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NEWS RELEASE

NOTICE PURSUANT TO ARTICLES 36 AND 43 OF THE REGULATION ADOPTED BY CONSOB BY RESOLUTION NO. 11971 OF MAY 14, 1999, AS SUBSEQUENTLY INTEGRATED AND AMENDED (THE "ISSUERS' REGULATION") – EXTENSION OF THE TENDER PERIOD UNTIL MAY 18, 2023

With reference to the mandatory public exchange offer with alternative cash consideration (the "**Offer**") launched by Dufry AG ("**Dufry**" or the "**Offeror**") pursuant to Articles 102 and 106, Paragraphs 1 and 2-*bis*, of the Italian Legislative Decree no. 58 of February 24, 1998, as subsequently amended and supplemented (the "**CFA**"), for all the ordinary shares of Autogrill S.p.A. ("**Autogrill**") other than those already held by the Offeror and the treasury shares held by Autogrill, the Offeror announces the following:

All terms not defined in this press release shall have the same meaning given to them in the offer document, approved by Consob with resolution No. 22661 of April 5, 2023, and published on April 11, 2023 (the "**Offer Document**") among others, on the Offeror's website <u>www.dufry.com</u> and on the dedicated website of Dufry (www.opa-autogrill.com)

The Tender Period – which was originally due to end at 5:30 p.m. (Italian time) on May 15, 2023 - is extended, as agreed with Borsa Italiana, for additional three Trading Days (i.e. for the Trading Days from May 16 to 18, 2023, first and last day included), and therefore, will end at 5:30 p.m. (Italian time) on May 18, 2023. The Payment Date (originally scheduled for May 23, 2023, *i.e.* the sixth Trading Day following the end of the Tender Period) is set for May 25, 2023, *i.e.* the fifth Trading Day following the end of the Tender Period.

The extension of the Tender Period is aimed at allowing Autogrill shareholders to benefit from a longer period of time to review the Consolidated Revenues as of March 31, 2023, that will be published by Autogrill on May 9, 2023, and the Q1 2023 Trading Update that will be published by Dufry on May 10, 2023.

Therefore:

- the Reopening of the Tender Period, if applicable, originally envisaged for the days of May 24, 25, 26, 29 and 30, 2023, will occur on May 26, 29, 30, 31 and June 1, 2023; and
- the payment date following the Reopening of the Tender Period, if applicable, originally scheduled for June 6, 2023, is set for June 8, 2023.

The following is the calendar of main events relating to the Offer, as amended due to the extension of the Tender Period.

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Date (all times in CEST)	Event	Method of disclosure to the
		market
May 18, 2023	End of the Tender Period (including	-
	the U.S. Private Placement).	
By the evening of the last	Notice on the preliminary results of	Press release issued by the
day of the Tender Period	the Offer (including the U.S. Private	Offeror pursuant to Article 36 of
or, at the latest, by 7:59	Placement), including whether the	the Issuers' Regulation.
a.m. of the first Trading	requirements for the Reopening of	
Day following the end of	the Tender Period or for the	
the Tender Period (i.e.	Obligation to Purchase under Art.	
May 18 or May 19, 2023,	108, Par. 2, of the CFA or the Joint	
respectively)	Procedure are met, as well as the	
	procedures and timing relating to the	
	subsequent Delisting (if applicable).	
By 7:59 a.m. of the	Notice on (a) the final results of the	Press release issued by the
calendar day preceding	Offer (including the U.S. Private	Offeror pursuant to Article 41 of
the Payment Date, thus by	Placement), (b) the confirmation on	the Issuers' Regulation.
May 24, 2023	whether the requirements for the	, , , , , , , , , , , , , , , , , , ,
	Reopening of the Tender Period have	
	been met, (c) the confirmation on	
	whether the requirements for the	
	Obligation to Purchase under Art.	
	108, Par. 2, of the CFA or the Joint	
	Procedure are met, and (d) the	
	procedures and timing relating to the	
	subsequent Delisting (if applicable).	
The fifth Trading Day	Settlement of the Offer with the	_
following the end of the	delivery of the Consideration for the	
Tender Period thus May		
•	Autogrill Shares tendered during the Tender Period	
25, 2023 By the Trading Day		
By the Trading Day	Beginning of the Reopening of the Tender Period (if applicable),	-
following the Payment		
Date, thus by May 26, 2023	including the U.S. Private Placement.	
By the fifth Trading Day	End of the Reopening of the Tender	-
following the Payment	Period (if applicable), including the	
Date, thus June 1, 2023	U.S. Private Placement.	
By the evening of the last	Notice on the overall preliminary	Press release issued by the
day of the Reopening of	results of the Offer (including the U.S.	Offeror pursuant to Article 36 of
the Tender Period or, at	Private Placement) following the	the Issuers' Regulation.
the latest, by 7:59 a.m. of	Reopening of the Tender Period (if	
the first Trading Day	applicable), including whether the	
following the end of the	requirements for the Obligation to	
Reopening of the Tender	Purchase under Art. 108, Par. 2, of	
Trooponing of the relider	the CFA or the Joint Procedure are	
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Period (i.e. June, 1 or 2,	met, as well as the procedures and	
2023, respectively)	timing relating to the subsequent	
	Delisting (if applicable).	
By 7:59 a.m. of the	Notice on (a) the overall final results	Press release issued by the
calendar day preceding	of the Offer (including the U.S.	Offeror pursuant to Article 41 of the Issuers' Regulation.
the payment date	Private Placement) following the	the looders rregulation.
following the Reopening	Reopening of the Tender Period, if	
of the Tender Period, thus	applicable, (b) the confirmation on	
by June 7, 2023	whether the requirements for the	
	Obligation to Purchase under Art.	
	108, Par. 2, of the CFA or the Joint	
	Procedure are met, and (c) the	
	procedures and timing relating to the	
	subsequent Delisting (if applicable).	
The fifth Trading Day	Settlement of the Reopening of the	-
following the end of the	Tender Period with the delivery of the	
Reopening of the Tender	Consideration for the Autogrill Shares	
Period, thus June 8, 2023	tendered during the Reopening of the	
	Tender Period.	
Once the relevant legal	Should the requirements for the	Press release issued by the
requirements have been	Obligation to Purchase under Art.	Offeror pursuant to Article 50-
met	108, Par. 2, of the CFA be met, notice	quinquies, Paragraph 2, of the
	on the necessary information for	Issuers' Regulation.
	fulfilling such obligation.	
Once the relevant legal	Should the requirements for carrying	Press release issued by the
requirements have been	out the Joint Procedure be met,	Offeror pursuant to Article 50-
met	notice on the necessary information	quinquies, Paragraph 2, of the
	for fulfilling such procedure.	Issuers' Regulation.

