

DRAFT ZUIDBROEK DATED 27 APRIL 2023
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) practising in Amsterdam:

[●].

The person appearing declares that on [*the eighth day of June two thousand twenty-three*] the general meeting of **Cabka N.V.**, a public company (*naamloze vennootschap*), having its corporate seat in Amsterdam, the Netherlands and address at 1101 DL Amsterdam, the Netherlands, Johan Cruijff Boulevard 65, 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.

Pursuant to those 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 one million five hundred thousand euro (EUR 1,500,000.00).
- 4.2 The authorised capital is divided into one hundred fifty million (150,000,000) Shares, having a nominal value of one eurocent (EUR 0.01) 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 in the amount of one eurocent (EUR 0.01) 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 in the amount of six eurocent (EUR 0.06) 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:

"The authorised capital is divided into one hundred fifty million (150,000,000) Ordinary Shares having a nominal value of one eurocent (EUR 0.01) each."

Final statement.

Finally, the person appearing declares that, by and with the execution of this deed as a result of a reduction of the nominal value of the shares, the issued share capital of the Company amounts to four hundred four thousand six hundred seventy-nine euro and sixty-nine eurocent (EUR 404,679.69) divided into (i) forty million three hundred seventy thousand one hundred ninety-one (40,370,191) ordinary shares, having a nominal value of one eurocent (EUR 0.01) each, and (ii) ninety-seven thousand seven hundred seventy-eight (97,778) special shares, having a nominal value of one eurocent (EUR 0.01) each.

This capital reduction shall take place (i) with repayment to the holders of ordinary shares and (ii) without repayment to the holders of special shares. The difference of five eurocent (EUR 0,05) per special share will be added to the general share premium reserve (*algemene agioreserve*) of the Company.

The capital reduction without repayment to the holders of special shares shall take place in accordance with the provisions of section 2:99 paragraph 3 Dutch Civil Code, as evidenced by a statement of agreement dated [●].

This capital reduction shall take place in accordance with the provisions of section 2:100 Dutch Civil Code, as evidenced by a statement dated [●] from the Registry of the Court of Amsterdam.

Attached documents.

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

A document in evidence of the statement of agreement, referred to in in the final statement of this deed, is attached to this deed.

A document in evidence of the statement, referred to in in the final statement 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.