

## CERVED GROUP S.P.A. - FAC-SIMILE OF WITHDRAWAL DECLARATION

**Cerved Group S.p.A.**  
Via Dell'Unione Europea n.6A/6B  
20097, San Donato Milanese  
*Attention: Ufficio Soci*

*By registered mail or certified  
electronic mail (PEC) to:  
cervedgroup@pec.cerved.com*

*(to be sent by and not later than 2 February 2022)*

**Subject: Exercise of the withdrawal right pursuant to articles 2437 and ff. of the Italian Civil Code (the “Withdrawal Right”)**

### IF SHAREHOLDER NATURA PERSON

The undersigned....., born in ..... on  
....., domiciled in ..... (city),  
at..... (address), tax code .....,  
telephone ..... email .....<sup>1</sup>.

### IF SHAREHOLDER LEGAL PERSON

The undersigned..... in his/her capacity as legal  
representative of the company ....., with seat in  
..... (city), at ..... (address), tax  
code / VAT code ....., telephone .....  
email ....., registered under n° ..... of the  
Companies' Register of.....<sup>2</sup>

### **HAVING ACKNOWLEDGED THAT**

- by a resolution passed by the shareholders' meeting of Cerved Group S.p.A. (“**Cerved**” or the “**Company**”) held on 14 January 2022 (the “**Shareholders' Meeting**”) and registered at the Milan Companies' Register on 18 January 2022, the plan of merger (the “**Merger Plan**”) by incorporation of Castor Bidco S.p.A. into the Company and the consequent elimination of the list voting mechanism from Cerved's by-laws (the “**Resolution**”) was approved;

<sup>1</sup> In the case of co-ownership of shares for which no common representative has been appointed pursuant to Article 2347 of the Civil Code, the data and signatures of all the holders are required by expanding this form or by completing an additional form.

<sup>2</sup> In the case of co-ownership of shares for which no common representative has been appointed pursuant to Article 2347 of the Civil Code, the data and signatures of all the holders are required by expanding this form or by completing an additional form.

- the shareholders holding Cerved shares that did not participate in the resolution of the Shareholders' Meeting concerning the approval of the Merger Plan are entitled to exercise their right of withdrawal pursuant to Article 2437, first paragraph, letter g) of the Italian Civil Code;
- this declaration of exercise of withdrawal must be sent by registered letter or, alternatively, by certified electronic mail (PEC) to the address [cervedgroup@pec.cerved.com](mailto:cervedgroup@pec.cerved.com), no later than fifteen calendar days from the date of registration of the Resolution in the Register of Enterprises of Milan and, therefore, no later than **2 February 2022**.

#### DECLARES

- to exercise the withdrawal with respect to No. \_\_\_\_\_ Cerved shares (the “**Withdrawal Shares**”), registered on the securities account No. \_\_\_\_\_ with the intermediary \_\_\_\_\_ Ag. No. \_\_\_\_\_ in \_\_\_\_\_ street \_\_\_\_\_ (the “**Intermediary**”);
- that the Withdrawal Shares are owned by the undersigned without interruption from the date of the Shareholders' Meeting that approved the Merger Plan (*i.e.* 14 January 2022) until today and that after such date they have not been and will not be transferred;
- not to have taken part in the aforesaid Resolution;
- to be aware that the liquidation value is equal to Euro 10.095 for each Withdrawal Share, as determined by the Board of Directors of the Company pursuant to Article 2437-ter, paragraph 3, of the Italian Civil Code, and that such amount will be paid only at the end of the liquidation procedure provided for by the applicable law;
- that it has taken steps - or will take steps - to request the Intermediary referred to above to send to the Company the communication (the “**Intermediary Communication**”) referred to in Article 43 of the Single Provision on Post-Trading adopted by Consob and the Bank of Italy on 13 August 2018, as subsequently amended (the “**Single Provision**”) certifying the uninterrupted ownership by the withdrawing shareholder of the Withdrawal Shares in relation to which the Right of Withdrawal is being exercised from before the opening of the proceedings of the Shareholders' Meeting that approved the Merger Project (*i.e.* 14 January 2022) until the date of issue of the Intermediary Communication (inclusive);
- the Withdrawal Shares<sup>3</sup>:
  - are free from any pledge or other encumbrances in favour of third parties;
  - are subject to pledge/usufruct/repatriation; in this respect, as a condition for the validity and admissibility of the exercise of the Right of Withdrawal, please find attached a declaration made by the person in whose favour the pledge on the Withdrawal Shares is established, showing that such person has given his irrevocable consent to carry out the liquidation of the Withdrawal Shares in accordance with the instructions of the withdrawing shareholder;

#### REQUESTS

that the Company, upon verification of the regularity of this statement of withdrawal (the “**Statement of Withdrawal**”) and upon receipt of the Intermediary's Communication, shall liquidate the Withdrawal Shares and pay the relevant liquidation value (n. of Withdrawal Shares multiplied by Euro 10,095) in accordance with Article 2437-ter of the Civil Code, crediting the relevant amount to its account with IBAN \_\_\_\_\_ with the Intermediary \_\_\_\_\_ Ag. n. \_\_\_\_\_ in \_\_\_\_\_ street \_\_\_\_\_;

#### FURTHER DECLARES THAT IT IS AWARE AND ACCEPTS THAT

<sup>3</sup> Select the box that corresponds to the status of the Withdrawal Shares and, if appropriate, attach the necessary documentation for the afore mentioned purposes.

- this Declaration of Withdrawal, under penalty of inadmissibility, must be sent to the registered office of Cerved by registered letter or by PEC to the address [cervedgroup@pec.cerved.com](mailto:cervedgroup@pec.cerved.com), no later than **2 February 2022** (inclusive). For the purpose of the regularity of this Declaration of Withdrawal by registered letter, the date of the postmark will be relevant. Any Declaration of Withdrawal sent after the aforementioned deadline, or lacking the necessary information, or not accompanied in due time by the relevant Intermediary Communication, shall not be taken into consideration;
- it is the responsibility of the undersigned to ensure the accuracy of the information contained in the Declaration of Withdrawal and to ensure that the Intermediary transmits the Intermediary Communication to the Company;
- Cerved assumes no responsibility with respect to the preceding points;
- in accordance with the provisions of Article 2437-bis of the Civil Code and the applicable regulatory provisions, the issue of the Intermediary Communication is accompanied by the blocking of the Withdrawal Shares by the Intermediary itself until the outcome of the liquidation procedure;
- that the Withdrawal Right, legitimately exercised, shall be effective subject to the completion of the Merger.

Best regards

Place and date

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Signature

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