

This is a courtesy translation only. Please do not use it to subscribe to the Offer, but use the Italian version of the Form instead, available at:

<https://www.cirgroup.it/offerta-pubblica-di-acquisto-volontaria-parziale-su-azioni-proprie-cir/>

In addition to the Italian version of the Tender Offer Memorandum and Tender Form, a version of the Tender Offer Memorandum and Tender Form translated into English is made available to all Shareholders residing abroad. The English version of the Tender Offer Memorandum and Tender Form is merely a courtesy translation and the Italian versions shall remain the only documents submitted to CONSOB for approval.

The dissemination, publication or distribution of this document is prohibited in any jurisdiction where it would constitute a violation of the relevant applicable law.

The Offer is being launched exclusively in Italy and will be promoted on a non-discriminatory basis and on equal terms to all holders of CIR shares, as indicated in the communication published pursuant to article 102 of Italian Legislative Decree No. 58 of February 24, 1998, and better described in the Offer Document to be published pursuant to applicable regulations.

The Offer has not been and will not be promoted in the United States of America, Canada, Japan, Australia, as well as any other country where the promotion of such Offer and the tendering therein would not be in compliance with financial market or other local laws and regulations or would otherwise not be permitted in the absence of prior registration, approval or filing with the respective regulatory authorities (such countries including the United States, Canada, Japan and Australia, the "Excluded Countries"), nor by using domestic or international means of communication or commerce of the Excluded Countries (including, but not limited to, the postal network, fax, telex, electronic mail, telephone and the internet), nor through any facility of any financial intermediary of the Excluded Countries, nor in any other manner. No action has been taken nor will be taken to make the Offer possible in any of the Excluded Countries.

A copy, in whole or in part, of any document relating to the Offer, including this press release, is not and shall not be sent, or in any way transmitted, or otherwise distributed, directly or indirectly, in the Excluded Countries. Any person who receives the above documents shall not distribute, send or dispatch them (either by mail or by any other means or instrument of communication or international commerce) in the Excluded Countries. Any document relating to the Offer, including this press release, does not constitute and shall not be construed as an offer of financial securities addressed to persons domiciled and/or resident in the Excluded Countries. No participation may be offered or sold in the Excluded Countries in the absence of specific authorization under applicable local law provisions of the Excluded Countries or a waiver thereof.

This document does not constitute an offer to sell or a solicitation of offers to buy or subscribe the shares.

TENDER FORM**FOR THE VOLUNTARY PARTIAL PUBLIC TENDER OFFER**

as per the terms of Article 102 of Legislative Decree No. 58 of February 24 1998, as subsequently amended and supplemented, (the "Offer")
launched by CIR S.p.A. - COMPAGNIE INDUSTRIALI RIUNITE (the "Offeror")
for a maximum of 131,147,541 shares of
CIR S.p.A. - COMPAGNIE INDUSTRIALI RIUNITE (the "Issuer")

Dear Appointed Intermediary _____
The undersigned (first name, last name or company name) _____ tax code/VAT no. _____
born in _____ on _____ citizenship/nationality _____
resident/registered office in _____ province _____ Via _____ postcode _____
holder of _____ freely transferable shares of CIR S.p.A. - Compagnie Industriali Riunite (the "Shares"), of which he/she warrants to have full legal title and availability, as well as the
absence of any real, mandatory and/or personal charges and encumbrances.

Considering that the capitalised terms not otherwise defined in this tender form (the "Tender Form") have the same meaning assigned to them in the offer document (the "Offer Document") prepared for the purposes of the Offer,

DECLARES that he/she has understood all the terms, conditions and procedures of this Offer as set out in the Offer Document prepared by the Offeror for the purposes of the same, to which reference should be made for the terms defined therein and not defined in this Tender Form, and made available to the public at the offices of the Intermediary Appointed to Coordinate the Collection of the Tenders (Foro Buonaparte 10, Milan) and of the Appointed Intermediaries as indicated in the Offer Document, as well as on the Issuer's website www.cirgroup.it.

