



## REPORT OF THE SUSTAINABILITY, HEALTH AND SAFETY COMMITTEE ON THE EVALUATION OF ITS PERFORMANCE DURING 2021

### 1. INTRODUCTION

In accordance with the provisions in the internal regulations of AmRest Holdings, SE (“AmRest” or the “Company”) and so that the Board of Directors may supervise the correct functioning of this committee (the “Committee”), pursuant to Article 6.5 of the Rules of Procedure of the Board of Directors and Article 529 nonies of Legislative Royal Decree 1/2010 of 2 July, which approves the consolidated text of the Spanish Companies Act (*Ley de Sociedades de Capital*) (“Companies Act”), this Committee prepares this report on its performance.

This report, in reference to the activities developed by the Sustainability, Health and Safety Committee during 2021, will be available to shareholders and investors via the Company's website ([www.amrest.eu](http://www.amrest.eu)) as of the call to the General Shareholders Meeting.

### 2. REGULATIONS

The rules of organisation and operation of the Sustainability, Health and Safety Committee are recorded in the Rules of Procedure of the Board of Directors, which is available on the Company's website ([www.amrest.eu](http://www.amrest.eu)).

### 3. COMPOSITION OF THE COMMITTEE

Article 20 bis of the Rules of Procedure of the Board of Directors establishes that this Committee must be composed of a minimum of three and a maximum of five directors, appointed by the Board of Directors from among its non-executive directors, and at least two of them must be independent directors.

In addition, the members of the Sustainability, Health and Safety Committee as a whole, and in particular its chairperson (the “Chair”), will be appointed taking into account their knowledge, skills and experience, and the duties assigned to the Committee.



The Chairman of the Sustainability, Health and Safety Committee will necessarily be an independent director.

At year-end 2021, the Sustainability, Health and Safety Committee was composed as follows:

- (i) Ms Romana Sadurska (Chair), external independent director of AmRest since 14 May 2019.
- (ii) Mr Pablo Castilla Reparaz (member), external independent director of AmRest since 1 March 2018.
- (iii) Ms Mónica Cueva Díaz (member), external independent director of AmRest since 1 July 2020.

Mr Eduardo Rodríguez-Rovira continues to hold the office of non-board member secretary of the Sustainability, Health and Safety Committee, in accordance with the provisions of the Rules of Procedure of the Board of Directors, while, due to the departure of

Mr Jaime Tarrero Martos, the office of non-board member deputy secretary of the Sustainability, Health and Safety Committee was assumed by Mr Mauricio Gárate Meza.

All information concerning the members of the Sustainability, Health and Safety Committee, including their professional and biographical profiles, is available on the Company's website ([www.amrest.eu](http://www.amrest.eu)).

Accordingly, the composition of the Committee in 2021 corresponds to the provisions of the Companies Act and the Rules of Procedure of the Board of Directors, since it is composed exclusively of non-executive directors, where at least two of them are independent and its chair is one of the independent directors.

Considering the professional and biographical profiles, the composition of the Committee is diverse in terms of gender, professional experience, competencies and personal abilities, and its members enjoy the knowledge, skills and experience necessary to carry out their duties.



#### **4. OPERATION OF THE COMMITTEE**

The Sustainability, Health and Safety Committee meets as often as necessary, at the discretion of its Chair, who must call a meeting whenever the issuance of a report or the adoption of proposals is required, and in any case, whenever it is desirable for the proper development of its duties.

The Committee is validly quorate when the majority of its members are present, either in person or by proxy, and adopts its resolutions by the majority in attendance, whether in person or by proxy.

During financial year 2021, the Committee met on four occasions. Therefore, it has met with the frequency necessary for the correct performance of its functions.

With regard to the preparation and development of meetings, the Chair of the Committee calls the meetings with proper advance notice, except when, for reasons of urgency or timeliness, the meeting has been held on a universal basis, with all of its members attending all the meetings, either present or represented. In addition, the members of the Committee are provided with information on the matters to be dealt with prior to each meeting, encouraging their active participation and informed adoption of resolutions.

The secretary has drawn up the relevant minutes of all meetings held, reflecting in these the development, content, deliberations and resolutions adopted in the meetings. The minutes of the Committee are available to both its members and the members of the Board of Directors.

Therefore, the Committee exercises its functions independently and complies with the rules of operation established in the Articles of Association and the Rules of Procedure of the Board of Directors, organising itself in a correct and efficient manner for the performance of its duties.

#### **5. COMMITTEE WORK IN 2021**

At its meetings held during 2021, the Committee has addressed, inter alia, the following matters:

- Management of food safety policy, divided into the supplier, main kitchen, logistics and restaurant pillars.
- Review of KPI audits performed on suppliers and logistics.



- Implementation of new nutrition policies and advances, and the decision that the nutrition strategy be carried out by the nutrition monitoring expert, *Food Innovation Solutions*.
- Analysis of the waste management and environmental strategies of the restaurants of the group of companies to which the Company belongs (the “**Group**”). The global sustainability strategy was presented.
- Review of the health and safety policy at the workplace, and monitoring that all restaurants in the Group follow the safety measures to prevent accidents at work.
- The Board of Directors, at its meeting of 9 November, noted that certain matters relating to sustainability objectives and much of the content of the non-financial statement were the subject of analysis, deliberation and study within the so-called Health and Safety Committee, based on which it approved the change of name of the Committee to Sustainability, Health and Safety Committee, assigning to this Committee four areas of responsibility, in which it has already been working up to now: occupational safety, nutrition, food safety and sustainability, but including entirely in this last segment the supervision and monitoring of the process of preparing the Group's statement of non-financial information, entrusting the Audit and Risk Committee with this last-mentioned task. All this, without prejudice to the fact that the final proposal for the statement of non-financial information be communicated to the Audit and Risk Committee, so that the latter can submit to the Board of Directors its proposal for approval simultaneously with the proposal for approval of the annual accounts. The Board of Directors also approved that, to facilitate the whole process, the Sustainability, Health and Safety Committee should invite the members of the Audit and Risk Committee, who are not members of the former, to attend the meetings in which the preparation of the statement of non-financial information is reviewed. From that time on, the Sustainability, Health and Safety Committee has taken over the process of preparing the statement of non-financial information.

## **6. EVALUATION OF THE OPERATION AND PERFORMANCE OF THE SUSTAINABILITY, HEALTH AND SAFETY COMMITTEE. CONCLUSIONS**

The Board of Directors has evaluated the operation of the Sustainability, Health and



Safety Committee during financial year 2021, the degree of preparation and execution of the work entrusted to it by the Board, and the performance of its areas of responsibility and duties, and considers that the performance of the Committee has been satisfactory.

The independent evaluation of the Sustainability, Health and Safety Committee has not led to significant changes in its internal organisation and procedures.

The Committee trusts that the new organisational structure and changes in the organisation, evaluation and reporting systems will contribute to the better operation of the organisation and will benefit the business as well.

February 2022