

Compliance Certificate

To: Noteholders

From: Italian Wine Brands S.p.A.

Date: 20/05/2022

RE: Italian Wine Brands S.p.A Up to Euro 130,000,000 Senior Unsecured Fixed Rate Notes due 13 May 2027 (ISIN XS2331288212 – Common Code: 233128821) (the “Bond”)

Dear Sirs,

We refer to the terms and conditions of the Bond (the “**Conditions**”). This is a Compliance Certificate pursuant to Condition 4 (b). Unless otherwise indicated, capitalised terms used in this Compliance Certificate have the meaning given to them in the Conditions.

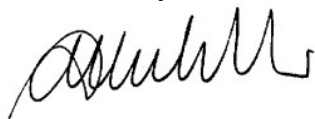
We confirm that as at the Reporting Date falling on 20/05/2022:

- (i) since the Issue Date, the Issuer and each of its Subsidiaries has been and is in compliance with Condition 4(a) (Covenants – Limitation on Indebtedness);
- (ii) as at the Certified Date falling on 31 December 2021: (x) we complied with our obligation under the Agency Agreement; and (y) no Event of Default or potential Event of Default existed nor had there existed since the Issue Date; and
- (iii) the **Consolidated Net Leverage Ratio** in respect of the Relevant Period ending on the Determination Date falling on 31 December 2021, is 2.58.

Pursuant to Condition 4 (b) we hereby also confirm that, for the purposes of calculating the Consolidated Net Leverage Ratio, the **Net Consolidated Financial Position of Operations of the Group** and the **Consolidated Adjusted EBITDA of the Group** in respect of the Relevant Period ending on the Determination Date falling on 31 December 2021 are equal to:

- (i) Net Consolidated Financial Position of Operations of the Group: Eu/000 107,977
- (ii) Consolidated Adjusted EBITDA of the Group: Eu/000 41,830

Yours faithfully,



By: Alessandro Mutinelli

ITALIAN WINE BRANDS