ACCEPTS irrevocably and unconditionally this Offer for _____ Shares with a single voting right, with ISIN code IT0000070786, which:

have already been deposited with you in securities account no. _____ in the name of: _____;

will be credited to the same deposit account after stock exchange settlement;

will be deposited with you at the same time as this Tender Form is signed;

will be transferred to you/deposited with you, in good time, by the Depositary Intermediary of the shares, who undertakes to do so at the end of this form.

ACCEPTS irrevocably and unconditionally this Offer for _____ Shares pending registration in the stable shareholders book, with identification code XXITV0000172, which:

have already been deposited with you in securities account no. _____ in the name of: _____;

will be credited to the same deposit account after stock exchange settlement;

will be deposited with you at the same time as this Tender Form is signed;

will be transferred to you/deposited with you, in good time, by the Depositary Intermediary of the shares, who undertakes to do so at the end of this form.

ACCEPTS irrevocably and unconditionally this Offer for _____ Shares registered in the stable shareholders book, with identification code XXITV0000180, which:

have already been deposited with you in securities account no. _____ in the name of: _____;

will be credited to the same deposit account after stock exchange settlement;

will be deposited with you at the same time as this Tender Form is signed;

will be transferred to you/deposited with you, in good time, by the Depositary Intermediary of the shares, who undertakes to do so at the end of this form.

ACCEPTS irrevocably and unconditionally to this Offer for no. _____ Shares with Increased Voting Rights, with ISIN code IT0005241762, which:

have already been deposited with you in securities account no. _____ in the name of: _____;

will be credited to the same deposit account after stock exchange settlement;

will be deposited with you at the same time as this Tender Form is signed;

will be transferred to you/deposited with you, in good time, by the Depositary Intermediary of the shares, who undertakes to do so at the end of this form.

AUTHORISES the Shares to be credited to a temporary escrow account with you, where required, for the purposes of this Offer.

AGREES as of now to the transfer to the Offeror of the Shares deposited in the temporary escrow account, where required, giving you an irrevocable mandate to complete or ensure the completion, in the name of and on behalf of the undersigned accepting party, all the formalities necessary for the transfer of the Shares, all against settlement of the Price of the Offer (the "Price of the Offer") as better specified in the Offer Document.

DECLARES to accept as of now the reversal of the transaction should any irregularities be found in the data contained in this Tender Form following the checks and controls conducted after delivery of the Shares referred to in this Tender Form.

ACKNOWLEDGES

- 1) that the Price for each Share tendered in acceptance of the Offer will be **Euro 0.61** (the "Price"), as better described in Section E, Paragraph E.1 of the Offer Document and following the procedures indicated in Section F of the Offer Document;
- 2) that his/her acceptance of the Offer is irrevocable, without prejudice to the possibility of accepting competing offers, as per the terms of current rules and regulations;
- 3) that the Offer is subject to the conditions specified in Paragraph A.1 of the Offer Document; if one or more of these conditions is not fulfilled - and if the Offeror decides not to waive the same - the Offer will not go ahead; in this case the Shares will be returned by the first Stock Exchange Trading Day after the first press release announcing the non-validity of the Offer, and they will become available once again to the Tenderers through the Depositary Intermediaries, without any charges or expenses being debited;
- 4) that, in the event that the tenders in acceptance of the Offer are for a total number of Shares exceeding the maximum number of Shares Eligible for Tender, an Allocation process will be carried out using the pro-rata method, on the basis of which the Offeror will purchase from all the Shareholders the same proportion (equal to the Allocation Coefficient) of Shares as those tendered by them;
- 5) that the Offer Document states that the Price of the Offer will be paid in cash on the fifth Stock Exchange Trading Day after the closing date of the Acceptance Period indicated in the Offer Document, without prejudice to any extensions or modifications of the Offer that may be made in accordance with applicable laws and regulations, **on 20th December 2024**. Such payments are subject to the completion of the formalities necessary to transfer the Shares to the Offeror;
- 6) that the Shares tendered in acceptance of the Offer by the end of the Acceptance Period will be restricted to service the Offer until the Payment Date and the Tenderers may exercise all the patrimonial and administrative rights pertaining to the Shares, but may not assign, in whole or in part, or otherwise make any acts of disposition (including pledges or other charges or encumbrances) on the Shares tendered in acceptance of the Offer;
- 7) that the Price of the Offer is net of stamp duty, commissions and expenses, which will be borne by the Offeror, while the substitute tax on any capital gain, if due, will be entirely borne by the Tenderers to the Offer and no interest will be paid on the Price of the Offer between the date of acceptance of the Offer and the Payment Date;
- 8) that the risk that the Depositary Intermediaries fail to deliver this Tender Form and to deposit the Shares with the Appointed Intermediaries by the last day of the Acceptance Period, as well as the risk that the Depositary Intermediaries fail to transfer the Price of the Offer to the persons entitled thereto, or delay the transfer thereof, will be borne exclusively by the Tenderers.

