

LETTER FOR NOMINATION AND ACCEPTANCE AS INDEPENDENT MEMBER

Envigado, March 12, 2019

To

ALMACENES ÉXITO S.A.

Carrera 48 # 32 B Sur 139

Envigado – Antioquia

Reference: Acceptance of nomination as Independent Member to the Board of Directors and certification of independence.

This is to confirm that in compliance with the requirements of Decree 3923 of 2006, I accept the inclusion of my name in the list of candidates to conform the Board of Directors during the 2019-2021 period as well as the submission for consideration before the General Shareholders' Meeting of Almacenes Éxito S.A. ("Exito" or the "Company") in its ordinary meeting to be held on March 27, 2019. In addition, I certify:

1. That I comply with the independence requirements set forth in Law 964 of 2005 and in the Code of Corporate Governance of the Company to be an Independent Member of Almacenes Éxito SA, its controlling or significant shareholders and their related parties, national or foreign, and of the Pension Fund Management Companies.
2. That, excluding being a member of the Board of Directors, I have not been an employee or director of the Company or any of its subsidiaries, subsidiaries or related domestic parties and abroad, controlling or significant shareholders, understood by those whom have had such quality during the three years immediately preceding.
3. That I am not a shareholder or representative of a shareholder, who directly or through any agreement, directs, guides or controls the majority of the voting rights of the Company, or that determines the majority composition of the administrative management or controlling bodies.
4. That I am not a member or employee of associations or companies that sell products or provide advisory or consulting services to the Company or to the companies that belong to the same economic group of the Company, and whose income represents twenty percent (20%) or more of their operating income.
5. That I am not an employee or manager of a foundation, association or company that receives important donations from the Company, understanding as such, those that represent more than ten percent (10%) of the total of donations received by the respective institution.

6. That I am not a Manager of an entity, which Board of Directors includes a member or candidate for a member of the Board of Directors or Senior Management of the Company.
7. That I do not receive or will receive any compensation from the Company other than the fees as a member to the Board of Directors or its Committees.
8. That from the knowledge of the presentation of a takeover bid or other relevant transactions, such as mergers or divisions, I will not negotiate, directly or indirectly through interposed person, shares of the Company, until they are disclosed to the Market.
9. That I am not in a potential conflict of interest with Almacenes Éxito S.A, its main shareholders and its subsidiaries. Following the procedure established for this, I have already declared the potential conflicts that I have had knowledge of.
10. That I will give strict compliance to the Corporate Bylaws, Corporate Governance Code, General Shareholders' Meeting Regulations, and other policies, procedures and internal rules of the Company.
11. That I have sufficient time to attend and exercise an active participation in the meetings of the Board of Directors, as well as to carry out the induction program programmed by the Company's Administration.

Finally, in the event that the General Shareholders' Meeting approves my appointment, I indicate in advance my acceptance of the position as member to the Board of Directors of the Company for the period 2019-2021.

Sincerely,

FELIPE AYERBE MUÑOZ
I.D. 14.973.153

SIGNED