

ACCEPTANCE FORM TO THE MANDATORY TOTAL TENDER OFFER

pursuant to articles 102 and 106, paragraph 1 of Legislative Decree 24 February 1998 no. 51, as subsequently amended and supplemented (the Offer) promoted by Overlord Bidco S.p.A. (the Offeror) on the maximum no. 37,912,116 ordinary shares of the Company Oe Shaping the Future S.p.A. (the Issuer)

Dear Appointed Intermediary The undersigned (name, surname or company name) _____ born _____ on _____ Tax Code/VAT number _____ citizenship/nationality _____ resident/registered office on _____ province _____ Address _____ Postcode _____ is holder of no. _____ ordinary shares ("Shares") of the Issuer, with no indication of nominal value, regular dividend, entitlement and freely transferable of which it guarantees the legitimate and full ownership and availability, as well as the absence of charges and constraints of any kind and nature, whether real, obligatory or personal.

Whereas, capitalized terms not otherwise defined in this Acceptance Form have the same meaning as in the offer document prepared for the purposes of the Offer (the "Offer Document"),

DECLARE

- that I have read and understood all the conditions, terms and procedures of this Offer as set out in the Offer Document made available to the public at the registered office of the Offeror (Milan, Viale Bianca Maria no. 25), of the Intermediary in Charge of Coordinating the Collection of Acceptances (Milan, Via Turati no. 9) as indicated in the Offer Document and available on the Issuer's website (www.be-tse.it), on the website of Engineering Ingegneria Informatica S.p.A. (www.eng.it) and on the website of the Global Information Agent of the Offer (www.morrowsodali-transactions.com);
that I accept, as of now, the reversal of the transaction if irregularities are found in the data contained in this Acceptance Form as a result of the verifications and controls following the delivery of the Shares;
that I am aware that the Offer is addressed on equal terms to all the holders of the Shares but is promoted exclusively in Italy, as the shares are traded only on the Euronext Milan, STAR segment, organized and managed by Borsa Italiana S.p.A. and has not been, nor will be promoted or disseminated in the United States of America, Canada, Japan and Australia, as well as in any other country in which such Offer is not permitted in the absence of authorisation by the competent authority or other fulfilment by the Offeror (jointly, the "Excluded Countries") (for further information, please refer to Section F, Paragraph F.4, of the Offer Document);
that I have not received and/or sent copies or originals of this Acceptance Form, of the Offer Document and/or of any document relating to the Offer from or in Excluded Countries where the Offer is not permitted in the absence of authorisation by the competent authorities and that I have not otherwise used, directly or indirectly the postal services and/or any other means or instrument (including, without limitation, the postal network, fax, telex, mail, telephone and internet, and/or any other means or medium of information technology) of national or international commerce, or the services of any regulated market of the Excluded Countries; and
that I am outside the Excluded Countries where the Offer is not permitted in absence of authorisation by the competent authorities when this Acceptance Form is delivered or signed.

ADHERE

irrevocably and unconditionally to this Offer for no. _____ Shares that: _____ in the name of _____ will be transferred to the aforementioned account as a result of a stock exchange settlement; are deposited with you, concurrently with signing of this Acceptance Form; shall be transferred to/deposited with you in a timely manner, by under the appointment expressly accepted hereinbelow by the Depository Intermediary of the Shares subject to this Acceptance Form.

CONSENT

as of now the transfer to the Offeror of the Shares placed in the above mentioned temporary account, granting you an irrevocable mandate to perform, directly or indirectly, in the name and on behalf of the undersigned all the necessary formalities for the transfer of the Shares to the Offeror. All of the above will be done against payment of the Consideration on the Date of Payment or on the Date of Payment after the Reopening of the Terms as defined in the Offer Document and as better specified therein.

