

Draft, for discussion purposes only.

**UNOFFICIAL ENGLISH TRANSLATION OF THE
DEED OF AMENDMENT TO THE ARTICLES OF ASSOCIATION OF
A.H.T. SYNGAS TECHNOLOGY N.V.**

*(in case of differences in this translation and the Dutch text,
the Dutch text will govern)*

045569/PDO/CJN/Unofficial, English translation deed of amendment to the articles of association of A.H.T. Syngas Technology N.V.

On the [•] day of [•] two thousand twenty-one, there appeared before me, Paul Theodorus Franciscus Deloo, civil-law notary practicing in Amsterdam, the Netherlands: [•], for these purposes electing as [his/her] domicile the offices of the aforementioned civil-law notary at Strawinskylaan 1441, Tower C, Level 14, 1077 XX Amsterdam, the Netherlands, acting in this deed as the person authorised in writing by the general meeting of: **A.H.T. Syngas Technology N.V.**, a public company (*naamloze vennootschap*) organised under the laws of the Netherlands, having its registered office (*statutaire zetel*) in Amsterdam, the Netherlands, and with business address: Hurksestraat 43, 5652AH Eindhoven, the Netherlands, registered with the trade register of the Dutch Chamber of Commerce (*Kamer van Koophandel Nederland*) under number: 14095766, hereinafter to be referred to as: the “**Company**”, which authority is shown by the resolution to be specified below.

The person appearing, acting as aforementioned, declared as follows:

INTRODUCTION

1. The Company has been incorporated by notarial deed of incorporation executed on the fourteenth day of September two thousand seven, before Arthur Petrus Christoffel Charles de Cooker, civil-law notary practicing in Eindhoven, the Netherlands. The at that time requisite ministerial statement of non-objection was obtained on the seventh day of August two thousand seven under number N.V. 1.448.205.
2. The articles of association of the Company (the “**Articles of Association**”) have lastly been amended by notarial deed of amendment to the articles of association executed on the tenth day of November two thousand fifteen, before Arthur Petrus Christoffel Charles de Cooker, civil-law notary practicing in Eindhoven, the Netherlands.

AMENDMENT TO THE ARTICLES OF ASSOCIATION

The Company's general meeting has resolved:

- to partially amend the Articles of Association, such in accordance with the draft of the notarial deed of amendment to the articles of association drawn up by Buren N.V., lawyers civil-law notaries tax lawyers at The Hague and Amsterdam, the Netherlands (“**Buren**”), as amended from time to time as may be agreed upon;
- to authorize each managing director of the Company as well as each employee of Buren, jointly as well as severally, to execute the aforementioned deed of amendment to the articles of association and to register the amendments with the trade register of the Chamber of Commerce and to perform all things necessary and formalities

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pertaining thereto or in connection therewith, these resolutions are evidenced by an extract of the minutes of the general meeting of shareholders of the Company held on the [•] day of [•] two thousand twenty-one, a copy of which has been **attached** to this deed.

In performance of the resolution to amend the Articles of Association, the person appearing, acting as aforementioned, declared that article 1 paragraph 2, article 2, article 14 paragraph 2 and article 14 paragraph 5 of the Articles of Association shall be amended at the date hereof as follows and that the other paragraphs of article 1 and article 14 of the Articles of Association and the other articles of the Articles of Association shall remain unchanged:

Article 1 paragraph 2 of the Articles of Association shall be amended and will read as follows:

“2. The object of the company is:

- a. to participate in, finance and manage companies and other enterprises, acquire, retain, alienate or in any way manage all types of equity investments and interests in other companies, associations and enterprises, whatever their names, to act as a holding company, raise loans and lend monies, as well as to issue guarantees and provide securities for third party debts, including those of group entities;
 - b. to issue advice regarding management and organisation, support and counsel management and management activities, (including interim management) of enterprises;
 - c. to engage in consultancy activities, to be understood in the broadest sense of the word with everything pertaining to such activities or which can be of service to them;
 - d. to manage and invest capital in all asset values, including securities, precious metals and currencies;
 - e. to acquire, borrow and lend monies in all currencies, which activities include issuing bonds and depositary receipts, as well as to issue securities for debts and the guarantee of loans;
 - f. to acquire, exploit and issue licences and sub-licenses and similar rights, whatever their names or descriptions, and where necessary to protect rights derived from patents and other rights pertaining to intellectual property, licences and sub- licences as well as similar rights protecting against infringement by third parties;
 - g. to acquire, manage, exploit, alienate, encumber and in other ways use goods (including goods subject to public registration)
 - h. to conduct business in the field of building clean tech plants and their engineering and to provide related services and after sales services;
- and to engage in all activities, whether or not in collaboration with others, which directly and indirectly relate to or may be beneficial to those objects, all this in the broadest sense.

Article 2 of the Articles of Association shall be amended and will read as follows:

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“Capital and shares

Article 2

The company’s authorised capital amounts to five million Euro (€ 5,000,000.00), divided into five million (5,000,000) shares, each share having a nominal value of one Euro (€ 1.00).”

Article 14 paragraph 2 of the Articles of Association shall be amended and will read as follows:

“2. The balance sheet containing the profit and loss account, to which the explanatory notes are appended, together referred to as the annual accounts, are drafted and drawn up by the management board and, every year, within five months after the end of the financial year, are deposited at the office of the company together with the management report for inspection by the shareholders, unless the provisions of article 2:403 of the Dutch Civil Code are applicable. In special circumstances, the general meeting is authorised to extend this period of five months by a maximum of five months.”

Article 14 paragraph 5 of the Articles of Association shall be amended and will read as follows:

“5. The annual accounts, the management report with the supervisory board report and the information which must be added in accordance with article 2:392 paragraph 1 of the Dutch Civil Code, are kept at the company office for the inspection of shareholders and holders of depository receipts from the date upon which the meeting designated for discussing the annual accounts is convened.”

TRANSITIONAL PROVISION

The person appearing declared that at the time of the present amendment of the articles of association the issued and paid-up capital amounts to two million one hundred fifty thousand Euro (€ 2,150,000.00), divided into two million one hundred fifty thousand (2,150,000) shares, each share with a nominal value of one Euro (€ 1.00).

END

The person appearing is known to me, civil-law notary.

This deed was executed in original in Amsterdam, the Netherlands on the date mentioned in the heading of this instrument.

After a statement and explanation of the material facts of the contents of this deed the appearer declared in time before the execution of this deed to have taken cognisance of the same, to agree therewith and to dispense with the instrument being read out to [him/her] in its entirety.

Subsequently this instrument after a condensed reading out, was signed by the appearer and me, civil-law notary.