

**REQUEST FOR SALE  
PROCEDURE TO COMPLY WITH THE OBLIGATION TO PURCHASE**

pursuant to Article 108, paragraph 2, of Legislative Decree no. 58 of 24 February 1998 (“CFA”), as amended and supplemented (the “**Procedure**”),  
promoted by Dufry AG (the “**Offeror**”)  
for up to 21,159,960 outstanding ordinary shares of Autogrill S.p.A. (the “**Issuer**”)

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| To the Responsible Intermediary _____  |   |
| I, the undersigned ( <i>name or corporate name</i> ) _____ born in _____ on _____ tax code/VAT number _____ citizenship/nationality _____ resident in/with registered office at _____ Address _____ postal code _____ owner of No. _____ ordinary shares of the Issuer (the “ <b>Remaining Shares</b> ”), without nominal value, with regular dividend entitlement and freely transferable, of which I hereby represent that they are legitimately, exclusively and fully in my property and at my disposal as well as free of liens and encumbrances of any type and nature, whether <i>in rem</i> or personal;   |   |
| acknowledged that capitalized terms not otherwise defined in this request for sale (the “ <b>Request for Sale</b> ”) have the same meaning ascribed to them in the offer document approved by Consob with resolution no. 22661 of 5 April 2023 and published on 11 April 2023 (the “ <b>Offer Document</b> ”), as well as in the press release on the final results of the Offer after completion of the Reopening of the Tender Period published by the Offeror on 7 June 2023 and the additional press releases published by the Offeror in connection with the procedure to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Press Releases on the Procedure</b> ”), which are made available to the public on the Offeror’s website ( <a href="http://www.dufry.com">www.dufry.com</a> ), the Offeror’s website dedicated to the Offer ( <a href="http://www.opa-autogrill.com">www.opa-autogrill.com</a> ) and on the Global Information Agent’s website ( <a href="http://www.morrowsodali-transactions.com">www.morrowsodali-transactions.com</a> ); |   |
| <b>REPRESENT</b>   | to be aware of all the conditions, terms and modalities of this Procedure carried out by the Offeror to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Obligation to Purchase</b> ”) (including the amount, nature and modalities for the determination of the consideration offered in the Procedure for each Remaining Share), as set out in the Offer Document and in the Press Releases on the Procedure.  |
| <b>REQUEST</b>   | irrevocably, pursuant to Article 108, paragraph 2, of the CFA, the Offeror to purchase under the Procedure the No. _____ Remaining Shares that:<br><input type="checkbox"/> are already deposited with you in the securities account No. _____ under the name of _____;<br><input type="checkbox"/> will be transferred in the above-mentioned account following settlement by stock exchange;<br><input type="checkbox"/> will be deposited with you simultaneously with the signing of this Request for Sale;<br><input type="checkbox"/> will be timely transferred to you/deposited with you by virtue of the mandate expressly accepted at the end of this Request for Sale by the Depository Intermediary of the Remaining Shares indicated above.  |
| <b>AUTHORISE</b>   | the placing of the Remaining Shares indicated above in a temporary account at your bank set up solely for the purpose of this Procedure, where applicable.  |
| <b>AGREE</b>   | henceforth with the transfer to the Offeror of the Remaining Shares placed into the said 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 in connection with the transfer of the Remaining Shares to the Offeror, against the delivery of the Share Consideration or the Cash Alternative Consideration on the Payment Date of the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, as defined in the Offer Document and in the Press Releases on the Procedure and as better specified therein.   |
| <b>DECLARE</b>   | <ul style="list-style-type: none"> <li>– to accept henceforth the cancellation of the transaction in the event that irregularities are found in the data contained in this Request for Sale following the checks and controls performed after the delivery of the Remaining Shares;</li> <li>– to be aware that, in consideration of the fact that the Remaining Shares are subject to the dematerialization regime provided for by Articles 83-<i>bis</i> et <i>seq.</i> of the CFA, and by the Regulation adopted by CONSOB and Banca d’Italia Resolution of 22 February 2008, as subsequently amended and supplemented, the execution of the Request for Sale also constitutes an irrevocable mandate and instruction given to the Responsible Intermediary (or to the relevant Depository Intermediary with which the Remaining Shares are deposited on securities account), to transfer the Remaining Shares on deposit with such intermediaries in favour of the Offeror.</li> </ul>  |
| <b>ACKNOWLEDGE</b>   | <ol style="list-style-type: none"> <li>1. that the request within the Procedure is irrevocable;</li> <li>2. that the period for the submission of the Requests for Sale started at 8:30 a.m., Italian time, on 12 June 2023 and will end at 5:30 p.m., Italian time, on 30 June 2023 (first and last day included), subject to extensions (the “<b>Period for the Submission of the Requests for Sale</b>”);</li> <li>3. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, pursuant to Art. 108, Paragraphs 3 and 5, of the CFA, will consist of either shares of the Offeror or a cash amount, the choice of which is up to the discretion of each requesting shareholder within the Procedure, and namely: <ol style="list-style-type: none"> <li>a. 0.1583 newly issued shares of the Offeror for each Remaining Share tendered within the Procedure (the “<b>Share Consideration</b>”), or</li> <li>b. a cash amount of Euro 6.33 for each Remaining Share tendered within the Procedure (the “<b>Cash Alternative Consideration</b>”), in the event that the requesting shareholder within the Procedure elects to receive the Cash Alternative Consideration;</li> </ol> </li> <li>4. the choice of the Cash Alternative Consideration in lieu of the Share Consideration is irrevocable and can only be made (i) at the same time as requesting within the Procedure and, therefore, by the submission of this Request for Sale and (ii) with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered; therefore, in case the requesting shareholders within the Procedure do not make an express choice, the Share Consideration will be paid;</li> <li>5. that, if the result of the assignment of the Share Consideration is not a whole number, the requesting shareholders will be entitled to receive the Cash Amount of the Fractional Part and that if a requesting shareholder tenders within the Procedure a number of Remaining Shares lower than 7, such requesting shareholder will be entitled to receive only the Cash Amount of the Fractional Part, as defined and indicated in the Press Releases on the Procedure;</li> <li>6. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA will be paid, as indicated in the Press Releases on the Procedure, subject to potential extensions or amendments of the Procedure with the manners and terms made public pursuant to the applicable law, on the fifth Trading Day following the end of the Period for the Submission of the Requests for Sale (<i>i.e.</i> 7 July 2023). Such payment is subject to the completion of the formalities necessary to transfer the Remaining Shares to the Offeror;</li> <li>7. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA is intended to be net of any Italian stamp duty, registration tax or financial transaction tax, to the extent due, and of fees, commissions, and expenses, which will be borne by the Offeror, while any income, withholding or substitute tax on capital gains, if due, will be borne by the shareholders requesting within the Procedure;</li> <li>8. that the shareholders requesting within the Procedure bear the entire risk of the Depository Intermediaries’ failing to deliver the Requests for Sale and failing to deposit the Remaining Shares with the Intermediary Responsible for Coordinating the Collection of Tenders by the last valid day of the Period for the Submission of the Requests for Sale and the risk that the Responsible Intermediaries or the Depository Intermediaries fail to transfer the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA or the Cash Amount of the Fractional Part to those entitled to receive it or delay such transfer.</li> </ol> |
| <b>DELEGATES</b>   | irrevocably the Intermediary Responsible for Coordinating the Collection of Tenders, in the case of payment of the Share Consideration, to sell on the SIX Swiss Exchange, in the name and on behalf of the undersigned, any Fractional Part he/she would be entitled to, equal to No. _____ shares of the Offeror, deriving from the exchange against the Issuer’s Remaining Shares pursuant to the Press Releases on the Procedure, paying to the undersigned through this Responsible Intermediary, the Cash Amount of the Fractional Part (determined based on the methods set forth under the Press Releases on the Procedure and as defined therein) on the following terms.  |
| <b>AUTHORISE</b>   | <b>SHARE CONSIDERATION</b>  |
|  | the Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered within this Procedure, to:<br><input type="checkbox"/> settle, directly or indirectly, the payment of the Share Consideration through the deposit of No. _____ shares of the Offeror due to the undersigned based on No. <b>0.1583</b> ordinary shares of the Offeror for each Remaining Share of the Issuer, through the registration, in  |

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|                  | <p>dematerialized form, in the securities account No. _____, at _____ under the name of _____;</p> <p><input type="checkbox"/> inform the Intermediary Responsible for Coordinating the Collection of Tenders of the Fractional Part due to the undersigned for the exchange with the Issuer's Remaining Shares, equal to No. _____ shares of the Offeror, paying, directly or indirectly, the Cash Amount of the Fractional Part:</p> <p>1. through transfer on the bank account No. _____ under the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____.</p>   |
|                  | <b>Or, alternatively,</b>  |
| <b>AUTHORISE</b> | <p style="text-align: center;"><b>CASH ALTERNATIVE CONSIDERATION</b></p> <p>The Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered in requesting within the Procedure, to:</p> <p><input type="checkbox"/> settle, directly or indirectly, the payment of the Cash Alternative Consideration by:</p> <p>1. crediting the bank account no. _____ in the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____</p> <p>for the amount of Euro _____ representing the total Cash Alternative Consideration due for the Remaining Shares tendered within the Procedure.</p>  |
| <b>DECLARE</b>   | <p>a) to be aware that the Procedure is being launched exclusively in Italy as the Remaining Shares are listed only on Euronext Milan, and it is addressed, without distinction and on equal terms, to all holders of the Issuers' outstanding ordinary shares;</p> <p>b) to be aware that the Procedure has not been and will not be made in or into the United States, Canada, Japan, Australia and in any other jurisdictions where making the Procedure or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such countries, including the United States, Canada, Japan and Australia, the "Excluded Countries"), except as indicated in the Press Releases on the Procedure with reference to the Obligation to Purchase through the U.S. Private Placement, as defined therein; and</p> <p>c) to (i) (A) have not received and/or sent copies or originals of this Request for Sale, the Offer Document and/or any document or information relating to the Procedure, including the Exemption Document and the Press Releases on the Procedure, from or to the Excluded Countries and to have not otherwise used in connection with the Procedure, directly or indirectly, national or international instruments of communication or commerce of any of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and Internet, and/or any other electronic medium), or any structure of any of the Excluded Countries' financial intermediaries and (B) be outside of the Excluded Countries at the time of the delivery or execution of this Request for Sale; or (ii) be a "qualified institutional buyer", as defined in Rule 144A of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), located in the United States and tendering within the Procedure the Remaining Shares through the Obligation to Purchase through the U.S. Private Placement, and to have executed and delivered a statement in English (the "Investor Letter") addressed to the Offeror, in accordance with the form made available to the Offeror.</p> |

*Pursuant to article 13 of the General Data Protection Regulation (EU) 2016/679 (the "GDPR"), the shareholders tendering within the Procedure are informed that the personal data provided in this request for sale will be processed, including through the use of information and computer systems, solely for the purposes directly related and instrumental to the Procedure (e.g. collection of the requests for sale, control of their correctness and payment of the consideration), which is the legal basis for processing such data. The provision of personal data is necessary to perform the obligations under this Request for Sale and, therefore, any refusal to provide in whole or in part the said personal data will result in the impossibility to tendering in the Procedure. The personal data will be processed, in their role as separate and independent Data Controllers and solely for the purposes related and instrumental to each of their roles in this transaction, by the Responsible Intermediaries, the Intermediary Responsible for Coordinating the Collection of Tenders (UniCredit Bank AG, Milan Branch), the Offeror, the Depository Intermediaries as well as by the companies appointed by such data controllers to perform functional or supporting activities necessary to the transaction. With reference to the above-mentioned processing, the person providing the data may exercise any right specifically attributed by GDPR under the terms set forth in the privacy section made available on the channels of the Data Controllers (for UniCredit Bank AG-Milan Branch please refer to the website [www.ib-italy.unicreditgroup.eu](http://www.ib-italy.unicreditgroup.eu)).*

Place \_\_\_\_\_, Date \_\_\_\_\_

\_\_\_\_\_  
The requesting shareholder (or is/her representative)

\_\_\_\_\_  
Stamp and signature of the Responsible Intermediary

The DEPOSITORY INTERMEDIARY receiving this Request for Sale represents, at the time of presentation by the requesting shareholder (or his/her/its representative) and under its own responsibility:

- a) to be the depository of the abovementioned Remaining Shares owned by the requesting shareholder;
- b) to perform the formalities necessary for the transfer of the Remaining Shares to this Responsible Intermediary exclusively through Monte Titoli S.p.A., within and no later than the end of the Period for the Submission of the Requests for Sale (as potentially extended).

\_\_\_\_\_  
Stamp and signature of the Depository Intermediary

**REQUEST FOR SALE  
PROCEDURE TO COMPLY WITH THE OBLIGATION TO PURCHASE**

pursuant to Article 108, paragraph 2, of Legislative Decree no. 58 of 24 February 1998 ("CFA"), as amended and supplemented (the "Procedure"),  
promoted by Dufry AG (the "Offeror")  
for up to 21,159,960 outstanding ordinary shares of Autogrill S.p.A. (the "Issuer")

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|---|--|
| To the Responsible Intermediary _____   |  |
| I, the undersigned ( <i>name or corporate name</i> ) _____ born in _____ on _____ tax code/VAT number _____ citizenship/nationality _____ resident in/with registered office at _____ Address _____ postal code _____ owner of No. _____ ordinary shares of the Issuer (the "Remaining Shares"), without nominal value, with regular dividend entitlement and freely transferable, of which I hereby represent that they are legitimately, exclusively and fully in my property and at my disposal as well as free of liens and encumbrances of any type and nature, whether <i>in rem</i> or personal;   |  |
| acknowledged that capitalized terms not otherwise defined in this request for sale (the "Request for Sale") have the same meaning ascribed to them in the offer document approved by Consob with resolution no. 22661 of 5 April 2023 and published on 11 April 2023 (the "Offer Document"), as well as in the press release on the final results of the Offer after completion of the Reopening of the Tender Period published by the Offeror on 7 June 2023 and the additional press releases published by the Offeror in connection with the procedure to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the "Press Releases on the Procedure"), which are made available to the public on the Offeror's website ( <a href="http://www.dufry.com">www.dufry.com</a> ), the Offeror's website dedicated to the Offer ( <a href="http://www.opa-autogrill.com">www.opa-autogrill.com</a> ) and on the Global Information Agent's website ( <a href="http://www.morrowsodali-transactions.com">www.morrowsodali-transactions.com</a> ); |  |
| <b>REPRESENT</b>  | to be aware of all the conditions, terms and modalities of this Procedure carried out by the Offeror to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the "Obligation to Purchase") (including the amount, nature and modalities for the determination of the consideration offered in the Procedure for each Remaining Share), as set out in the Offer Document and in the Press Releases on the Procedure.  |
| <b>REQUEST</b>  | irrevocably, pursuant to Article 108, paragraph 2, of the CFA, the Offeror to purchase under the Procedure the No. _____ Remaining Shares that:<br><input type="checkbox"/> are already deposited with you in the securities account No. _____ under the name of _____;<br><input type="checkbox"/> will be transferred in the above-mentioned account following settlement by stock exchange;<br><input type="checkbox"/> will be deposited with you simultaneously with the signing of this Request for Sale;<br><input type="checkbox"/> will be timely transferred to you/deposited with you by virtue of the mandate expressly accepted at the end of this Request for Sale by the Depository Intermediary of the Remaining Shares indicated above.   |
| <b>AUTHORISE</b>  | the placing of the Remaining Shares indicated above in a temporary account at your bank set up solely for the purpose of this Procedure, where applicable.   |
| <b>AGREE</b>  | henceforth with the transfer to the Offeror of the Remaining Shares placed into the said 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 in connection with the transfer of the Remaining Shares to the Offeror, against the delivery of the Share Consideration or the Cash Alternative Consideration on the Payment Date of the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, as defined in the Offer Document and in the Press Releases on the Procedure and as better specified therein.  |
| <b>DECLARE</b>  | <ul style="list-style-type: none"> <li>- to accept henceforth the cancellation of the transaction in the event that irregularities are found in the data contained in this Request for Sale following the checks and controls performed after the delivery of the Remaining Shares;</li> <li>- to be aware that, in consideration of the fact that the Remaining Shares are subject to the dematerialization regime provided for by Articles 83-<i>bis et seq.</i> of the CFA, and by the Regulation adopted by CONSOB and Banca d'Italia Resolution of 22 February 2008, as subsequently amended and supplemented, the execution of the Request for Sale also constitutes an irrevocable mandate and instruction given to the Responsible Intermediary (or to the relevant Depository Intermediary with which the Remaining Shares are deposited on securities account), to transfer the Remaining Shares on deposit with such intermediaries in favour of the Offeror.</li> </ul>  |
| <b>ACKNOWLEDGE</b>  | <ol style="list-style-type: none"> <li>1. that the request within the Procedure is irrevocable;</li> <li>2. that the period for the submission of the Requests for Sale started at 8:30 a.m., Italian time, on 12 June 2023 and will end at 5:30 p.m., Italian time, on 30 June 2023 (first and last day included), subject to extensions (the "Period for the Submission of the Requests for Sale");</li> <li>3. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, pursuant to Art. 108, Paragraphs 3 and 5, of the CFA, will consist of either shares of the Offeror or a cash amount, the choice of which is up to the discretion of each requesting shareholder within the Procedure, and namely: <ol style="list-style-type: none"> <li>a. 0.1583 newly issued shares of the Offeror for each Remaining Share tendered within the Procedure (the "Share Consideration"), or</li> <li>b. a cash amount of Euro 6.33 for each Remaining Share tendered within the Procedure (the "Cash Alternative Consideration"), in the event that the requesting shareholder within the Procedure elects to receive the Cash Alternative Consideration;</li> </ol> </li> <li>4. the choice of the Cash Alternative Consideration in lieu of the Share Consideration is irrevocable and can only be made (i) at the same time as requesting within the Procedure and, therefore, by the submission of this Request for Sale and (ii) with reference to all (and, therefore, not only to a part of the) Remaining Shares tendered; therefore, in case the requesting shareholders within the Procedure do not make an express choice, the Share Consideration will be paid;</li> <li>5. that, if the result of the assignment of the Share Consideration is not a whole number, the requesting shareholders will be entitled to receive the Cash Amount of the Fractional Part and that if a requesting shareholder tenders within the Procedure a number of Remaining Shares lower than 7, such requesting shareholder will be entitled to receive only the Cash Amount of the Fractional Part, as defined and indicated in the Press Releases on the Procedure;</li> <li>6. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA will be paid, as indicated in the Press Releases on the Procedure, subject to potential extensions or amendments of the Procedure with the manners and terms made public pursuant to the applicable law, on the fifth Trading Day following the end of the Period for the Submission of the Requests for Sale (<i>i.e.</i> 7 July 2023). Such payment is subject to the completion of the formalities necessary to transfer the Remaining Shares to the Offeror;</li> <li>7. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA is intended to be net of any Italian stamp duty, registration tax or financial transaction tax, to the extent due, and of fees, commissions, and expenses, which will be borne by the Offeror, while any income, withholding or substitute tax on capital gains, if due, will be borne by the shareholders requesting within the Procedure;</li> <li>8. that the shareholders requesting within the Procedure bear the entire risk of the Depository Intermediaries' failing to deliver the Requests for Sale and failing to deposit the Remaining Shares with the Intermediary Responsible for Coordinating the Collection of Tenders by the last valid day of the Period for the Submission of the Requests for Sale and the risk that the Responsible Intermediaries or the Depository Intermediaries fail to transfer the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA or the Cash Amount of the Fractional Part to those entitled to receive it or delay such transfer.</li> </ol> |
| <b>DELEGATES</b>  | irrevocably the Intermediary Responsible for Coordinating the Collection of Tenders, in the case of payment of the Share Consideration, to sell on the SIX Swiss Exchange, in the name and on behalf of the undersigned, any Fractional Part he/she would be entitled to, equal to No. _____ shares of the Offeror, deriving from the exchange against the Issuer's Remaining Shares pursuant to the Press Releases on the Procedure, paying to the undersigned through this Responsible Intermediary, the Cash Amount of the Fractional Part (determined based on the methods set forth under the Press Releases on the Procedure and as defined therein) on the following terms.   |
| <b>AUTHORISE</b>  | <b>SHARE CONSIDERATION</b>   |
|   | the Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered within this Procedure, to:<br><input type="checkbox"/> settle, directly or indirectly, the payment of the Share Consideration through the deposit of No. _____ shares of the Offeror due to the undersigned based on No. <b>0.1583</b> ordinary shares of the Offeror for each Remaining Share of the Issuer, through the registration, in   |