Save for as indicated in this notice, all other terms and conditions of the Offer set forth in the Offer Document remain unchanged.

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Legal Disclaimer

The mandatory public exchange offer (the "**Offer**") is launched exclusively in Italy and is made on a nondiscriminatory basis and on equal terms to all holders of Autogrill shares, as indicated in the notice published pursuant to article 102 of the Italian Legislative Decree No. 58 of February 24, 1998 (the "**Notice**") and further described in the offer document (the "**Offer Document**") and the exemption document (the "**Exemption Document**") that have been published in accordance with the applicable regulation.

The Offer has not been and will not be made in the United States, Canada, Japan, Australia and any other jurisdictions where making the Offer or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such jurisdictions, including the United States, Canada, Japan and Australia, the **"Excluded Countries"**), by using national or international instruments of communication or commerce of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and internet), through any structure of any of the Excluded Countries' financial intermediaries or in any



other way. No actions have been taken or will be taken to make the Offer possible in any of the Excluded Countries.

Copies of the Notice, the Offer Document, or portions thereof, as well as copies of any documents relating to the Offer, including the Exemption Document, are not and should not be sent, or in any way transmitted, or otherwise distributed, directly or indirectly, in the Excluded Countries. Any person receiving any such documents shall not distribute, send or dispatch them (whether by post or by any other mean or device of communication or international commerce) in the Excluded Countries. The Notice, the Offer Document, as well as any other document relating to the Offer, including the Exemption Document, do not constitute and shall not be construed as an offer of financial instruments addressed to persons domiciled and/or resident in the Excluded Countries. No securities may be offered or sold in the Excluded Countries without specific authorization in accordance with the applicable provisions of the local law of the Excluded Countries or a waiver thereof.

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This press release may contain certain forward-looking statements relating to Dufry and its business. Such statements involve certain risks, uncertainties and other factors which could cause the actual results, financial condition, performance or achievements of Dufry to be materially different from those expressed or implied by such statements. Readers should therefore not place undue reliance on these statements, particularly not in connection with any contract or investment decision. Dufry disclaims any obligation to update any such forward-looking statements.



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DUFRY GROUP – LEADING GLOBAL TRAVEL EXPERIENCE PLAYER

Dufry AG (SIX: DUFN), founded in 1865 and headquartered in Basel, Switzerland, delivers a revolutionary travel experience to consumers worldwide by uniquely combining retail, food & beverage and digital. Our company addresses 2.3 billion passengers in more than 75 countries in 5,500 outlets across 1,200 airports, motorways, cruise lines, seaports, railway stations and other locations across all six continents. With the traveler at our core, we are creating value for all our stakeholders including concession and brand partners, employees, communities, and finally, our shareholders.

Sustainability is an inherent element of Dufry's business strategy aiming for sustainable and profitable growth of the company while fostering high standards of environmental stewardship and social equity.

To learn more about Dufry, please visit www.dufry.com