ACKNOWLEDGE

- 1) that is provided in the Offer Document that the payment of the Consideration, as defined below, shall be made in cash as better described in Section E.1 of the Offer Document and with the modalities indicated in Section F of the Offer Document;
that my acceptance of the Offer is irrevocable, without prejudice to the possibility of adhering to any competing offers, pursuant to applicable laws and regulations;
that the Offer as mandatory is not subject to any condition of effectiveness;
I D that the consideration for each Share tendered to the Offer will be equal to Euro 3.45 (the "Consideration");
I D that the Consideration is intended net of stamp duty, expenses, fees, commissions that will be borne by the Offeror, while ordinary tax or substitute tax on capital gains, if due, will be borne by the Adherents to the Offer and no interest will be paid on the Consideration for each Share tendered to the Offer between the date of the acceptance of the Offer and the Date of Payment or the Date of Payment after the Reopening of the Terms (as the case may be);
I D that the Offeror shall be liable for the payment of the Consideration for each Share tendered to the Offer, while ordinary tax or substitute tax on capital gains, if due, will be borne by the Adherents to the Offer and no interest will be paid on the Consideration for each Share tendered to the Offer between the date of the acceptance of the Offer and the Date of Payment or the Date of Payment after the Reopening of the Terms (as the case may be).

AUTHORISE

the registration of the above Shares in a temporary account set up with you for the purposes of this Offer and authorise this Appointed Intermediary to settle or arrange payment by: transfer to bank account no. _____ IBAN _____ bank _____ in name of _____ non-transferable cashier's cheque made out to _____ the amount of Euro _____ representing the Consideration due for the Shares tendered to be sent to _____.

Pursuant to article 13 of the Regulation (EU) 2016/679, we inform you that the personal data provided by signing this Acceptance Form will be processed, including through the use of information and computer systems, for the needs directly related and/or instrumental to the Offer (collection of tenders, verification of their regularity and allocation). With regard to the aforementioned processing, the interested party may exercise all the rights provided for by the applicable law, including those to (i) obtain from the data controller confirmation of the existence of their personal data, (ii) obtain knowledge of the origin of the data as well as the logic and purposes of the processing, (iii) obtain the identification details of the data controller and data processors, (iv) know the subjects or categories of subjects to whom the personal data may be communicated or who may become aware of them in his/her capacity as designated representative in the territory of the State, as managers or appointees, (v) obtain the deletion, transformation into anonymous form or blocking of data in violation of law, as well as the updating, rectification or, if there is interest, the integration of data and (vi) object to the processing in whole or in part, for legitimate reasons. For this purpose, the interested party may lodge a complaint with the supervisory authority, where provided for by the applicable regulation, and object to the processing on the basis of grounds relating to his/her particular situation. The personal data will be processed, in their capacity as independent data controllers, each for the purposes connected and instrumental to their role in the transaction, by the Intermediary in Charge of Coordinating the Collection of Acceptances, the Offeror, the Appointed Intermediaries, the Depository Intermediaries and by companies or employees selected by them to perform the technical or support activities necessary for the transaction, to whom the personal data may be communicated. Such persons will act as data processors, whose contact details, as well as those of the data controllers, may be obtained by directly contacting the Intermediary in Charge of Coordinating the Collection of Acceptances, the Offeror, the Appointed Intermediaries and the Depository Intermediaries (who may also be requested to obtain the contact details of their respective data processors, if any).

Date _____ (signature of the Adherent or of his/her/its representative) _____ (stamp and signature of the Appointed Intermediary)

THE DEPOSITORY INTERMEDIARY with whom this Acceptance Form is filed declares at the time of its submission by the Adherent and under its own responsibility:

- a) to be the depository of the aforesaid Shares subject of this Acceptance Form;
b) to carry out the necessary formalities for the transfer of the Shares to the said Appointed Intermediary exclusively through Monte Titoli S.p.A., by and no later than the end of the Acceptance Period, or by and no later than the final date of the Reopening of the Terms of the Offer, if any.

