

AMENDMENT OF THE ARTICLES OF ASSOCIATION (II)
Draft dated 16 December 2024, for discussion purposes only.

On the [●] day of [●]
two thousand and twenty-five, appearing before me,
[●].

RECITALS

The person who appears before me, hereby declares:

A. Latest amendment to the articles of association

The latest amendment to the articles of association of **Pryme N.V.**, a company with limited liability (*naamloze vennootschap*) under the laws of the Netherlands, with its corporate seat in Rotterdam, the Netherlands, its place of business at Fascinatio Boulevard 220, 3065WB Rotterdam, the Netherlands and registered with the Dutch Commercial Register under number 75055449, has been executed on the [●] day of [●] two thousand and twenty-five before [a deputy for] Ph.H.F. König, a civil-law notary in Rotterdam, the Netherlands.

B. Resolution to amend the articles of association

The general meeting of the aforementioned company has resolved to amend the articles of association.

C. Authorization

Furthermore it was resolved to authorize the person appearing to sign the deed of amendment of the articles of association.

D. Minutes

Evidence of said resolutions is by means of the minutes of the general meeting to be annexed to this deed.

AMENDMENT OF THE ARTICLES OF ASSOCIATION

In order to carry out said resolutions the person appearing declares to amend the articles of association as follows:

Article 3 will read as follow:

Article 3. Capital and shares

3.1. The authorized capital of the company amounts to fifteen million euro (€15,000,000.00), divided into thirty hundred million (30,000,000) shares, each having a nominal value of fifty eurocent (€0.50).

CONCLUDING STATEMENTS

Finally the person appearing declares:

Share consolidation and issued share capital

Pursuant to the execution of this deed of amendment of the articles of association,

each ten (10) shares, each with a nominal value of five eurocent (€0.05) will be consolidated into one (1) share, having a nominal value of fifty eurocent (€0.50), as a consequence whereof the issued capital of the company will amount to [●] euro (€ [●]), divided into [●] ([●]) shares, numbered 1 up to and including [●], each having a nominal value of fifty eurocent (€0.50).

CONCLUSION

The person appearing in connection with this deed is known to me, civil-law notary.

THIS DEED

is executed in Rotterdam, the Netherlands on the date stated at the head of the deed. The substance of this deed and an explanation of the deed have been communicated to the person appearing, who has expressly taken note of its contents and has agreed to its limited reading.

After a limited reading in accordance with the law, this deed was signed by the person appearing and by me, civil-law notary.