

## Notice and Officer's Certificate of Officine Maccaferri S.p.A.

Reference is made to Section 4.03 and Section 6.12 of the indenture, dated June 5, 2014 (the "*Indenture*"), among, *inter alios*, Officine Maccaferri S.p.A., as issuer (the "*Issuer*"), Deutsche Trustee Company Limited, as trustee, Deutsche Bank AG, London Branch, as paying agent, and Deutsche Bank Luxembourg S.A., as registrar and transfer agent related to the issuance and sale of €200,000,000 aggregate principal amount of the Issuer's 5.75% Senior Notes due 2021 (of which €190,000,000 remains outstanding). All capitalized terms used and not otherwise defined herein shall have the respective meanings set forth, in the Indenture.

I, Andrea Esposito, DO HEREBY CERTIFY THAT:

1. I am an Officer of the Issuer, and I am authorized to make, execute and deliver this Officer's Certificate.
2. I have read each covenant and condition of the Indenture relevant for this Officer's Certificate.
3. I have made such examination or investigation as was necessary to enable me to express an informed opinion as to whether or not each such covenant or condition has been complied with.
4. I have become aware of a Default under the Indenture as a result of the failure by the Issuer to comply with its obligation pursuant to Section 4.03(a)(i) of the Indenture to deliver to the Trustee the Issuer's annual report for the year ended December 31, 2018 and the report of the independent auditors thereon (the "**2018 Annual Report**") within 120 days after the end of the fiscal year ended December 31, 2018.
5. As of the date hereof, the Issuer has delivered the 2018 Annual Report and therefore the Default referred to in paragraph 4 is not continuing.

  
[Signature page follows]

E n g i n e e r i n g   a   B e t t e r   S o l u t i o n

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[www.maccaferri.com/it](http://www.maccaferri.com/it)



IN WITNESS WHEREOF, I have affixed my signature on this 28th day of May 2019.

OFFICINE MACCAFERRI S.p.A.

By: 

Name: Andrea Esposito

Title: CFO

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