

TELEPIZZA GROUP, S.A.

**BOARD OF DIRECTORS REPORT ABOUT THE PROPOSAL OF THE
APPOINTMENT OF NEW INDEPENDIENT MEMBER OF THE BOARD OF
DIRECTORS.**

MAY 2017

In accordance with the Art. 529 decies of the Corporate Law, the Board of Directors issue this reports as justification of the proposal of the appointment of the new independent member of the Board in order to submit to the Shareholder General Meeting Assembly to be held the next 21 st or 22nd of June 2017 (second call)

The Appointment and Retribution Committee proposed to the Board of Directors the appointment of Mr. Marcos de Quinto Romero as new independent member of the Board.

The Board of Directors in its meeting held on 27th of April 2017 has valued his profesional career and his wide experience in retail sector, deciding that his appointment and his incorporation to the Board shall add big value to the Company and therefore to accept the proposal to be submitted to the General Meeting.

Therefore the Board issue this report as it has been applied by the Appointment Committee and propose to the shareholder General Meeting the appointme as member of the Board of Mr. De Quinto Romero.

Madrid, 16th May de 2017.

Secretary of the Board of Directors.

D. Javier Gaspar Pardo de Andrade.