

## Appendix 1 - Acceptance Form

For use when accepting the cash tender offer (the "Offer") from Euronext N.V. ("Euronext") to acquire all outstanding shares (the "Oslo Børs VPS Shares") of Oslo Børs VPS Holding ASA ("Oslo Børs VPS") as set out in the offer document dated 14 January 2019, as amended.

Return to:  
Skandinaviska Enskilda Banken AB (publ), Oslo Branch  
Filipstad Brygge 1  
P.O.Box 1843 Vika  
N-0123 Oslo, Norway  
Fax: +47 21 00 89 62  
Email: [acceptance@seb.no](mailto:acceptance@seb.no)

VPS account number:	Number of shares:	Bank account number:	Registered trustee(s):

### DEADLINE FOR ACCEPTANCE:

Skandinaviska Enskilda Banken AB (publ), Oslo Branch (the "Receiving Agent") must receive this Acceptance Form before 6 May 2019 at 18:00 CET. Shareholders who own Shares allocated to more than one VPS account will receive one Acceptance Form for each account. One Acceptance Form for each VPS account must be completed and returned within the deadline.

To Euronext and the Receiving Agent:

1. I/We have received the Offer Document dated 14 January 2019, and accept the Offer for all my/our Oslo Børs VPS Shares according to the terms set forth in the Offer Document, as subsequently amended including with respect to Offer Price (NOK 158) and Acceptance Period. Unless otherwise indicated by ticking the box below, my/our acceptance includes, in addition to Oslo Børs VPS Shares I/we have registered on the VPS account stated at the top of this acceptance form, all Oslo Børs VPS Shares I/we have acquired or will acquire, and which will be registered on the above-mentioned VPS account, until the Offer is completed. Acceptants who want to accept the Offer for only a portion of the Oslo Børs VPS Shares they own, must provide information about this here:

**My/Our acceptance only applies to parts of my/our shareholdings in Oslo Børs VPS Holding ASA (Check the box if applicable)**

**My/Our partly acceptance of the Offer applies to \_\_\_\_\_ Oslo Børs VPS Shares**

2. By delivering a duly executed acceptance form, I/we give the Receiving Agent an irrevocable authorisation to block all my/our Oslo Børs VPS Shares covered by this acceptance, in favour of the Receiving Agent. I/We are aware that from the date hereof I/we will therefore not be able to sell or in any other way dispose over, use as security, pledge, encumber or transfer to another VPS account, Oslo Børs VPS Shares covered by this acceptance.

3. By delivering a duly executed acceptance form, I/we give the Receiving Agent an irrevocable authorisation to transfer all my/our Oslo Børs VPS Shares covered by this acceptance to Euronext upon completion and settlement of this Offer. Settlement for the Oslo Børs VPS Shares will be made simultaneously with the transfer of the Oslo Børs VPS Shares to Euronext, and will be made in NOK.

4. I/We accept that the payment will be credited to my/our bank account used by the VPS for dividend payments, stated above, or, if these are no record of such account, that payment will be sent to me/us by bank

giro or check. For acceptants who do not hold a bank account with a Norwegian bank, payment details for offshore payments must be included, such as IBAN, SWIFT/BIC or similar payment codes depending on the jurisdiction where the bank account is located.

5. My/Our Oslo Børs VPS Shares will be transferred free of encumbrances. I/we recognise that I/we shall procure that all trustees (registered trustees to the VPS account as of today is marked with a "Yes" under "Trustee(s)" above right) shall have consented in writing on this acceptance form to the sale and transfer of the Oslo Børs VPS Shares to Euronext free of encumbrances.

6. Euronext will settle all my/our VPS transaction costs that may occur as a direct consequence of my/our acceptance of the Offer.

7. The Offer and all acceptances of the Offer are governed by Norwegian law. I/We agree that any disputes regarding the Offer shall exclusively be settled by Norwegian courts with Oslo District Court as agreed legal venue.

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Place	Date	Binding signature*	Telephone daytime
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\*If signed by power of attorney, the power of attorney (and with respect to companies, Certificate of Registration or similar documentation) shall be enclosed.

\*If signed by a person with signatory right, Certification of Registration or similar documentation shall be enclosed.

Trustee: As trustee, the undersigned consents to the transfer of the Oslo Børs VPS Shares to Euronext free of encumbrances.

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Place	Date	Trustee's	Binding signature*
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\*If signed by power of attorney, the power of attorney (and with respect to companies, Certificate of Registration or similar documentation) shall be enclosed.

\*If signed by a person with signatory right, Certificate of Registration or similar documentation shall be enclosed.

\*If more than one trustee is registered, each trustee must sign.

**Payment details for acceptants who do not hold a bank account with a Norwegian bank**

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Bank name	IBAN	Swift/Bic	Other
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