

Carrefour initiates the disposal of 7% of Carmila's share capital through an accelerated book-building

Paris, June 3, 2025 – Carrefour announces its intention to sell 7% of Carmila's share capital, representing 9,866,421 shares in Carmila, through a private placement by way of an accelerated book-building process (the "Placement").

The book-building process will start immediately following the release of this announcement and the final terms of the Placement will be determined after the end of the book-building process and will be announced in another press release together with the results of the Placement. The settlement and delivery of the Placement is expected to take place on June 6, 2025.

The Placement takes place in the context of the strategic review underway at Carrefour as announced last February.

Carrefour reiterates its confidence in Carmila's management and strategy and confirms its intention to remain Carmila's reference shareholder. After this Placement, Carrefour will own c. 29.8% of Carmila's share capital, representing 41,948,933 shares, and has agreed to a 90-day lock-up on this stake from the settlement and delivery date of the Placement, subject to certain customary exceptions. This Placement will not result in any change to existing partnerships, mandates and service agreements between the two companies.

Carmila has indicated its intention to participate in the Placement to complete its ongoing share buyback program.

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Carmila's shares are admitted to trading on the regulated market of Euronext in Paris (ISIN code: FR0010828137). Further information about Carmila can be found at <u>www.carmila.com</u>.

This press release is for information purposes only and does not constitute an offer or solicitation to purchase shares. This sale of shares constitutes an offer reserved for qualified investors as provided for by Article L.411-2-1° of the French Monetary and Financial Code.

About the Carrefour Group

With a multi-format network of over 15,000 stores in more than 40 countries, the Carrefour Group is one of the world's leading food retailers. In 2024, Carrefour generated €94.6 billion in revenue. Its network of integrated stores employs over 300,000 people, who contribute to making Carrefour the global leader in the food transition for all, providing high-quality, accessible, and affordable food every day. In total, more than 500,000 people work under the Carrefour banner worldwide. For more information, visit www.carrefour.com, or find us on X (@news_carrefour) and LinkedIn (Carrefour).

Contact

Investor Relations Sébastien Valentin, Andrei Dragolici and Mathilde Novick Shareholder Relations Group Communication

Tel: +33 (0)1 64 50 82 57 Tel: 0 805 902 902 (toll-free in France) Tel: +33 (0)1 58 47 88 80

Disclaimer

This announcement is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, as amended (the "**Prospectus Regulation**").

With respect to the member states of the European Economic Area (the "**Member States**"), no action has been or will be taken in order to permit a public offer of the securities which would require the publication of a prospectus in one of such Member States. In Member States, this announcement and any offer if made subsequently are directed exclusively at persons who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation.

In France, the offer and sale of Carmila's shares will be carried out through an offer to the benefit of qualified investors, as defined in Article 2(e) of Prospectus Regulation and in accordance with article L.411-2, 1° of the French Monetary and Financial Code and other applicable French laws and regulations. The offering will not be open to the public in France.

In the United Kingdom, this announcement is directed only at, and any offer if made subsequently is directed only at, persons who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation as it forms part of the domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 who are (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "**Order**"), (ii) persons referred to in Article 49(2) (a) to (d) of the Order (high net worth entities, non-registered associations, etc.) or (iii) other persons to whom this announcement may be lawfully communicated (all persons together being referred to as **Relevant Persons**). In the United Kingdom, Carmila's shares are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such shares will be engaged in only with Relevant Persons. Any person in the United Kingdom who is not a Relevant Person must not act or rely on this announcement or any of its contents.

This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. Securities may not be offered or sold in the United States unless they are registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or exempt from registration thereunder. Carmila's shares have not been and will not be registered under the Securities Act and may only be re-offered or resold pursuant to an exemption from, or in a transaction not subject to, the registration required by the Securities Act. Neither Carrefour, nor any of its shareholders or affiliates intend to register any portion of the proposed offering in the United States or to conduct a public offering of securities in the United States.

The shares have not been and will not be offered, sold or acquired in Australia, Canada or Japan. The information contained in this press release does not constitute an offer of securities in Australia, Canada or Japan. This announcement may not be published, forwarded or distributed, directly or indirectly, in Canada, Australia or Japan.

The distribution of this announcement into certain jurisdictions may be restricted by law. No action has been taken by Carrefour that would permit an offering of Carmila's shares or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Any investment decision to buy Carmila's shares must be made solely on the basis of publicly available information regarding Carmila. Such information is not the responsibility of Carrefour and has not been independently verified by Carrefour.