

Milan, 21 June 2017

Disposal of the shares of Fondazione Regionale per la Ricerca Biomedica in NMS Group Srl – Instructions for the drafting, submission and delivery of the Binding Offers

Binding Offers shall be addressed to **Fondazione Regionale per la Ricerca Biomedica** (“FRRB”), Piazza Città di Lombardia, 1 - 20124 Milan even in the case the Binding Offers are finalized to propose the acquisition of assets, business, branch of business as well as other goods in the property of NMS Group Srl or of any other company controlled by NMS Group Srl.

Binding Offers shall be submitted in secret form and delivered in a sealed envelop, without any identification sign, bearing the following words: “Project Molecular – Offerta Vincolante” at Leonardo & Co. S.p.A. offices, via dell’Orso 8 - 20121 Milano, **between 9am CET and 1pm CET of June 30, 2017**.

Binding Offers shall not be anticipated via email, fax, certified email or any other form which will not guarantee the confidentiality of the Binding Offers.

The delivery of the Binding Offers until the above mentioned deadline is at full risk of the sender, should for any reason whatsoever the Binding Offers not be delivered in due time. Time of delivery will be set exclusively by the registration made by the Leonardo & Co. S.p.A. agent delegated to receive the Binding Offers.

Binding Offers shall be drafted in Italian or English language; FRRB shall be entitled to request an official Italian translation of the Binding Offers.

Binding Offers shall be expressly declared irrevocable for at least 60 days from the date of delivery.

Binding Offers, containing all the further information and data indicated in Leonardo & Co. S.p.A. communication, shall be signed by the legal representative of the bidder or by an authorized proxy holder, both having any and all appropriate powers to sign all the documentation, deeds, papers, etc. necessary and/or appropriate to negotiate, finalize and execute the Binding Offer and the consequent possible definitive agreement, for the participation to the bid process, for the negotiation and agreement of the elements of the definitive binding agreement and the performance of all acts and the drafting and negotiation of all documents necessary to finalize and execute the deal. Each page of the Binding Offers shall be initialed by the legal representative of the bidder or by his/her authorized proxy holder.

In order to guarantee the absence of any conditioning among the bids, it is strictly prohibited to the bidders to exchange information, data or evaluations related to the Binding Offers and/or to the participation to the tender at stake or, in any case, adopt any action which might, under any circumstance, limit the competition among bidders.

The further conditions and instructions set forth by Leonardo & Co. S.p.A. in earlier communications related to the drafting, submission and delivery of the Binding Offers remain fully valid if not conflicting with the instructions set out above.

Leonardo & Co. Sp.A.