UNOFFICIAL TRANSLATION

This document is an **unofficial English translation** of the articles of association (*statuten*) of Stichting Alkemio, as amended by notarial deed of 19 September 2025. It is provided for information only.

The **Dutch original is the only official and legally binding version**. In the event of any difference between this translation and the Dutch text, the Dutch text prevails. No rights can be derived from this translation. Dutch legal concepts are expressed in English terms that may not be identical to the concepts those terms describe in other jurisdictions.

Official Dutch version: https://alkemio.org/legal/stichting_alkemio/stichting_alkemio-statuten_2025_09.pdf

Notes added by the translator are shown in italics between square brackets.

Ref: IP/16 July 2025.1
Dos: 2025.0311.01

AMENDMENT OF THE ARTICLES OF ASSOCIATION

Stichting Alkemio

Today, the nineteenth of September two thousand and twenty-five, appeared before me, Inge van Pelt, civil-law notary in Utrecht:

Ms Eva Sterre Beekman, employed at the offices of JULI Notaris, located at Erasmuslaan 5, 3584 AZ Utrecht, born in Woerden on the twentieth of September nineteen hundred and ninety-nine, acting in this matter as stated below.

The person appearing declared that, in execution of a resolution adopted on the eighteenth of September two thousand and twenty-five by the board of Stichting Alkemio, a foundation with its registered seat in the municipality of Leidschendam-Voorburg, having its office at Waldorpstraat 5, 2521 CA The Hague, registered in the trade register under number 78302633 - by which resolution the person appearing was also authorised to have this deed executed - the articles of association of the foundation are hereby amended so that they read in their entirety as follows:

Articles of Association.

Article 1. *Definitions.*

In these articles of association the following terms have the following meanings:

Board:
the Board of the Foundation;

Board Member:
a member of the Board of the Foundation;

Group Company:
a legal entity in which the Company or one or more of its subsidiaries, whether or not pursuant to an agreement with other persons entitled to vote, can alone or together exercise more than half of the voting rights in the general meeting, and other legal entities and companies that are regarded as such by article 2:24a of the Dutch Civil Code, and/or a legal entity or company with which the Company is organisationally connected in an economic unit;

In Writing:
by letter, fax or e-mail, or by a message transmitted through another common means of communication that can be received electronically or in writing, provided the identity of the sender can be established with sufficient certainty;

Articles of Association:
the articles of association of the Foundation, as they read from time to time;

Foundation:
the legal entity to which the Articles of Association relate;

Company:
Alkemio Holding B.V., a private company with limited liability, with its registered seat in The Hague, having its office at Waldorpstraat 5, 2521 CA The Hague, registered in the trade register under number 89386396.

Article 2. *Name and seat.*

1. The name of the Foundation is: Stichting Alkemio.
2. It has its seat in the municipality of The Hague.

Article 3. *Purpose.*

1. The purpose of the Foundation is to serve the mission of the Company, to safeguard the steward-ownership structure and to oversee compliance with the principles and arrangements that have been laid down, and to safeguard the continuity of the Company, its Group Companies and the enterprise connected with them on the basis of the principles of steward-ownership, including by:
    a. managing shares, hereinafter referred to as: the Shares, in the capital of the Company;
    b. acquiring the Shares in its own name;
    c. exercising all possible rights attached to the Shares, such as:
        – exercising voting rights;
        – exercising pre-emptive rights attached to the shares.
2. The Foundation in addition has as its purpose:
    a. to enable society to collaborate more effectively on solving complex challenges in the broadest sense of the word, recognising that such challenges require multiple parties to work together, possibly over a longer period ('multi-stakeholder collaboration');
    b. to perform all further acts that are connected with the above in the broadest sense or that may be conducive to it.
3. The Foundation seeks to achieve its purpose, on the basis of the principles of steward-ownership, by:
    a. setting up an open source platform for collaborating on complex societal challenges; this including, but not limited to: context definition, entering into collaborations, and the governance, co-financing and launch of solutions;
    b. setting up operational services for hosting and supporting the joint solving of complex societal challenges throughout their full life cycle;
    c. creating a community in support of the goals formulated by the Foundation;

d. facilitating the sharing of knowledge relating to multi-stakeholder collaboration in the broadest sense of the word, including but not limited to best practices and establishing connections with knowledge institutions;
e. initiating other activities, including but not limited to additional software platforms, services or funds, that the Foundation considers to promote societal interests;
f. setting up, and/or participating in, legal entities that contribute to the purpose of the Foundation;
g. managing these related legal entities;
h. doing everything that may be conducive to the realisation of the objectives described above, in the broadest sense of the word.

