

**COMPLIANCE CERTIFICATE**

To: Kroll Agency Services Limited as Agent

From: Arqiva Broadcast Parent Limited (the "Parent")

Dated: 21 September 2023

**Arqiva Financing No. 2 Limited – £500,000,000 Senior Facilities Agreement  
dated 19 August 2022 (the "Facilities Agreement")**

1. We refer to the Facilities Agreement. This is a Compliance Certificate. Terms defined in the Facilities Agreement have the same meaning when used in this Compliance Certificate unless given a different meaning in this Compliance Certificate.
2. We confirm that:
  - a. Historic Leverage for the relevant Test Period ending on (and including) 30 June 2023 was 4.30;
  - b. Historic Interest Cover for the relevant 12 month Test Period ending on (and including) 30 June 2023 was 1.88.
3. We confirm that no Default has occurred or is continuing.

Signed



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Director



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CFO

Signing without personal liability for and on behalf of

Arqiva Financing No 2 Limited (the **Borrower**)

## SCHEDULE 1

### Compliance Certificate ratio computations

Junior Group Covenant Compliance Certificate (Financial Covenants) Calculations	
<b>Leverage</b>	
Calculation Period - 12 months to 30 June 2023	12 month backward £'000
Total Net Debt	1,452,023
EBITDA for Test Period	337,925
Leverage - Actual	4.30
Leverage - Covenant	5.90
Compliance with Leverage Covenant	Compliant
<b>Interest Cover Ratio</b>	
Calculation Period - 12 months to 30 June 2023	6 month backward £'000
Adjusted EBITDA for Test period	88,001
Finance charges	46,705
Interest Cover Ratio - Actual	1.88
Interest Cover Ratio - Covenant	1.10
Compliance with Interest Cover Ratio Covenant	Compliant