their application and compliance (within the scope of the management of the tax variable within the Group).

* The “Esselunga” group includes the parent company Superit S.r.l., Esselunga S.p.A. and all its subsidiaries.

➤ **SOCIAL RESPONSIBILITY AND SUSTAINABILITY**

Through taxes, we give back to the community a portion of the value created with the aim of contributing to improve economic and social well-being and the quality of life of the territories where we operate.

➤ **STAKEHOLDER VALUE**

We pursue a sustainable business model with the primary interest of creating value for our stakeholders in the long term, by interpreting and applying tax regulations and committing to pay all taxes required by law.

➤ **FULL COOPERATION WITH THE TAX AUTHORITIES**

We ensure transparency and fairness in our relations with the Tax Authorities, fostering a relationship of full cooperation, supporting tax audit activities, if any, and responding to requests as promptly and transparently as possible.

Our risk appetite

We provide below the guidelines applied to implement the principles underlying the Esselunga Group's Tax Strategy, that is characterized by a low tax-risk profile.

AGREE TO DISAGREE – In cases of disputes concerning alleged breaches of tax legislation based on interpretative differences, we seek to resolve such disputes in agreement with the Tax Authorities and start a litigation only if we are convinced of our technical position and of reasonable interpretation of the rules, including based on written opinions provided by external professionals.

SOFT CONTROL – We work in the perspective of constantly promoting tax awareness and culture within the Group in order to ensure our commitment in maintaining a tax-compliant conduct. We do not adopt any remuneration or incentive mechanism for executives linked to achieving reductions in the tax burden that could lead the management to unethical decisions or in conflict with this Tax Strategy, or with laws and regulations including those on tax matters.

INTRAGROUP TRANSACTIONS – We comply with regulations on transfer pricing in order to ensure the alignment of intragroup transactions with the arm's-length principle, in accordance with OECD and Italian Tax Authorities' guidelines.

TAX INCENTIVES – We make use of tax incentives in compliance with the relevant regulations and only when such incentives are consistent with the economic nature of the activity performed.

Our tax risk governance

The Board of Directors has the role and responsibility of promoting a corporate culture based on the principles and values reported in this Tax Strategy, also through a clear distribution of roles and responsibilities, ensuring an adequate observation of the principles of segregation of duties and escalation of decisions. Those decisions are defined on the basis of a model that involves the participation of senior management and corporate bodies on tax issues of greatest impact and complexity for our Group.

The Tax Strategy is approved by the Board of Directors of Esselunga S.p.A. and is adopted and implemented by all Group companies and their employees.

In order to ensure an even more accurate oversight and monitoring of variable tax- matters, we have implemented an internal control system specifically dedicated to managing tax risk, the TCF – Tax Control Framework, in line with OECD and Italian Tax Authorities' guidelines.

After being examined by the Control, Risk and Sustainability Committee, the Annual report is sent to the Board of Directors; with regard to the Group companies that have adopted the Tax Control Framework, it includes the results of the monitoring activities carried out under the model and the assessment and management of the main tax risks identified during the relevant tax period.

In line with the provisions of the Group's Code of Ethics and Conduct, all employees may report alleged violations or breaches of this Tax Strategy. The reporting of violations may be carried out electronically on the platform named "*Comunica Whistleblowing*" (reporting whistleblowing), on which it is possible to report violations of tax regulations and unlawful conducts that may be relevant for the purposes of administrative liability of entities under Legislative Decree 231/2001.

We correctly pay the taxes due

We do not engage in conducts or transactions, either domestic or cross-border transactions, that entail the creation of purely artificial structures from which undue tax advantages may reasonably be expected, in contrast with the purpose of the relevant tax provisions or tax system.

We do not make investments in low-tax jurisdictions for the sole purpose of reducing the tax burden. We do not use tax-planning tools that conflict with the spirit of the law, nor do we use artificial investment structures to reduce the tax burden.

We are committed to taking all necessary actions to prevent the organization from becoming involved in tax-fraud activities, including those arising from the conduct of third parties connected to the Esselunga Group through employment, collaboration, commercial or other relationships.

Adoption, publication and updating

The Tax Strategy enters into force on the day following its approval and is published on the company's website www.esselunga.it.

Its interpretation and actual application are entrusted to the Administration, Finance and Control Department, which is also responsible for its review and updating by submitting appropriate proposals to the competent body.

The Administration, Finance and Control Department and, within its specific remit, the Human Resources and Organization Department oversee and manage the application of tax rules, supporting professional diligence in handling activities and processes with tax relevance by defining potential risks and the mitigation actions adopted to manage and monitor them.

15 January 2025

Board of Directors of Esselunga S.p.A.