4. The Foundation does not have the purpose of making a profit.

Article 4. *Assets.*

[The numbering of this article follows the Dutch original, which has no paragraph 3.]

1. The assets of the Foundation will be formed by:
   a. the Shares and depositary receipts for the Shares in the capital of the Company;
   b. donations;
   c. gifts;
   d. acquisitions under the law of succession, on the understanding that an inheritance can only be accepted under the benefit of inventory;
   e. subsidies;
   f. contributions from third parties;
   g. all other income and benefits.
2. The Foundation does not hold more assets than is reasonably necessary for the continuity of the activities envisaged for the purpose of the Foundation.

   Assets necessary for the continuity of the envisaged activities as referred to above include:
   1. assets, or components of them, that the Foundation has acquired by testamentary disposition or gift, to be maintained, whether or not in real terms, in so far as that maintenance follows from the conditions attached to that testamentary disposition or gift;
   2. assets to be held in so far as maintaining them follows from the purpose of the Foundation;
   3. assets to be held, and capital to be built up for the envisaged purchase of those assets, in so far as the Foundation reasonably needs those assets for the purpose of the Foundation.
4. The Foundation states in its financial administration the purpose for which the assets are held, together with a justification of the size of the assets. The administration of the Foundation is furthermore set up in such a way that the following are clearly apparent from it:
   1. the nature and size of the expense allowances and attendance fees due to the individual members of the body of the Foundation that determines policy;
   2. the nature and size of the costs incurred by the Foundation for raising funds and for the management of the Foundation, as well as the nature and size of the other expenditure of the Foundation;
   3. the nature and size of the income of the Foundation;

4. the nature and size of the assets of the Foundation.

5. The costs of raising funds and the management costs of the Foundation must be in reasonable proportion to the expenditure for the purpose of the Foundation.
6. Neither a natural person nor a legal entity can dispose of the assets of the Foundation as if they were their own assets.

Article 5. *Board. Quality requirement.*

1. The Board of the Foundation consists of a number of Board Members to be determined by the Board. Only natural persons can be appointed as Board Member.
2. The Board adopts board regulations containing further rules on the composition (profile), appointment, division of tasks and working method of the Board. Adopting and amending the board regulations requires the approval of the holder of the PC Share without profit rights, unless at that time there is no longer any holder of the PC Share without profit rights.
3. The Board Members are appointed by the Board.
4. The Board (with the exception of the first Board, whose members are appointed to their positions) elects a chair, a secretary and a treasurer from among its members.

   The positions of secretary and treasurer can also be held by one person.
5. The Board Members are appointed for an indefinite period, unless a fixed period is set in the relevant appointment resolution.
6. The Board can resolve to suspend a Board Member. A suspension that is not followed within three months by a resolution to dismiss ends when that period expires. A suspended Board Member does not take part in the deliberations and decision-making of the Board.
7. The Board is charged with managing the Foundation, which expressly includes the management of the property and funds of the Foundation, and is charged with the policy, the management and the supervision of the activities and other work of the Foundation. Each Board Member has the right at all times, in the performance of their board duties, to inspect or check all books, documents and records relating to the Foundation.
8. A Board Member is obliged towards the Foundation to perform their duties properly. In performing their duties the Board Members are guided by the interest of the Foundation and the enterprise or organisation connected with it.
9. The Board is authorised to resolve to enter into agreements to acquire, dispose of and encumber registered property, and to enter into agreements by which the Foundation binds itself as surety or joint and several co-debtor, warrants performance by a third party, or binds itself to provide security for a debt of another. Such a resolution must be adopted by a majority of at least seventy per cent (70%) of the validly cast votes in a meeting in which at least four (4) Board Members in office are present or represented or - if the Board consists of fewer than four (4) Board Members - all Board Members in office are present or represented.
10. In the board regulations referred to in this article the Board can include further rules on granting remuneration to one or more Board Members, as well as reimbursement of the costs they incur in the performance of their position.

