

**EXTENSION TO 20 MAY 2022 OF THE TERM OF THE LETTER OF INTENT FOR
THE PURCHASE OF A STAKE EQUAL TO 43.209% OF THE SHARE CAPITAL OF BE
SHAPING THE FUTURE S.P.A. BY ENGINEERING S.P.A.**

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Milan, May 1, 2022 - Today Engineering Ingegneria Informatica S.p.A. ("Engineering") together with its direct and indirect controlling companies headed by the private equity funds advised by Bain Capital Private Equity (Europe) LLP or its affiliates ("Bain Capital Private Equity") and NB Renaissance, on one hand, and a group of shareholders (collectively the "Sellers") of Be Shaping the Future S.p.A., a company listed on the Euronext STAR Milan segment organized and managed by Borsa Italiana ("Be" or the "Company" and, together with its subsidiaries and businesses, the "Be Group"), which includes Tamburi Investment Partners S.p.A. ("TIP" - tip.mi), Stefano Achermann and his subsidiary Innishboffin S.r.l., Carlo Achermann and his subsidiary Carma Consulting S.r.l., on the other hand, have agreed to renew the letter of intents entered into on 11 February 2022 (and disseminated to the market on the same date) and expired on 30 April 2022, at the same terms and conditions, except for the final term which will be extended from 30 April 2022 to 20 May 2022 (the "LOI").

As previously communicated, the LOI includes, *inter alia*, the main terms of an agreement aimed at the purchase of a stake equal to 43.209% of Be (45.630% fully diluted by the treasury shares) by Engineering (through a wholly owned corporate vehicle (the "Purchaser")) from the Sellers (the "Purchase") at a unitary price - already taking into account the dividend proposed to the shareholders' meeting in the amount of 0.03 Euro per share - of Euro 3.45 per Be share (the "Unitary Purchase Price"). If the Purchase is completed, Engineering and the Purchaser will be obliged to launch a mandatory tender offer over all the Be shares not purchased as part of the Transaction, pursuant to Articles 102 and 106 of Legislative Decree 58/1998 (the "Mandatory Tender Offer") for a price equal to the Unitary Purchase Price, aimed at de-listing Be from the Milan Stock Exchange (the "Transaction").

The parties have agreed to renew and extend the LOI due to the volume and complexity of the activities required before binding agreements relating to the Transaction could be signed by the Purchaser and the Sellers (the "Binding Agreements").

In particular: (i) Engineering has substantially concluded its due diligence activities on the Be Group's information as at 31 December 2021 without identifying any material issues that would, as of this date, lead Engineering to consider the outcome of the due diligence to not be satisfactory; (ii) the negotiation and drafting between the parties of the Binding Agreements and the process of obtaining the financing necessary for the Transaction are still ongoing. Once completed, the Transaction also requires the final approval by the competent corporate bodies of the Sellers, Engineering and its parent companies, as well as the investment committees of the funds Bain Capital Private Equity and NB Renaissance.

Lastly, as previously communicated, following the execution of the Binding Agreements and the approval of the Transaction, the closing of the Purchase and the consequent launch of the Mandatory Tender Offer shall, however, be subject to the following conditions: (i) the fulfilment of all the authorisations and consents required by law (antitrust, golden power, etc.), (ii) the achievement by the Purchaser of agreements with shareholders of the Company other than the Sellers concerning the commitment to transfer to the Purchaser further Be shares which, added to the shares acquired from the Sellers, result in a total shareholding in Be equal to more than 50% of the Company's voting shares and (iii) the actual availability of the resources necessary to carry out the Purchase of the Sellers' shares already object of the LOI and, more generally, the Transaction.

With reference to point (ii) above, it should also be noted that discussions are under way with certain shareholders of Be (other than the Sellers) in order to explore their willingness to sell their shares in Be at the same time as (and subject to) those of the Sellers and at the same Unitary Purchase Price; should this willingness be formalised, it will be subject of separate press release to the market.

Milan, May 1, 2022

This release relates to the disclosure of information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014.

This release is not intended to and does not constitute an offer to sell or the solicitation of an offer to buy or an invitation to purchase any securities in any jurisdiction. The securities referenced in this release have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended, or any applicable state or foreign securities laws.

The information contained in this release may contain forward-looking statements. These statements involve elements of subjective judgment and analysis and are based upon the best judgment of the Engineering Group as of the date hereof. These statements are subject to change without notice and are based on a number of assumptions and entail known and unknown risks and uncertainties, as there are a variety of factors that may cause actual events and developments to differ materially from any future events and developments expressed or implied by such forward-looking statements. Therefore, you should not rely on these forward-looking statements. Neither the Engineering Group nor any other person gives any undertaking, or is under any obligation, to update these forward-looking statements for events or circumstances that occur subsequent to the date of this release or to update or keep current any of the information contained herein and this release is not a representation by the Engineering Group or any other person that they will do so, except to the extent required by law.

