

SECTION II – BOARD OF DIRECTORS

II.8. If the Chairman of the Board performs executive duties, indicate the mechanisms for coordinating the work of non-executive members to ensure the independent and informed nature of their decisions

The Chairman of the Board, exercising executive functions, undertake the necessary coordination mechanisms with other members of the Board, particularly with the non-executive, by means of permanent and direct information, without any constraints that prevent independent and informed decisions.

II.9. Identification of main risks to economic, financial and legal matters that society is exposed to in the pursuit of its activity.

As developed in Section II.5, the unpredictability of developments on financial markets may result in increased financing costs, while from a financial point of view the main risk is that society is exposed to interest rate risk.

Moreover, operating in the food sector, possible epidemics or distortions in the markets for raw materials as well as possible changes in consumption patterns can have significant impacts on economic standpoint.

As for legal risks, they do not take significant dimension to the corporate structure, since it can

be considered contained in its various spheres materials, in the normal and low-risk, both in terms of regulatory litigation promoted by public regulatory bodies applicable to the sector activity and it is not noted as relevant judicial litigation or any other extra-judicial litigation, both commercial, employment or other.

II.10. Powers of the Board, particularly regarding deliberations of a capital increase

The powers of the Board are assigned by the Companies Code and those contained in Articles 4, paragraph 2, 8, 11 and 12 of the Association Articles.

Regarding the deliberations of a capital increase, the contract of society in its article 4 paragraph 2 authorizes the Board of Directors to resolve capital increase of up to one hundred million euros.

II.11. Information about the policy of rotation of functions on the Board, including the responsibility for financial matters and on the rules governing the appointment and replacement of members of the administration and supervision

The policy of rotation of functions on the Board, including the responsibility for financial matters and the rules governing the appointment and replacement of members of the administration and supervision under the Companies Code, still follows the understanding that such requirement