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|                  | <p>dematerialized form, in the securities account No. _____, at _____ under the name of _____;</p> <p><input type="checkbox"/> inform the Intermediary Responsible for Coordinating the Collection of Tenders of the Fractional Part due to the undersigned for the exchange with the Issuer's Remaining Shares, equal to No. _____ shares of the Offeror, paying, directly or indirectly, the Cash Amount of the Fractional Part:</p> <p>1. through transfer on the bank account No. _____ under the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____.</p>   |
|                  | <b>Or, alternatively,</b>  |
| <b>AUTHORISE</b> | <p style="text-align: center;"><b>CASH ALTERNATIVE CONSIDERATION</b></p> <p>The Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered in requesting within the Procedure, to:</p> <p><input type="checkbox"/> settle, directly or indirectly, the payment of the Cash Alternative Consideration by:</p> <p>1. crediting the bank account no. _____ in the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____</p> <p>for the amount of Euro _____ representing the total Cash Alternative Consideration due for the Remaining Shares tendered within the Procedure.</p>  |
| <b>DECLARE</b>   | <p>a) to be aware that the Procedure is being launched exclusively in Italy as the Remaining Shares are listed only on Euronext Milan, and it is addressed, without distinction and on equal terms, to all holders of the Issuers' outstanding ordinary shares;</p> <p>b) to be aware that the Procedure has not been and will not be made in or into the United States, Canada, Japan, Australia and in any other jurisdictions where making the Procedure or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such countries, including the United States, Canada, Japan and Australia, the "Excluded Countries"), except as indicated in the Press Releases on the Procedure with reference to the Obligation to Purchase through the U.S. Private Placement, as defined therein; and</p> <p>c) to (i) (A) have not received and/or sent copies or originals of this Request for Sale, the Offer Document and/or any document or information relating to the Procedure, including the Exemption Document and the Press Releases on the Procedure, from or to the Excluded Countries and to have not otherwise used in connection with the Procedure, directly or indirectly, national or international instruments of communication or commerce of any of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and Internet, and/or any other electronic medium), or any structure of any of the Excluded Countries' financial intermediaries and (B) be outside of the Excluded Countries at the time of the delivery or execution of this Request for Sale; or (ii) be a "qualified institutional buyer", as defined in Rule 144A of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), located in the United States and tendering within the Procedure the Remaining Shares through the Obligation to Purchase through the U.S. Private Placement, and to have executed and delivered a statement in English (the "Investor Letter") addressed to the Offeror, in accordance with the form made available to the Offeror.</p> |

*Pursuant to article 13 of the General Data Protection Regulation (EU) 2016/679 (the "GDPR"), the shareholders tendering within the Procedure are informed that the personal data provided in this request for sale will be processed, including through the use of information and computer systems, solely for the purposes directly related and instrumental to the Procedure (e.g. collection of the requests for sale, control of their correctness and payment of the consideration), which is the legal basis for processing such data. The provision of personal data is necessary to perform the obligations under this Request for Sale and, therefore, any refusal to provide in whole or in part the said personal data will result in the impossibility to tendering in the Procedure. The personal data will be processed, in their role as separate and independent Data Controllers and solely for the purposes related and instrumental to each of their roles in this transaction, by the Responsible Intermediaries, the Intermediary Responsible for Coordinating the Collection of Tenders (UniCredit Bank AG, Milan Branch), the Offeror, the Depository Intermediaries as well as by the companies appointed by such data controllers to perform functional or supporting activities necessary to the transaction. With reference to the above-mentioned processing, the person providing the data may exercise any right specifically attributed by GDPR under the terms set forth in the privacy section made available on the channels of the Data Controllers (for UniCredit Bank AG-Milan Branch please refer to the website [www.ib-italy.unicreditgroup.eu](http://www.ib-italy.unicreditgroup.eu)).*

Place \_\_\_\_\_, Date \_\_\_\_\_

\_\_\_\_\_  
The requesting shareholder (or is/her representative)

\_\_\_\_\_  
Stamp and signature of the Responsible Intermediary

The DEPOSITORY INTERMEDIARY receiving this Request for Sale represents, at the time of presentation by the requesting shareholder (or his/her/its representative) and under its own responsibility:

- a) to be the depository of the abovementioned Remaining Shares owned by the requesting shareholder;
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\_\_\_\_\_  
Stamp and signature of the Depository Intermediary

