

## OFFER ACCEPTANCE FORM

The undersigned, \_\_\_\_\_ (the “**Purchaser**”), hereby agrees to purchase \_\_\_\_\_ shares (the “**Subject Shares**”) of BOSP Bancshares, Inc. (the “**Company**”) common stock offered for sale by a private shareholder of the Company (the “**Selling Shareholder**”) for a purchase price of \$ \_\_\_\_\_ per share, or \$ \_\_\_\_\_ in the aggregate, subject to confirmation by the Selling Shareholder.

### **Selling Shareholder Representations, Warranties and Covenants:**

Selling Shareholder represents and warrants to Purchaser as of the date hereof and as of the closing of the transaction contemplated hereby (the “**Closing**”), which representations and warranties shall survive the Closing that: (i) Selling Shareholder is the record owner and holder of the Subject Shares and shall continue to own the Subject Shares until the delivery of the Subject Shares to Purchaser at Closing; (ii) all of the Subject Shares are owned by Selling Shareholder free and clear of all liens, encumbrances, charges and assessments of every nature and subject to no restrictions with respect to transferability, other than restrictions imposed under law or the Articles of Incorporation or Bylaws of BOSP, including BOSP’s right of first refusal; (iii) Selling Shareholder has full power and authority to assign and transfer the Subject Shares to Purchaser in accordance with the terms of this Offer Acceptance Form; (iv) Selling Shareholder has the authority to execute this Offer Acceptance Form and to sell the Subject Shares; and (v) neither the execution and delivery of this Offer Acceptance Form nor compliance with its terms shall cause Seller to breach any statute or regulation of any governmental authority.

### **Purchaser Acknowledgements:**

The Purchaser acknowledges that the Subject Shares are being offered for sale by the Selling Shareholder and not Company, its wholly-owned bank subsidiary Bank of Sun Prairie (the “**Bank**”), or any of their officers, employees or directors and that neither the Company nor the Bank is making any representations or warranties with respect to the Subject Shares. Further, the Company can make no assurances that the Selling Shareholder will confirm the transaction on the terms set forth on this Offer Acceptance Form.

The Purchaser further acknowledges that the Company, the Bank and the officers, employees and directors of the Company and the Bank (collectively, the “**Company Parties**”) may from time to time be aware of certain material non-public information regarding the operations or the prospects of the Company and/or the Bank, which information, if known to the Selling Shareholder or the Purchaser, could influence the price at which the Subject Shares are traded, and that the Company Parties are under no obligation and are strictly prohibited from disclosing such information to either the Selling Shareholder or the Purchaser, including whether any such material non-public information exists.

The Purchaser further acknowledges that the transaction contemplated by this Offer Acceptance Form is subject to the Company’s right of first refusal as set forth in its Articles of Incorporation.

**Please enter the exact name in which the Subject Shares should be registered if the transaction is consummated:**

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**PURCHASER**

\_\_\_\_\_

Print Name: \_\_\_\_\_

Date: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Telephone No.: \_\_\_\_\_

Email: \_\_\_\_\_

**SELLER CONFIRMATION**

The Selling Shareholder hereby confirms the Purchaser's acceptance on the terms set forth on this Offer Acceptance Form.

**SELLING SHAREHOLDER**

\_\_\_\_\_

Print Name: \_\_\_\_\_

Date: \_\_\_\_\_