Article 6. *Absence or inability to act of Board Members.*

1. In the event of the absence or inability to act of a Board Member, the remaining Board Members remain charged with the management. In that situation the Board Member(s)

concerned do(es) not count as Board Member(s) entitled to vote for the provisions in these articles of association that prescribe a quorum.

In the event of the absence or inability to act of all Board Members, the management of the Foundation rests temporarily with one or more persons designated by the Board, who is/are temporarily charged with the management. If the Board has not designated anyone for that purpose, the management is carried out by a person who is designated for that purpose by the Company, at the request of one or more interested parties. This designated person or these designated persons is/are, as regards acts of management, treated as equivalent to a Board Member. The person referred to in the previous sentence takes the necessary measures as soon as possible to have a definitive arrangement made.

2. Inability to act as referred to in paragraph 1 of this article in any event includes:

(i) suspension;
(ii) illness;
(iii) unreachability,

whereby for the cases under (ii) and (iii) a period of fourteen (14) days applies during which there has been no possibility of contact between the Board Member concerned and the Foundation.

Article 7. *Board Member ceasing to hold office.*

1. A Board Member ceases to hold office:
   a. by submitting a written resignation;
   b. by the expiry of the term, if any, set for their appointment;
   c. by the death of the Board Member;
   d. by losing the free management of their assets;
   e. if the general practitioner or the treating physician of the Board Member or, if they do not consider themselves authorised, a physician to be designated by them or by a civil-law notary, has made a written statement that the Board Member - as it appears - is permanently no longer able to exercise their mental faculties;
   f. by dismissal by the party authorised to appoint, provided this is done by unanimous vote of the remaining Board Members;
   g. by an irrevocable criminal judgment in which the Board Member has been found guilty;
   h. by the expiry of the time for which they were appointed;
   i. by dismissal by the court as referred to in article 2:298 of the Dutch Civil Code;
   j. by losing the quality as included in the (board) regulations referred to in article 5 paragraph 2, whereby the loss of the quality will be established in a board resolution adopted by unanimous vote of the remaining Board Members.
2. Dismissal of a Board Member, other than at their own request, does not take place until after they have been heard, or have been given the opportunity to be heard, in a meeting of the Board.

Article 8. *Board with more than one member.*

1. Board meetings are held if a Board Member so wishes, and in any case prior to a general meeting of shareholders of the Company.

2. The meetings of the Board are held in the Netherlands in the municipality where the Foundation has its seat, or at another place to be designated with the consent of all Board Members in office.
3. Each year, within six (6) months after the end of the financial year, a meeting of the Board (the annual meeting) is held, at which in any event the adoption of the balance sheet and the statement of income and expenditure is dealt with.
4. A meeting of the Board is held at least once a year, with due observance of the provisions of paragraph 1. Furthermore, meetings are held when one of the Board Members convenes one.
5. A meeting is convened by means of a notice of meeting at least seven (7) days in advance, not counting the day of the notice and that of the meeting.
6. A notice of meeting states, in addition to the place and time of the meeting, the subjects to be dealt with.
7. The meetings are chaired by the chair. If the chair is absent, the Board Members present provide for the chairing of the meeting.
8. The minutes of the meeting are kept by a minute-taker designated by the chair. The minutes are adopted and signed by those who acted as chair and minute-taker in the meeting. The minutes are then kept by the chair.
9. The Board Members in office, and those who have been invited by the Board, have access to the meetings of the Board.
10. Meetings of the Board can be held by the Board Members coming together or by means of telephone calls, video conference or other means of communication by which all participating Board Members are able to communicate with each other simultaneously. Participation in a meeting held in one of these ways counts as being present at the meeting.

Article 9. *Decision-making*.

1. Each Board Member has the right to cast one vote.

   In so far as these Articles of Association do not prescribe a larger majority, board resolutions are adopted by an absolute majority of the validly cast votes, in a meeting in which a majority of the Board Members in office is present or represented.

