

Public tender offer by QINO Group Holding AG, Hünenberg, Switzerland, for all publicly held bearer shares of QINO AG, Hünenberg, Switzerland, with a nominal value of CHF 0.10 each

Declaration of Acceptance and Assignment

As the legal owner of [REDACTED] (please fill in number) bearer share(s) of QINO AG, Hünenberg, Switzerland (**QINO**), with a nominal value of CHF 0.10 each (**QINO-Shares**, each individually **QINO-Share**), I/we hereby accept the public tender offer dated 28 March 2018 (**Offer**) of QINO Group Holding AG, Hünenberg, Switzerland (**QINO Holding**) for the number of QINO-Shares mentioned above, against payment of the offer price less the gross amount of any dilutive effects (as described in the offer prospectus of QINO Holding dated 28 March 2018 (**Offer Prospectus**)) (**Offer Price**), and hereby assign my/our above mentioned QINO-Share(s) to QINO Holding, effective as of the settlement date of the Offer (as described in the Offer Prospectus).

The Offer Price for each QINO-Share is CHF 20.19 net in cash unless I/we chose the payment in euro by marking the following field.

- I/we chose to receive the Offer Price per above mentioned number of QINO-Shares in euro and will receive EUR 17.53 net in cash for each QINO-Share at the settlement of the Offer, less the gross amount of any dilutive effects (as described in the Offer Prospectus (please mark with a cross if desired, otherwise payment will be in Swiss francs (see above))).

Please refer to the Offer Prospectus for further details regarding the Offer.

For the settlement of the Offer, I/we hereby instruct my/our deposit bank to deliver to Bank Vontobel AG, Zurich, acting as acceptance and payment agent, the number of QINO-Shares mentioned above against payment of the Offer Price. I/We hereby take note that tendered QINO-Shares are blocked by the respective custodian bank when tendered and can therefore no longer be traded.

Important notice: Please sign this form on the last page in order to tender your QINO-Share(s).

Offer restrictions

General

The Offer described in the Offer Prospectus is not and will not be made directly or indirectly in any country or jurisdiction in which the Offer would be unlawful or in which it would otherwise breach applicable law or in which the Offeror or one of its shareholders would be obliged to make any change or alteration to the terms and conditions of the Offer, to make any additional application to governmental, regulatory or other authorities or to carry out any additional acts in relation to the Offer. It is not intended to extend the Offer to any such country or jurisdiction. Documents relating to the Offer may not be distributed in or sent to such countries or jurisdictions and may not be used by any natural person or legal entity resident or incorporated in such countries or jurisdictions for the purpose of soliciting purchases of participation rights in the Company in such countries or jurisdictions.

Any acceptance of the Offer as a result of active solicitation or other breach of the above restrictions shall be refused.

Acceptance of the Offer by persons resident in a country other than Switzerland may be subject to specific obligations and restrictions. It is the exclusive responsibility of the recipient of the Offer to comply with these rules and, before accepting the Offer, to check whether they exist and whether they apply in accordance with the recommendation of their own advisors.

United States of America

The Offer described in the Offer Prospectus is not being made directly or indirectly in or by use of the mail of, or by any means or instrumentality of interstate or foreign commerce of, or any facilities of a national securities exchange of, the United States of America and may only be accepted outside the United States of America. This includes, but is not limited to, facsimile transmission, telex or telephones. The Offer Prospectus and any other offering materials with respect to the Offer may not be distributed in nor sent to the United States of America and may not be used for the purpose of soliciting the sale or purchase of any securities of QINO from anyone in the United States of America. QINO Holding is not soliciting the tender of securities of QINO by any holder of such securities in the United States of America. Securities of QINO will not be accepted from holders of such securities in the United States of America. Any purported acceptance of the Offer that QINO Holding or its agents believe has been made in or from the United States of America will be invalidated. QINO Holding reserves the absolute right to reject any and all acceptances determined by it not to be in the proper form or the acceptance of which may be unlawful. A person tendering securities into this Offer will be deemed to represent that such person (a) is not a U.S. person, (b) is not acting for the account or benefit of any U.S. person, and (c) is not in or delivering the acceptance from, the United States of America.

United Kingdom

The communication of the Offer Prospectus and any other offer documents relating to the Offer is directed only at persons in the United Kingdom who (i) have professional experience in matters relating to investments falling within article 19(5) of The Financial Services and

*Markets Act 2000 (Financial Promotion) Order 2005 (Order), (ii) are persons falling within article 49(2)(a) to (d) ('high net worth companies, unincorporated associations, etc.') of the Order, or (iii) are persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as **Relevant Persons**). This communication must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this communication relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. Persons distributing this offer prospectus must satisfy themselves that it is lawful to do so.*

Australia, Canada and Japan

The Offer described in the Offer Prospectus is not addressed to shareholders of QINO whose place of residence, seat or habitual abode is in Australia, Canada or Japan, and such shareholders may not accept the Offer.

Forward-looking statements

The Offer Prospectus contains forward-looking statements or statements that may be deemed to be forward-looking statements. In certain cases, such forward-looking statements may be identified by formulations such as "align", "believe", "estimate", "anticipate", "expect", "intend", "aim", "may", "will", "plan", "continue" or "should" or similar terms. These forward-looking statements contain statements about matters that are not historical facts or that cannot be proven by reference to past events. By their nature, forward-looking statements involve known and unknown risks and uncertainties, as they relate to events and/or depend on circumstances that may or may not occur in the future.

Miscellaneous

By signing this declaration, I/we confirm that I/we are entitled to accept the Offer in accordance with the above offer restrictions.

This declaration shall enter into force upon its signature. It does not expire upon the death, disappearance, loss of capacity to act or bankruptcy of the undersigned.

This declaration is subject to substantive Swiss law, excluding the provisions of conflict of laws.

The ordinary courts in Hünenberg (Zug) at the current registered office of QINO Holding are exclusively responsible for all disputes arising from or in connection with this declaration, including disputes concerning their valid submission, their legal validity, interpretation, fulfilment, infringement, amendment or dissolution and any non-contractual claims raised in connection therewith.

Information of the shareholder(s) (please write in capital letters)

First and last name / Company name: _____

Address: _____

Postcode, place: _____

Country: _____

Phone number (optional):

Private: _____ Business: _____

Signature(s) of shareholder(s) or its representative(s):

Place, date: _____, _____

Name:

Name: