

Eroski, S. Coop.
Barrio San Agustín
48230 Elorrio
Spain

COMPLIANCE CERTIFICATE

May 8th, 2024

Deutsche Trustee Company Limited
Winchester House
1 Great Winchester Street
London EC2N 2DB
United Kingdom
(as the “**Trustee**”)

Re: Compliance Certificate

To the addressees set forth above:

Reference is made to the indenture dated as of November 30, 2023 (the “**Indenture**”), by and among, *inter alios*, Eroski, S. Coop., a cooperative organized under the laws of Spain, (the “**Issuer**”), the Guarantors, (as defined therein), and the Trustee.

I, the undersigned, certify that I am the duly appointed Authorised Signatory of Eroski, S. Coop. in its capacity as Issuer, and I certify (on behalf of the Issuer, but not in my personal capacity) that, as such, I am authorized to execute this Officer’s Certificate on behalf of the Issuer pursuant to Section 4.03 of the Indenture, and **DO HEREBY FURTHER CERTIFY THAT:**

- (1) I have read the provisions of the Indenture, including those related to the covenants in Section Four and Section Five, as well as those relating to Events of Default in Section Six and the definitions relating thereto;
- (2) I am of the opinion that I have made such examinations or investigations as is necessary to enable me to express an informed opinion as to whether the covenants and conditions precedent provided for in the Indenture as they relate to the compliance of the Issuer with the obligations of the Indenture have been satisfied;




- (3) In the course of my performance of my duties as an officer of the Issuer, I would normally have knowledge of any Default; and
- (3) no Default occurred over the period between November 30, 2023 and the date hereof.

IN WITNESS WHEREOF, I have executed this Officer's Certificate as of the date first written above.

EROSKI, S. COOP.

By:


EROSKI S. COOP. SEDE SOCIAL
EROSKI KOOP. E. EGOITZA SOZIALA
B.º San Agustín, s/n.º
48230 ELORRIO (Bizkaia)
Name: José Muguruza Urrutia
Title: Chief Financial Officer