   The following resolutions can only be adopted by a majority of at least seventy per cent (70%) of the validly cast votes in a meeting in which at least four (4) Board Members in office are present or represented or - if the Board consists of fewer than four (4) Board Members - all Board Members in office are present or represented:

   a. appointment, suspension and dismissal of a Board Member;
   b. amendment of the articles of association of the Foundation;
   c. adoption, amendment or withdrawal of regulations as referred to in article 5.2;
   d. filing for bankruptcy or suspension of payments of the Foundation;
   e. conversion or dissolution of the Foundation;
   f. legal merger or legal demerger of the Foundation;
   g. disposal or acquisition of Shares;
   h. exercising voting rights on the Shares held by the Foundation (including granting approval of resolutions of the management board of the Company) in respect of resolutions to:

i. amend or depart from the mission of the Company;
ii. repurchase Shares or sell repurchased Shares;
iii. file for bankruptcy or suspension of payments of the Company;
iv. convert or dissolve the Company;
v. amend the articles of association of the Company;
vi. amend the shareholders' agreement relating to the Shares;
vii. appoint, suspend and dismiss directors of the Company;
viii. determine or pay dividend distributions and other distributions in cash or in kind, including by way of set-off;
ix. effect a legal merger or legal demerger of the Company;
x. approve a transfer of the PC Share in the capital of the Company;
xi. encumber shares in the capital of the Company; and
xii. approve an exclusion of the non-competition clause as included in the Shareholders' Agreement;
xiii. exercise voting rights on shares in the capital of Group Companies in relation to resolutions as referred to above.

2. A Board Member can be represented in a meeting by another Board Member after a written proxy, considered sufficient by the chair of the meeting, has been issued. A Board Member can act as proxy for only one other Board Member.
3. If the majority of the Board Members in office referred to in paragraph 1 is not present or represented in a meeting, a second meeting is convened, to be held no earlier than two (2) and no later than four (4) weeks after the second meeting *[sic in the Dutch original; presumably the first meeting is meant]*. In this second meeting, resolutions can be adopted by a majority of at least seventy per cent (70%) of the validly cast votes, in a meeting in which a majority of the Board Members in office is present or represented, on the subjects that were on the agenda of the first meeting. The notice convening the second meeting must state that, and why, a resolution can be adopted by a majority of the Board Members in office.
4. As long as all Board Members in office are present in a meeting, valid resolutions can be adopted on all subjects that come up, provided this is done by unanimous vote, even if the requirements laid down by the Articles of Association for convening and holding meetings have not been observed.
5. If the votes are tied in an election of persons, a new vote takes place once in the same meeting; if the votes are tied again, the matter is decided - without prejudice to the provisions of the following sentence - by lot. If the votes are tied on a proposal other than as referred to above in this paragraph, that proposal is rejected.
6. All votes in a meeting are taken orally, unless one or more Board Members require a written vote before the vote.

   A written vote is taken by unsigned, closed ballot papers. Votes can also be cast through an electronic means of communication if the following conditions are met: the Board Member can be properly identified through the electronic means of communication, the Board Member can directly follow the proceedings at the meeting and exercise the right to vote, and the Board Member can take part in the deliberations through the electronic means of communication.
7. Blank votes are regarded as not having been cast.

8. In all disputes about votes, the chair of the meeting decides.
9. A Board Member who has a direct or indirect personal interest that conflicts with the interest of the Foundation and the organisation connected with it reports this immediately to the other Board Members and provides all relevant information about it.

   The other Board Members decide, in the absence of the Board Member concerned, whether there is an interest that conflicts with the interest of the Foundation and the organisation connected with it.

   A Board Member does not take part in the deliberations and decision-making if the Board Member concerned has a direct or indirect personal interest in the matter that conflicts with the interest of the Foundation and the organisation connected with it.

   If as a result no board resolution could be adopted, the resolution is nevertheless adopted by the Board, with the considerations underlying the resolution being recorded in writing.
10. While a vacancy exists, the Board is regarded as fully constituted.

Article 10. *Written resolutions.*

Resolutions of the Board can also be adopted outside a meeting, In Writing or otherwise, provided the proposal concerned has been submitted to all Board Members in office, none of them objects to this manner of decision-making, and the resolution is adopted by the majority of the Board Members in office prescribed by the articles of association or by law.