**REQUEST FOR SALE  
PROCEDURE TO COMPLY WITH THE OBLIGATION TO PURCHASE**

pursuant to Article 108, paragraph 2, of Legislative Decree no. 58 of 24 February 1998 (“CFA”), as amended and supplemented (the “**Procedure**”),  
promoted by Dufry AG (the “**Offeror**”)  
for up to 21,159,960 outstanding ordinary shares of Autogrill S.p.A. (the “**Issuer**”)

|  |   |
|--|---|
| To the Responsible Intermediary _____  |   |
| I, the undersigned ( <i>name or corporate name</i> ) _____ born in _____ on _____ tax code/VAT number _____ citizenship/nationality _____ resident in/with registered office at _____ Address _____ postal code _____ owner of No. _____ ordinary shares of the Issuer (the “ <b>Remaining Shares</b> ”), without nominal value, with regular dividend entitlement and freely transferable, of which I hereby represent that they are legitimately, exclusively and fully in my property and at my disposal as well as free of liens and encumbrances of any type and nature, whether <i>in rem</i> or personal;   |   |
| acknowledged that capitalized terms not otherwise defined in this request for sale (the “ <b>Request for Sale</b> ”) have the same meaning ascribed to them in the offer document approved by Consob with resolution no. 22661 of 5 April 2023 and published on 11 April 2023 (the “ <b>Offer Document</b> ”), as well as in the press release on the final results of the Offer after completion of the Reopening of the Tender Period published by the Offeror on 7 June 2023 and the additional press releases published by the Offeror in connection with the procedure to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Press Releases on the Procedure</b> ”), which are made available to the public on the Offeror’s website ( <a href="http://www.dufry.com">www.dufry.com</a> ), the Offeror’s website dedicated to the Offer ( <a href="http://www.opa-autogrill.com">www.opa-autogrill.com</a> ) and on the Global Information Agent’s website ( <a href="http://www.morrowsodali-transactions.com">www.morrowsodali-transactions.com</a> ); |   |
| <b>REPRESENT</b>   | to be aware of all the conditions, terms and modalities of this Procedure carried out by the Offeror to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Obligation to Purchase</b> ”) (including the amount, nature and modalities for the determination of the consideration offered in the Procedure for each Remaining Share), as set out in the Offer Document and in the Press Releases on the Procedure.  |
| <b>REQUEST</b>   | irrevocably, pursuant to Article 108, paragraph 2, of the CFA, the Offeror to purchase under the Procedure the No. _____ Remaining Shares that:<br><input type="checkbox"/> are already deposited with you in the securities account No. _____ under the name of _____;<br><input type="checkbox"/> will be transferred in the above-mentioned account following settlement by stock exchange;<br><input type="checkbox"/> will be deposited with you simultaneously with the signing of this Request for Sale;<br><input type="checkbox"/> will be timely transferred to you/deposited with you by virtue of the mandate expressly accepted at the end of this Request for Sale by the Depository Intermediary of the Remaining Shares indicated above.  |
| <b>AUTHORISE</b>   | the placing of the Remaining Shares indicated above in a temporary account at your bank set up solely for the purpose of this Procedure, where applicable.  |
| <b>AGREE</b>   | henceforth with the transfer to the Offeror of the Remaining Shares placed into the said 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 in connection with the transfer of the Remaining Shares to the Offeror, against the delivery of the Share Consideration or the Cash Alternative Consideration on the Payment Date of the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, as defined in the Offer Document and in the Press Releases on the Procedure and as better specified therein.   |
| <b>DECLARE</b>   | <ul style="list-style-type: none"> <li>– to accept henceforth the cancellation of the transaction in the event that irregularities are found in the data contained in this Request for Sale following the checks and controls performed after the delivery of the Remaining Shares;</li> <li>– to be aware that, in consideration of the fact that the Remaining Shares are subject to the dematerialization regime provided for by Articles 83-<i>bis et seq.</i> of the CFA, and by the Regulation adopted by CONSOB and Banca d’Italia Resolution of 22 February 2008, as subsequently amended and supplemented, the execution of the Request for Sale also constitutes an irrevocable mandate and instruction given to the Responsible Intermediary (or to the relevant Depository Intermediary with which the Remaining Shares are deposited on securities account), to transfer the Remaining Shares on deposit with such intermediaries in favour of the Offeror.</li> </ul>   |
| <b>ACKNOWLEDGE</b>   | <ol style="list-style-type: none"> <li>1. that the request within the Procedure is irrevocable;</li> <li>2. that the period for the submission of the Requests for Sale started at 8:30 a.m., Italian time, on 12 June 2023 and will end at 5:30 p.m., Italian time, on 30 June 2023 (first and last day included), subject to extensions (the “<b>Period for the Submission of the Requests for Sale</b>”);</li> <li>3. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, pursuant to Art. 108, Paragraphs 3 and 5, of the CFA, will consist of either shares of the Offeror or a cash amount, the choice of which is up to the discretion of each requesting shareholder within the Procedure, and namely: <ol style="list-style-type: none"> <li>a. 0.1583 newly issued shares of the Offeror for each Remaining Share tendered within the Procedure (the “<b>Share Consideration</b>”), or</li> <li>b. a cash amount of Euro 6.33 for each Remaining Share tendered within the Procedure (the “<b>Cash Alternative Consideration</b>”), in the event that the requesting shareholder within the Procedure elects to receive the Cash Alternative Consideration;</li> </ol> </li> <li>4. the choice of the Cash Alternative Consideration in lieu of the Share Consideration is irrevocable and can only be made (i) at the same time as requesting within the Procedure and, therefore, by the submission of this Request for Sale and (ii) with reference to all (and, therefore, not only to a part of the) Remaining Shares tendered; therefore, in case the requesting shareholders within the Procedure do not make an express choice, the Share Consideration will be paid;</li> <li>5. that, if the result of the assignment of the Share Consideration is not a whole number, the requesting shareholders will be entitled to receive the Cash Amount of the Fractional Part and that if a requesting shareholder tenders within the Procedure a number of Remaining Shares lower than 7, such requesting shareholder will be entitled to receive only the Cash Amount of the Fractional Part, as defined and indicated in the Press Releases on the Procedure;</li> <li>6. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA will be paid, as indicated in the Press Releases on the Procedure, subject to potential extensions or amendments of the Procedure with the manners and terms made public pursuant to the applicable law, on the fifth Trading Day following the end of the Period for the Submission of the Requests for Sale (<i>i.e.</i> 7 July 2023). Such payment is subject to the completion of the formalities necessary to transfer the Remaining Shares to the Offeror;</li> <li>7. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA is intended to be net of any Italian stamp duty, registration tax or financial transaction tax, to the extent due, and of fees, commissions, and expenses, which will be borne by the Offeror, while any income, withholding or substitute tax on capital gains, if due, will be borne by the shareholders requesting within the Procedure;</li> <li>8. that the shareholders requesting within the Procedure bear the entire risk of the Depository Intermediaries’ failing to deliver the Requests for Sale and failing to deposit the Remaining Shares with the Intermediary Responsible for Coordinating the Collection of Tenders by the last valid day of the Period for the Submission of the Requests for Sale and the risk that the Responsible Intermediaries or the Depository Intermediaries fail to transfer the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA or the Cash Amount of the Fractional Part to those entitled to receive it or delay such transfer.</li> </ol> |
| <b>DELEGATES</b>   | irrevocably the Intermediary Responsible for Coordinating the Collection of Tenders, in the case of payment of the Share Consideration, to sell on the SIX Swiss Exchange, in the name and on behalf of the undersigned, any Fractional Part he/she would be entitled to, equal to No. _____ shares of the Offeror, deriving from the exchange against the Issuer’s Remaining Shares pursuant to the Press Releases on the Procedure, paying to the undersigned through this Responsible Intermediary, the Cash Amount of the Fractional Part (determined based on the methods set forth under the Press Releases on the Procedure and as defined therein) on the following terms.  |
| <b>AUTHORISE</b>   | <b>SHARE CONSIDERATION</b>  |
|  | the Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered within this Procedure, to:<br><input type="checkbox"/> settle, directly or indirectly, the payment of the Share Consideration through the deposit of No. _____ shares of the Offeror due to the undersigned based on No. <b>0.1583</b> ordinary shares of the Offeror for each Remaining Share of the Issuer, through the registration, in  |

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|                  | <p>dematerialized form, in the securities account No. _____, at _____ under the name of _____;</p> <p><input type="checkbox"/> inform the Intermediary Responsible for Coordinating the Collection of Tenders of the Fractional Part due to the undersigned for the exchange with the Issuer's Remaining Shares, equal to No. _____ shares of the Offeror, paying, directly or indirectly, the Cash Amount of the Fractional Part:</p> <p>1. through transfer on the bank account No. _____ under the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____.</p>   |
|                  | <b>Or, alternatively,</b>  |
| <b>AUTHORISE</b> | <p style="text-align: center;"><b>CASH ALTERNATIVE CONSIDERATION</b></p> <p>The Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered in requesting within the Procedure, to:</p> <p><input type="checkbox"/> settle, directly or indirectly, the payment of the Cash Alternative Consideration by:</p> <p>1. crediting the bank account no. _____ in the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____</p> <p>for the amount of Euro _____ representing the total Cash Alternative Consideration due for the Remaining Shares tendered within the Procedure.</p>  |
| <b>DECLARE</b>   | <p>a) to be aware that the Procedure is being launched exclusively in Italy as the Remaining Shares are listed only on Euronext Milan, and it is addressed, without distinction and on equal terms, to all holders of the Issuers' outstanding ordinary shares;</p> <p>b) to be aware that the Procedure has not been and will not be made in or into the United States, Canada, Japan, Australia and in any other jurisdictions where making the Procedure or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such countries, including the United States, Canada, Japan and Australia, the "Excluded Countries"), except as indicated in the Press Releases on the Procedure with reference to the Obligation to Purchase through the U.S. Private Placement, as defined therein; and</p> <p>c) to (i) (A) have not received and/or sent copies or originals of this Request for Sale, the Offer Document and/or any document or information relating to the Procedure, including the Exemption Document and the Press Releases on the Procedure, from or to the Excluded Countries and to have not otherwise used in connection with the Procedure, directly or indirectly, national or international instruments of communication or commerce of any of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and Internet, and/or any other electronic medium), or any structure of any of the Excluded Countries' financial intermediaries and (B) be outside of the Excluded Countries at the time of the delivery or execution of this Request for Sale; or (ii) be a "qualified institutional buyer", as defined in Rule 144A of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), located in the United States and tendering within the Procedure the Remaining Shares through the Obligation to Purchase through the U.S. Private Placement, and to have executed and delivered a statement in English (the "Investor Letter") addressed to the Offeror, in accordance with the form made available to the Offeror.</p> |

*Pursuant to article 13 of the General Data Protection Regulation (EU) 2016/679 (the "GDPR"), the shareholders tendering within the Procedure are informed that the personal data provided in this request for sale will be processed, including through the use of information and computer systems, solely for the purposes directly related and instrumental to the Procedure (e.g. collection of the requests for sale, control of their correctness and payment of the consideration), which is the legal basis for processing such data. The provision of personal data is necessary to perform the obligations under this Request for Sale and, therefore, any refusal to provide in whole or in part the said personal data will result in the impossibility to tendering in the Procedure. The personal data will be processed, in their role as separate and independent Data Controllers and solely for the purposes related and instrumental to each of their roles in this transaction, by the Responsible Intermediaries, the Intermediary Responsible for Coordinating the Collection of Tenders (UniCredit Bank AG, Milan Branch), the Offeror, the Depository Intermediaries as well as by the companies appointed by such data controllers to perform functional or supporting activities necessary to the transaction. With reference to the above-mentioned processing, the person providing the data may exercise any right specifically attributed by GDPR under the terms set forth in the privacy section made available on the channels of the Data Controllers (for UniCredit Bank AG-Milan Branch please refer to the website [www.ib-italy.unicreditgroup.eu](http://www.ib-italy.unicreditgroup.eu)).*

Place \_\_\_\_\_, Date \_\_\_\_\_

\_\_\_\_\_  
The requesting shareholder (or is/her representative)

\_\_\_\_\_  
Stamp and signature of the Responsible Intermediary

The DEPOSITORY INTERMEDIARY receiving this Request for Sale represents, at the time of presentation by the requesting shareholder (or his/her/its representative) and under its own responsibility:

- a) to be the depository of the abovementioned Remaining Shares owned by the requesting shareholder;
- b) to perform the formalities necessary for the transfer of the Remaining Shares to this Responsible Intermediary exclusively through Monte Titoli S.p.A., within and no later than the end of the Period for the Submission of the Requests for Sale (as potentially extended).

\_\_\_\_\_  
Stamp and signature of the Depository Intermediary

**REQUEST FOR SALE  
PROCEDURE TO COMPLY WITH THE OBLIGATION TO PURCHASE**

pursuant to Article 108, paragraph 2, of Legislative Decree no. 58 of 24 February 1998 (“CFA”), as amended and supplemented (the “**Procedure**”),  
promoted by Dufry AG (the “**Offeror**”)  
for up to 21,159,960 outstanding ordinary shares of Autogrill S.p.A. (the “**Issuer**”)

|  |  |
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| To the Responsible Intermediary _____  |  |
| I, the undersigned ( <i>name or corporate name</i> ) _____ born in _____ on _____ tax code/VAT number _____ citizenship/nationality _____ resident in/with registered office at _____ Address _____ postal code _____ owner of No. _____ ordinary shares of the Issuer (the “ <b>Remaining Shares</b> ”), without nominal value, with regular dividend entitlement and freely transferable, of which I hereby represent that they are legitimately, exclusively and fully in my property and at my disposal as well as free of liens and encumbrances of any type and nature, whether <i>in rem</i> or personal;   |  |
| acknowledged that capitalized terms not otherwise defined in this request for sale (the “ <b>Request for Sale</b> ”) have the same meaning ascribed to them in the offer document approved by Consob with resolution no. 22661 of 5 April 2023 and published on 11 April 2023 (the “ <b>Offer Document</b> ”), as well as in the press release on the final results of the Offer after completion of the Reopening of the Tender Period published by the Offeror on 7 June 2023 and the additional press releases published by the Offeror in connection with the procedure to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Press Releases on the Procedure</b> ”), which are made available to the public on the Offeror’s website ( <a href="http://www.dufry.com">www.dufry.com</a> ), the Offeror’s website dedicated to the Offer ( <a href="http://www.opa-autogrill.com">www.opa-autogrill.com</a> ) and on the Global Information Agent’s website ( <a href="http://www.morrowsodali-transactions.com">www.morrowsodali-transactions.com</a> ); |  |
| <b>REPRESENT</b>   | to be aware of all the conditions, terms and modalities of this Procedure carried out by the Offeror to comply with the Obligation to Purchase under Art. 108, Par. 2, of the CFA (the “ <b>Obligation to Purchase</b> ”) (including the amount, nature and modalities for the determination of the consideration offered in the Procedure for each Remaining Share), as set out in the Offer Document and in the Press Releases on the Procedure.   |
| <b>REQUEST</b>   | irrevocably, pursuant to Article 108, paragraph 2, of the CFA, the Offeror to purchase under the Procedure the No. _____ Remaining Shares that:<br><input type="checkbox"/> are already deposited with you in the securities account No. _____ under the name of _____;<br><input type="checkbox"/> will be transferred in the above-mentioned account following settlement by stock exchange;<br><input type="checkbox"/> will be deposited with you simultaneously with the signing of this Request for Sale;<br><input type="checkbox"/> will be timely transferred to you/deposited with you by virtue of the mandate expressly accepted at the end of this Request for Sale by the Depository Intermediary of the Remaining Shares indicated above.   |
| <b>AUTHORISE</b>   | the placing of the Remaining Shares indicated above in a temporary account at your bank set up solely for the purpose of this Procedure, where applicable.   |
| <b>AGREE</b>   | henceforth with the transfer to the Offeror of the Remaining Shares placed into the said 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 in connection with the transfer of the Remaining Shares to the Offeror, against the delivery of the Share Consideration or the Cash Alternative Consideration on the Payment Date of the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, as defined in the Offer Document and in the Press Releases on the Procedure and as better specified therein.  |
| <b>DECLARE</b>   | – to accept henceforth the cancellation of the transaction in the event that irregularities are found in the data contained in this Request for Sale following the checks and controls performed after the delivery of the Remaining Shares;<br>– to be aware that, in consideration of the fact that the Remaining Shares are subject to the dematerialization regime provided for by Articles 83- <i>bis et seq.</i> of the CFA, and by the Regulation adopted by CONSOB and Banca d’Italia Resolution of 22 February 2008, as subsequently amended and supplemented, the execution of the Request for Sale also constitutes an irrevocable mandate and instruction given to the Responsible Intermediary (or to the relevant Depository Intermediary with which the Remaining Shares are deposited on securities account), to transfer the Remaining Shares on deposit with such intermediaries in favour of the Offeror.   |
| <b>ACKNOWLEDGE</b>   | 1. that the request within the Procedure is irrevocable;<br>2. that the period for the submission of the Requests for Sale started at 8:30 a.m., Italian time, on 12 June 2023 and will end at 5:30 p.m., Italian time, on 30 June 2023 (first and last day included), subject to extensions (the “ <b>Period for the Submission of the Requests for Sale</b> ”);<br>3. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA, pursuant to Art. 108, Paragraphs 3 and 5, of the CFA, will consist of either shares of the Offeror or a cash amount, the choice of which is up to the discretion of each requesting shareholder within the Procedure, and namely:<br>a. 0.1583 newly issued shares of the Offeror for each Remaining Share tendered within the Procedure (the “ <b>Share Consideration</b> ”), or<br>b. a cash amount of Euro 6.33 for each Remaining Share tendered within the Procedure (the “ <b>Cash Alternative Consideration</b> ”), in the event that the requesting shareholder within the Procedure elects to receive the Cash Alternative Consideration;<br>4. the choice of the Cash Alternative Consideration in lieu of the Share Consideration is irrevocable and can only be made (i) at the same time as requesting within the Procedure and, therefore, by the submission of this Request for Sale and (ii) with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered; therefore, in case the requesting shareholders within the Procedure do not make an express choice, the Share Consideration will be paid;<br>5. that, if the result of the assignment of the Share Consideration is not a whole number, the requesting shareholders will be entitled to receive the Cash Amount of the Fractional Part and that if a requesting shareholder tenders within the Procedure a number of Remaining Shares lower than 7, such requesting shareholder will be entitled to receive only the Cash Amount of the Fractional Part, as defined and indicated in the Press Releases on the Procedure;<br>6. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA will be paid, as indicated in the Press Releases on the Procedure, subject to potential extensions or amendments of the Procedure with the manners and terms made public pursuant to the applicable law, on the fifth Trading Day following the end of the Period for the Submission of the Requests for Sale ( <i>i.e.</i> 7 July 2023). Such payment is subject to the completion of the formalities necessary to transfer the Remaining Shares to the Offeror;<br>7. that the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA is intended to be net of any Italian stamp duty, registration tax or financial transaction tax, to the extent due, and of fees, commissions, and expenses, which will be borne by the Offeror, while any income, withholding or substitute tax on capital gains, if due, will be borne by the shareholders requesting within the Procedure;<br>8. that the shareholders requesting within the Procedure bear the entire risk of the Depository Intermediaries’ failing to deliver the Requests for Sale and failing to deposit the Remaining Shares with the Intermediary Responsible for Coordinating the Collection of Tenders by the last valid day of the Period for the Submission of the Requests for Sale and the risk that the Responsible Intermediaries or the Depository Intermediaries fail to transfer the Consideration for the Obligation to Purchase under Art. 108, Par. 2, of the CFA or the Cash Amount of the Fractional Part to those entitled to receive it or delay such transfer. |
| <b>DELEGATES</b>   | irrevocably the Intermediary Responsible for Coordinating the Collection of Tenders, in the case of payment of the Share Consideration, to sell on the SIX Swiss Exchange, in the name and on behalf of the undersigned, any Fractional Part he/she would be entitled to, equal to No. _____ shares of the Offeror, deriving from the exchange against the Issuer’s Remaining Shares pursuant to the Press Releases on the Procedure, paying to the undersigned through this Responsible Intermediary, the Cash Amount of the Fractional Part (determined based on the methods set forth under the Press Releases on the Procedure and as defined therein) on the following terms.   |
| <b>AUTHORISE</b>   | <b>SHARE CONSIDERATION</b>   |
|  | the Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered within this Procedure, to:<br><input type="checkbox"/> settle, directly or indirectly, the payment of the Share Consideration through the deposit of No. _____ shares of the Offeror due to the undersigned based on No. <b>0.1583</b> ordinary shares of the Offeror for each Remaining Share of the Issuer, through the registration, in   |

