Form of the Letter of Adherence

[*to be entered into by way of exchange of correspondence*]

|  |  |
| --- | --- |
| To: | [●] and [●] as Founders under the Agreement (as defined below)  [●] as Significant [Quotaholder(s)/Shareholder(s)] under the Agreement  [●] as Company under the Agreement  [●] as Investor under the Agreement |
| From: | [*New Investor*] |
| Dated: | [                   ] |

Dear All:

* + 1. I/We refer to the subscription agreement for future equity (the “**Agreement**”) dated [●] and entered into between [●] and [●] (the “**Founders**”), [●] (the “**Significant** [**Quotaholder/Shareholder**]”), [●] (the “**Company**”) and, among others, [●] (the “**Investor**”).
    2. This letter is a Letter of Adherence for the purposes of the Agreement.
    3. Terms defined in the Agreement have the same meaning in this Letter of Adherence unless given a different meaning herein.
    4. [*New Investor*] agrees to become a Significant [Quotaholder/Shareholder] and to be bound by the terms of the Agreement in order to effect Clause 4.1 (b) of the Agreement as if it had been an original party to the Agreement.
    5. Significant [Quotaholder’s/Shareholder’s] administrative details for the purposes of the Agreement are as follows:

Address:  
 Email:

* + 1. This Letter of Adherence is governed by Italian law.

**SIGNIFICANT QUOTAHOLDER/SHAREHOLDER**

By   
 Name:  
 Address:  
 Email: