# Zuidbroek

571799.bstwe(iv).cab/BJK

# DRAFT ZUIDBROEK DATED 18 APRIL 2024 DEED OF AMENDMENT OF THE ARTICLES OF ASSOCIATION CABKA N.V.

(This is an unofficial translation of the deed of amendment of the articles of association (in Dutch: akte van statutenwijziging).

If differences occur in the translation, the Dutch text will prevail.)

On [●] appears before me, Bartholomeus Johannes Kuck, notaris (civil-law notary) in Amsterdam: [●].

The person appearing declares that on [●] the general meeting of: Cabka N.V., a public company (naamloze vennootschap), having its corporate seat in Amsterdam, the Netherlands and address at 1066 EP Amsterdam, the Netherlands, John M. Keynesplein 10, Trade Register number 80504493 (the "Company"), resolved to amend the articles of association of this Company and to authorise the person appearing to execute this deed. The adoption of these resolutions is evidenced by a declaration by B.J. Kuck, civil-law notary in Amsterdam, which is attached to this deed.

Pursuant to the aforementioned resolutions the person appearing declares to amend the Company's articles of association as follows:

Article 4 will be amended to read as follows:

## **Article 4. Authorised Capital and Shares**

- 4.1 The authorised capital of the Company amounts to twenty-four million Euros (EUR 24,000,000.00).
- 4.2 The authorised capital is divided into one hundred fifty million (150,000,000) Shares, having a nominal value of sixteen eurocent (EUR 0.16) each and is divided into classes as follows:
  - one hundred forty-nine million seven hundred thousand (149,700,000) Ordinary Shares; and
  - three hundred thousand (300,000) Special Shares, as such in accordance with Article 46.
- 4.3 All Shares will be registered Shares. No share certificates will be issued.

#### Article 5 paragraph 3 will be amended to read as follows:

5.3 If a Special Share is converted in accordance with the provisions of the Articles 5.1 and 5.2, the nominal value of the converted Special Share will (for accounting purposes) be used to pay up the nominal value of one (1) Ordinary Share. In addition, if a Special Share is converted into seven (7) Ordinary Shares, the payment of the nominal value of the remaining six (6) Ordinary Shares will be paid from the reserves of the Company.

#### Article 46 paragraph 1 will be amended to read as follows:

46.1 If and when each Special Share provided for in the authorised capital has been converted into Ordinary Shares or has been cancelled, Article 4.2, which outlines the authorised capital of the Company, will read as follows:

## Zuidbroek

"The authorised capital is divided into one hundred fifty million (150,000,000) Ordinary Shares having a nominal value of sixteen eurocent (EUR 0.16) each."

#### Final statement.

Finally, the person appearing declares that, by and with the execution of this deed as a result of an increase of the nominal value of the shares, the issued share capital of the Company amounts to six million five hundred twenty-eight thousand four hundred forty Euros and ninety-six eurocent (EUR 6,528,440.96) divided into (i) forty million seven hundred four thousand nine hundred seventy-eight (40,704,978) ordinary shares, having a nominal value of sixteen eurocent (EUR 0.16) each, and (ii) ninety-seven thousand seven hundred seventy-eight (97,778) special shares, having a nominal value of sixteen eurocent (EUR 0.16) each.

### **Attached document.**

A document in evidence of the resolutions, referred to in the head of this deed, is attached to this deed.

#### Final.

In witness whereof the original of this deed which will be retained by me, notaris, is executed in Amsterdam, on the date first mentioned in the head of this deed.

Having conveyed the substance of the deed and given an explanation thereto and following the statement of the person appearing to have taken note of the contents of the deed and to agree with the partial reading thereof, this deed is signed, immediately after reading those parts of the deed which the law requires to be read, by the person appearing, who is known to me, notaris, and by me.