AUTHORISES this Depositary Intermediary to settle/ensure settlement by:

crediting to account no. _____ in the name of _____ at _____
IBAN _____

non-transferable banker's draft payable to _____ to be sent to _____

the amount of Euro _____ (no. Shares x Euro 0.61) representing the Price of the Offer due for the Shares tendered in acceptance of the Offer,

DECLARES

- a) to be aware that the Offer is addressed, without distinction and on equal terms, to all holders of Shares and is launched exclusively in Italy. The Offer has not been and will not be launched or disseminated in the United States of America as defined under Regulation S of the U.S. Securities Act of 1933, as amended, in Canada, Japan and Australia, or in any other country where the Offer is not permitted in the absence of authorisation by the competent authorities (such countries, including the United States of America, Canada, Japan and Australia, collectively, the "Other Countries") either using national or international communication or trading tools of the Other Countries (including, without limitation, the postal network, fax, telex, e-mail, telephone and internet), or through any facility of any of the financial intermediaries of the Other Countries, or in any other manner. Furthermore, the Offer may not be accepted by means of the aforementioned national or international communication or trading tools or from within the territory of the United States (for further information, see Section F, Paragraph F.4, of the Offer Document);
- b) that he/she has not received and/or sent copies or original copies of this Tender Form, the Offer Document and/or any document relating to the Offer from or to the Other Countries where the Offer is not permitted in the absence of authorisation by the competent authorities and that has not otherwise used, in connection with the Offer directly or indirectly, the postal services and/or any other national or international trading means or tool (including, without limitation, the postal network, fax, telex, e-mail, telephone and internet), or the services of any regulated market of the Other Countries; and
- c) to be outside the Other Countries where the Offer is not permitted in the absence of authorisation by the competent authorities when this Tender Form is delivered or signed.

As per the terms of Article 13 of the General Data Protection Regulation (EU) 2016/679 (the "GDPR") all Tenderers accepting the Offer are hereby informed that the personal data they provide in this application will be processed, including through IT procedures, for the needs directly associated with and instrumental to the Offer (collection of tenders, verification of their regularity and assignment). Personal data will be processed, as autonomous Data Controllers, each for the purposes associated with and instrumental to their role in the transaction, by the Intermediary Appointed to Coordinate the Collection of the Tenders (Spafid S.p.A.), the Offeror, the Depositary Intermediaries and the companies identified by the latter which perform functional or support activities as necessary for the transaction. The needs indicated represent the legal basis for the relevant processing operations. The provision of personal data is necessary in order to execute this application, and therefore, failure to provide even a part of the same will mean that the application cannot be accepted. With regard to the aforementioned processing, the data subject may exercise all the rights expressly granted under the GDPR, according to the procedures specified in the privacy sections disclosed in the media of the Data Controllers (for Spafid S.p.A., please refer to the website www.spafid.it).

The Tenderer or his/her representative

Stamp and signature of the Appointed Intermediary

The DEPOSITARY INTERMEDIARY with whom this Tender Form has been filed hereby declares upon presentation by the Tenderer (or his/her representative) and under its own responsibility:

- a) that it is the depository of the above-mentioned Shares held by the Tenderer;
- b) that it will fulfil the necessary formalities for the transfer of the Shares referred to in this Tender Form to the Appointed Intermediary exclusively through Monte Titoli S.p.A., by and no later than the final date of the Offer (unless extended).

Stamp and signature of the Depository Intermediary

Sheet No. 1 - Copy for the Intermediary Appointed to Coordinate the Collection of the Tenders

Sheet No. 2 - Copy for the Appointed Intermediary

Sheet No. 3 - Copy for the Depository Intermediary

Sheet No. 4 - Copy for the Tender