



**COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO**  
PUBLICLY-HELD COMPANY WITH AUTHORIZED CAPITAL  
CNPJ/MF Nº 47.508.411/0001-56  
NIRE 35.300.089.901

### **MATERIAL FACT**

Companhia Brasileira de Distribuição (“GPA”), in accordance with Law nº 6,404/76 and CVM Instruction nº 358/02, continuing the material fact disclosed on June 26, 2019, informs its shareholders and the market in general of the following.

On this date, the Board of Directors of GPA, based on the favorable recommendation from the special independent committee formed to analyze the transaction described in the material fact mentioned above (“Special Committee”) directed its operational subsidiary Sendas Distribuidora S.A. (“Sendas”) to approve the launch of an all-cash tender offer to acquire up to all of the shares of Almacenes Éxito S.A. (“Éxito”), a publicly-held company located in Colombia, for the price of 18,000 Colombian pesos for each Éxito share (which, on this date, is equivalent to approximately R\$21.20) (the “Tender Offer”).

The recommendation of the Special Committee and the approval of the Board of Directors take in consideration the proposal of Casino Guichard-Perrachon’s (“Casino”) to acquire Éxito’s indirect equity interest in GPA based on a price of R\$109.00 for each GPA share.

The authorization request for the Tender Offer before the Colombian Financial Superintendence shall be made if and after Éxito has granted the proper corporate approvals regarding the sale of its indirect equity interest in GPA.

Finally, the Board of Directors authorized the commencement of preparatory work with the objective of the migration of GPA to Novo Mercado, considering the conversion of all the preferred shares into common shares at a 1:1 ratio. A new Board of Director’s meeting shall be called in due time to approve the migration proposal.

GPA will keep the market and its shareholders informed about the existence of any new relevant facts related to this matter.

São Paulo, July 24th, 2019.

**Daniela Sabbag**  
Investor Relations Officer