

ALBERTSONS COMPANIES, INC.
COMPENSATION COMMITTEE CHARTER

PURPOSE

The purpose of the Compensation Committee (the "Committee") of Albertsons Companies, Inc. is to assist the Board of Directors (the "Board") in its review and determination of executive compensation, including to (1) determine and approve the compensation of the Chief Executive Officer, and review and approve the compensation of all other executive officers of Albertsons Companies, Inc., (2) review, establish and modify compensation, benefits and incentive plans, programs and policies applicable to executive officers of Albertsons Companies, Inc. and its subsidiaries (collectively, the "Company"), (3) review, establish and modify any equity-based plans that are subject to the approval of the Board, (4) review and approve compensation and awards under compensation and incentive plans and programs for executive officers of the Company, (5) review and make recommendations to the Board with respect to various benefits and other compensation programs, packages and policies as appropriate, (6) administer the equity compensation plans as designated by the Board, and (7) monitor succession plans relating to positions held by executive officers and other senior management of the Company.

MEMBERSHIP

The Committee will consist of at least three (3) members of the Board, one of whom shall act as Chair and be designated as such by the Board. The members of the Committee will be appointed by and will serve at the discretion of the Board and may be removed from the Committee at any time with or without cause. Each Committee member shall have experience in setting or reviewing compensation policies and practices. Each Committee member shall satisfy the independence requirements of the New York Stock Exchange ("NYSE") as well as the Company's director independence standards, but shall not be required to do so for as long as the Company is a "controlled company" as defined in Section 303A of the NYSE Listed Company Manual (the "Listed Company Manual") or as permitted by any applicable transition period. At least two (2) Committee members shall qualify as a "non-employee director" within the meaning of Rule 16b-3 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). In addition, at least two (2) of the Committee members shall qualify as "outside directors" under the regulations promulgated under Section 162(m) of the Internal Revenue Code of 1986, as amended.

MEETINGS

The Committee will meet at least two (2) times per year and at such other times as it deems necessary to fulfill its responsibilities. The Committee will report regularly to the Board with respect to its activities and make recommendations to the Board as appropriate. The Committee will maintain minutes of its meetings and records relating to those meetings.

RESPONSIBILITIES

The Committee shall:

1. Periodically review the Company's overall compensation philosophy and evaluate its programs and policies to ensure that the compensation payable to the Company's executive officers is set at overall competitive pay levels that attract, retain and appropriately reward performance and create proper incentives that are aligned with the long-term interests of the Company's stockholders.
2. Review and approve annually the corporate goals and objectives applicable to the compensation of the Chief Executive Officer (the "CEO"), conduct and review with the Board an annual evaluation of the performance of the CEO in light of those goals and objectives, and determine and approve the CEO's compensation level based on this evaluation. In evaluating and determining CEO compensation, the Committee shall consider the results of the most recent stockholder advisory vote on executive compensation ("Say on Pay Vote") required by Section 14A of the Exchange Act.
3. Review and approve periodically the compensation (including salaries, target bonus percentages, incentives, equity and perquisites) of all other executive officers of the Company. The Committee will coordinate, and review with the CEO, the Board's annual review of the performance of other executive officers. In evaluating and determining executive compensation, the Committee shall consider the results of the most recent Say on Pay Vote.
4. Review periodically and make recommendations to the Board regarding the compensation of the Board and Board committee members.
5. Review periodically, and as appropriate approve, compensation, incentive, severance, change of control, perquisite and other benefits policies and programs applicable to the Company's executive officers and as appropriate, adopt, amend and terminate such plans. In reviewing and approving incentive compensation plans and equity-based plans, including whether to adopt, amend or terminate any such policies and programs, the Committee shall consider the results of the most recent Say on Pay Vote.
6. Administer the Company's various incentive plans, stock plans and equity arrangements that may be adopted by the Company from time to time, with such authority and powers as are set forth in the respective plans' instruments, including but not limited to establishing performance metrics, determining incentive payouts and the granting of equity awards to employees and executive officers, in each case subject to all applicable policies adopted by the Board.
7. Review for approval or disapproval special hiring or termination packages for executive officers of the Company and, to the extent it deems necessary, advise the Board regarding the same.
8. To the extent it deems necessary, recommend to the Board the establishment or modification of employee stock-based plans for the Company.
9. To the extent it deems necessary, review and advise the Board regarding other compensation plans.
10. Review and discuss with management the Company's Compensation Discussion and Analysis ("CD&A") and the related executive compensation information, recommend to the Board that the CD&A and related executive compensation information be included in the Company's annual report on Form 10-K and proxy statement, and produce the Committee report on executive officer compensation required to be included in the Company's proxy statement or annual report on Form 10-K.

11. Review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking, review and discuss at least annually the relationship between risk management policies and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk.
12. Review and recommend to the Board for approval the frequency with which the Company will conduct Say on Pay Votes, taking into account the results of the most recent stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Exchange Act, and review and approve the proposals regarding the Say on Pay Vote, the frequency of the Say on Pay Vote and other executive compensation matters to be included in the Company's proxy statement.
13. Review periodically the succession plans relating to positions held by executive officers and other senior management of the Company and major organizational or structural changes.
14. Review the administration and operation of the Company's retirement and welfare plans by the internal Benefits Plan Committee (or any successor thereto). Such review is not intended to appoint, delegate or convey to the Committee any fiduciary duty or responsibility for the acts or omissions of any Company plan fiduciary.
15. Periodically review management's culture, diversity and inclusion policies and initiatives and assist the Board in its oversight of the development, implementation and effectiveness of the Company's human capital management, including policies and strategies regarding recruiting, retention, career development, opportunity and advancement and employment practices.
16. At least annually, review and evaluate the Committee's performance.

Approved and adopted by the Board on the 10th day of May 2023.