

## Key Terms

### Approval of the Participation Certificate Holders Agreement by the Accepting Party

The Accepting Party hereby approves the Participation Certificate Holders Agreement and agrees with the clarifications set out herein relating to the relationship between the Shareholders' Agreement and the Participation Certificate Holders Agreement.

### Relation of the Shareholders' Agreement to the Participation Certificate Holders Agreement

The Shareholders' Agreement shall only apply to the parties of the Shareholders' Agreement and governs, among other rights and obligations, the transfer restrictions for the Shareholders' Shares of the parties. The transfer restrictions of the Shareholders' Agreement do not apply to Participation Certificates and the Participation Certificates can therefore be sold and transferred outside the restrictions and reporting obligations (e.g., rights of first refusal or purchase options) of the Shareholders' Agreement, regardless of whether the Participation Certificate Holder is a party to the Shareholders' Agreement or not. Nevertheless, the Participation Certificate Holders Agreement may stipulate transfer restrictions applicable to the Participation Certificates.

The Participants Agreement, shall only apply to all Participation Certificate Holders and governs, amongst other rights and obligations, the tag-along and drag-along rights and obligations of Participation Certificate Holders.

In the event of any conflict or discrepancy between the provisions of the Participation Certificate Holders Agreement, the articles of association of the Company, or any other governing documents of the Company, the provisions of the Participation Certificate Holders Agreement shall prevail. In the event of any conflict or discrepancy between the provisions of the Participation Certificate Holders Agreement and the Shareholders' Agreement, the provisions of the Participation Certificate Holders Agreement shall be interpreted in line with the provisions of the Shareholders' Agreement, which shall prevail.

## Miscellaneous

Accession in case of transfer of Shareholders' Shares: The Accepting Party shall not transfer any of its Shareholders' Shares unless the recipient has executed an acceptance declaration to the Shareholders' Agreement. The third party (the acceding party) acquires the rights and obligations under this acceptance declaration by unilaterally signing it. Explicit consent and/or a countersignature of all other parties is not required.

Termination of the Shareholders' Agreement: The termination of the Shareholders' Agreement only affects provisions relating to Shareholders' Shares. In particular, the Participation Certificate Holders Agreement is not affected by such termination and remains in force.

Governing Law & Jurisdiction: This acceptance declaration shall be governed by and construed in accordance with the substantive laws of Switzerland to the exclusion of the rules on conflicts of laws and the UN Convention on the international sale of goods (CISG). All disputes arising out of or in connection with the present acceptance declaration, including disputes on its conclusion, binding effect, amendment and termination, shall be resolved by the ordinary courts at the seat of the Company.

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Mr. Frédéric Correia Pignolo Mr. Loïc Giacomini

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Mr. Andrew Karl Reistad Mr. Georges Polliand

**Annex 1: Participation Certificate Holders Agreement**

{attached}