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|                  | <p>dematerialized form, in the securities account No. _____, at _____ under the name of _____;</p> <p><input type="checkbox"/> inform the Intermediary Responsible for Coordinating the Collection of Tenders of the Fractional Part due to the undersigned for the exchange with the Issuer's Remaining Shares, equal to No. _____ shares of the Offeror, paying, directly or indirectly, the Cash Amount of the Fractional Part:</p> <p>1. through transfer on the bank account No. _____ under the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____.</p>   |
|                  | <b>Or, alternatively,</b>  |
| <b>AUTHORISE</b> | <p style="text-align: center;"><b>CASH ALTERNATIVE CONSIDERATION</b></p> <p>The Responsible Intermediary, with reference to all (and, therefore, not only to a part of) the Remaining Shares tendered in requesting within the Procedure, to:</p> <p><input type="checkbox"/> settle, directly or indirectly, the payment of the Cash Alternative Consideration by:</p> <p>1. crediting the bank account no. _____ in the name of _____, at _____, IBAN _____; or</p> <p>2. by means of a non-transferable check in the name of _____ to be sent to _____</p> <p>for the amount of Euro _____ representing the total Cash Alternative Consideration due for the Remaining Shares tendered within the Procedure.</p>  |
| <b>DECLARE</b>   | <p>a) to be aware that the Procedure is being launched exclusively in Italy as the Remaining Shares are listed only on Euronext Milan, and it is addressed, without distinction and on equal terms, to all holders of the Issuers' outstanding ordinary shares;</p> <p>b) to be aware that the Procedure has not been and will not be made in or into the United States, Canada, Japan, Australia and in any other jurisdictions where making the Procedure or tendering therein would not be in compliance with the securities or other laws or regulations of such jurisdiction or would require any registration, approval or filing with any regulatory authority (such countries, including the United States, Canada, Japan and Australia, the "Excluded Countries"), except as indicated in the Press Releases on the Procedure with reference to the Obligation to Purchase through the U.S. Private Placement, as defined therein; and</p> <p>c) to (i) (A) have not received and/or sent copies or originals of this Request for Sale, the Offer Document and/or any document or information relating to the Procedure, including the Exemption Document and the Press Releases on the Procedure, from or to the Excluded Countries and to have not otherwise used in connection with the Procedure, directly or indirectly, national or international instruments of communication or commerce of any of the Excluded Countries (including, by way of illustration, the postal network, fax, telex, e-mail, telephone and Internet, and/or any other electronic medium), or any structure of any of the Excluded Countries' financial intermediaries and (B) be outside of the Excluded Countries at the time of the delivery or execution of this Request for Sale; or (ii) be a "qualified institutional buyer", as defined in Rule 144A of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), located in the United States and tendering within the Procedure the Remaining Shares through the Obligation to Purchase through the U.S. Private Placement, and to have executed and delivered a statement in English (the "Investor Letter") addressed to the Offeror, in accordance with the form made available to the Offeror.</p> |

*Pursuant to article 13 of the General Data Protection Regulation (EU) 2016/679 (the "GDPR"), the shareholders tendering within the Procedure are informed that the personal data provided in this request for sale will be processed, including through the use of information and computer systems, solely for the purposes directly related and instrumental to the Procedure (e.g. collection of the requests for sale, control of their correctness and payment of the consideration), which is the legal basis for processing such data. The provision of personal data is necessary to perform the obligations under this Request for Sale and, therefore, any refusal to provide in whole or in part the said personal data will result in the impossibility to tendering in the Procedure. The personal data will be processed, in their role as separate and independent Data Controllers and solely for the purposes related and instrumental to each of their roles in this transaction, by the Responsible Intermediaries, the Intermediary Responsible for Coordinating the Collection of Tenders (UniCredit Bank AG, Milan Branch), the Offeror, the Depository Intermediaries as well as by the companies appointed by such data controllers to perform functional or supporting activities necessary to the transaction. With reference to the above-mentioned processing, the person providing the data may exercise any right specifically attributed by GDPR under the terms set forth in the privacy section made available on the channels of the Data Controllers (for UniCredit Bank AG-Milan Branch please refer to the website [www.ib-italy.unicreditgroup.eu](http://www.ib-italy.unicreditgroup.eu)).*

Place \_\_\_\_\_, Date \_\_\_\_\_

\_\_\_\_\_  
The requesting shareholder (or is/her representative)

\_\_\_\_\_  
Stamp and signature of the Responsible Intermediary

The DEPOSITORY INTERMEDIARY receiving this Request for Sale represents, at the time of presentation by the requesting shareholder (or his/her/its representative) and under its own responsibility:

- a) to be the depository of the abovementioned Remaining Shares owned by the requesting shareholder;
- b) to perform the formalities necessary for the transfer of the Remaining Shares to this Responsible Intermediary exclusively through Monte Titoli S.p.A., within and no later than the end of the Period for the Submission of the Requests for Sale (as potentially extended).

\_\_\_\_\_  
Stamp and signature of the Depository Intermediary