

OFFICER'S CERTIFICATE OF**PRO-GEST S.P.A.**

April 29, 2021

The Law Debenture Trust Corporation p.l.c.

Fifth Floor

100 Wood Street

London EC2V 7EX

Facsimile No.: +44 (0)20 7606 0643

Attention: The Manager, Commercial Trusts (Ref: TC 202238)

Re: Pro-Gest S.p.A. – €250,000,000 3.25% Senior Guaranteed Notes due 2024 (the “Notes”)*(Rule 144A Common Code: 173397330; Regulation S Common Code: 173395892; Rule 144A ISIN:**XS1733973306; Regulation S ISIN: XS1733958927)*

Reference is hereby made to the Indenture, dated as of December 14, 2017 (the “**Indenture**”), among Pro-Gest S.p.A., a joint-stock company (*società per azioni*) organized under the law of the Republic of Italy (the “**Issuer**”), certain subsidiaries of the Issuer from time to time party thereto, The Law Debenture Trust Corporation p.l.c., as Trustee and legal representative (*mandatario con rappresentanza*), common representative (*rappresentante comune*) of the Holders of the Notes and representative (*rappresentante*) of the Holders of the Notes (the “**Trustee**”), The Bank of New York Mellon, London Branch, as Principal Paying Agent and Transfer Agent and The Bank of New York Mellon SA/NV, Luxembourg Branch, as Registrar.

This certificate is being delivered pursuant to Section 4.3 of the Indenture.

Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Indenture.

PRO-GEST S.p.A.

Sede Legale e Amministrativa:

Via Castellana, 90 - 31036 OSPEDALETTO D'ISTRANA (TV)

Telefono 0422 730888 - Telefax 0422 730739

R.I. TV - C.F. e Part. IVA IT01222730267 - Cap. Soc. € 2.582.500,00 i.v.

R.E.A. TV 149598 - www.progestspa.com - E-mail: info@pro-gestspa.it

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I, the undersigned, Bruno Zago as Director and authorized signatory of the Issuer, have read the relevant covenants and, *inter alia*, Section 6.1 of the Indenture as required in order to be able to provide this certificate, and do hereby certify on behalf of the Issuer to the Trustee that:

- (i) an examination of the activities of the Issuer and its Subsidiaries during the fiscal year ended December 31, 2020 has been made under my supervision with a view to determining whether the Issuer have kept, observed, performed and fulfilled their obligations under the Indenture and that no Defaults or Events of Default have occurred;
- (ii) in my opinion, I have made such examination as is necessary to enable me to express an informed opinion in order to be able to provide this certificate;
- (iii) I do not know of any Default or Event of Default that occurred during the previous year (i.e. the fiscal year ended December 31, 2020).

(Signature page follows)



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IN WITNESS WHEREOF, the undersigned has executed this certificate on the date first written above:

PRO-GEST S.P.A.

as the Issuer

By: [SIGNED]

Name: BRUNO ZAGO

Title: Director