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that I am aware that the Offer is addressed on equal terms to all the holders of the Shares but is promoted exclusively in Italy, as the shares are traded only on the Euronext Milan, STAR segment, organized and managed by Borsa Italiana S.p.A. and has not been, nor will be promoted or disseminated in the United States of America, Canada, Japan and Australia, as well as in any other country in which such Offer is not permitted in the absence of authorisation by the competent authority or other fulfilment by the Offeror (jointly, the "Excluded Countries") (for further information, please refer to Section F, Paragraph F.4, of the Offer Document);
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that my acceptance of the Offer is irrevocable, without prejudice to the possibility of adhering to any competing offers, pursuant to applicable laws and regulations;
that the Offer as mandatory is not subject to any condition of effectiveness;
I D that the consideration for each Share tendered to the Offer will be equal to Euro 3.45 (the "Consideration");
I D that the Consideration is intended net of stamp duty, expenses, fees, commissions that will be borne by the Offeror, while ordinary tax or substitute tax on capital gains, if due, will be borne by the Adherents to the Offer and no interest will be paid on the Consideration for each Share tendered to the Offer between the date of the acceptance of the Offer and the Date of Payment or the Date of Payment after the Reopening of the Terms (as the case may be);
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AUTHORISE

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Date _____ (signature of the Adherent or of his/her/its representative) _____ (stamp and signature of the Appointed Intermediary)

THE DEPOSITARY INTERMEDIARY with whom this Acceptance Form is filed declares at the time of its submission by the Adherent and under its own responsibility:

- a) to be the depository of the aforesaid Shares subject of this Acceptance Form;
b) to carry out the necessary formalities for the transfer of the Shares to the said Appointed Intermediary exclusively through Monte Titoli S.p.A., by and no later than the end of the Acceptance Period, or by and no later than the final date of the Reopening of the Terms of the Offer, if any.

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Dear Appointed Intermediary
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that I am aware that the Offer is addressed on equal terms to all the holders of the Shares but is promoted exclusively in Italy, as the shares are traded only on the Euronext Milan, STAR segment, organized and managed by Borsa Italiana S.p.A. and has not been, nor will be promoted or disseminated in the United States of America, Canada, Japan and Australia, as well as in any other country in which such Offer is not permitted in the absence of authorisation by the competent authority or other fulfilment by the Offeror (jointly, the "Excluded Countries") (for further information, please refer to Section F, Paragraph F.4, of the Offer Document);
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CONSENT

as of now the transfer to the Offeror of the Shares placed in the above mentioned temporary account, granting you an irrevocable mandate to perform, directly or indirectly, in the name and on behalf of the undersigned all the necessary formalities for the transfer of the Shares to the Offeror. All of the above will be done against payment of the Consideration on the Date of Payment or on the Date of Payment after the Reopening of the Terms as defined in the Offer Document and as better specified therein.

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that my acceptance of the Offer is irrevocable, without prejudice to the possibility of adhering to any competing offers, pursuant to applicable laws and regulations;
that the Offer as mandatory is not subject to any condition of effectiveness;
I D that the consideration for each Share tendered to the Offer will be equal to Euro 3.45 (the "Consideration");
I D that the Consideration is intended net of stamp duty, expenses, fees, commissions that will be borne by the Offeror, while ordinary tax or substitute tax on capital gains, if due, will be borne by the Adherents to the Offer and no interest will be paid on the Consideration for each Share tendered to the Offer between the date of the acceptance of the Offer and the Date of Payment or the Date of Payment after the Reopening of the Terms (as the case may be);
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THE DEPOSITARY INTERMEDIARY with whom this Acceptance Form is filed declares at the time of its submission by the Adherent and under its own responsibility:

- a) to be the depository of the aforesaid Shares subject of this Acceptance Form;
b) to carry out the necessary formalities for the transfer of the Shares to the said Appointed Intermediary exclusively through Monte Titoli S.p.A., by and no later than the end of the Acceptance Period, or by and no later than the final date of the Reopening of the Terms of the Offer, if any.

(stamp and signature of the Depository Intermediary)