The provisions of the previous sentence also apply to the resolutions included in article 9 paragraph 1.

The same majorities apply to decision-making outside a meeting as to decision-making in a meeting.

Of a resolution adopted outside a meeting that has not been adopted In Writing, a report is drawn up that is signed by the chair and minute-taker chosen for the occasion.

Decision-making In Writing takes place by means of written statements from all Board Members in office.

Article 11. *Representation.*

1. The Foundation is represented by the Board. The Foundation can furthermore be represented by two Board Members acting jointly.
2. The Board can grant one of the Board Members a power of attorney to represent the Foundation in general meetings of the Company in respect of the Shares belonging to it.
3. The Board can resolve to grant a power of attorney to one or more Board Members, and also to third parties, to represent the Foundation within the limits of that power of attorney. The Board can furthermore resolve to grant a title to holders of a power of attorney.
4. The Board will notify the trade register of the granting of a continuing authority to represent.

Article 12. *Financial year and annual documents.*

1. The financial year of the Foundation coincides with the calendar year.
2. The Board is obliged to keep records of the financial position of the Foundation and of everything concerning the activities of the Foundation, in accordance with the requirements that follow from those activities, and to keep the associated books, documents and other data

carriers, in such a way that the rights and obligations of the Foundation can be known at all times.

3. The Board of the Foundation keeps a register recording the names and addresses of all persons to whom a distribution has been made that does not exceed twenty-five per cent of the amount available for distribution in a given financial year, as well as the amount of the distribution and the date on which the distribution was made. The register is kept up to date regularly.
4. The Board is obliged each year, within six months after the end of the financial year, to prepare and put on paper the balance sheet and the statement of income and expenditure of the Foundation, with the accompanying notes. These documents must be signed by all Board Members; if the signature of one or more of them is missing, this is reported, stating the reasons.
5. Before proceeding to adopt the documents referred to in paragraph 3, the Board can have them examined by an expert to be designated by the Board. That expert then reports on the examination.
6. The balance sheet and the statement of income and expenditure, with the accompanying notes, are adopted by the Board.
7. The Board is obliged to keep the books, documents and other data carriers referred to in paragraphs 2 and 3 for the statutory retention period.

Article 13. *Regulations.*

1. The Board is authorised to adopt one or more sets of regulations, governing those subjects that are not covered in the Articles of Association.
2. The regulations may not conflict with the law or the Articles of Association.
3. The Board is authorised at all times to amend or withdraw the regulations.

Article 14. *Amendment of the Articles of Association.*

1. No change can be made to the Articles of Association of the Foundation other than by a resolution of the Board. Without prejudice to the provisions of article 10, that resolution can only be adopted in a meeting convened with the notification that an amendment of the Articles of Association will be proposed there.
2. Those who convened the meeting to deal with a proposal to amend the articles of association must send a copy of that proposal, containing the verbatim text of the proposed amendment, to all Board Members at least seven (7) days before the meeting.
3. A resolution to amend the articles of association requires the approval of the holder of the PC Share without profit rights, unless at that time there is no longer any holder of the PC Share without profit rights.
4. An amendment of the articles of association must, on pain of nullity, be effected by notarial deed. Each Board Member is authorised to have that deed executed.
5. The Articles of Association as they read at any time will be made available for inspection by interested parties at the office of the Foundation during office hours.

Article 15. *Dissolution and liquidation.*

1. The Board is authorised to dissolve the Foundation.

2. The resolution to dissolve also determines the destination of the liquidation balance. Whatever remains of the assets of the dissolved Foundation after the creditors have been paid must be spent on an idealistic or social purpose that is as much as possible in line with the purpose of the Foundation.
3. After dissolution, the liquidation is carried out by the Board Members, unless others have been designated as liquidators in the resolution to dissolve.
4. After completion of the liquidation, the books and documents of the dissolved Foundation remain in the custody of the person designated by the liquidators for the period prescribed by law.
5. The provisions of Title 1, Book 2 of the Dutch Civil Code otherwise apply to the liquidation.

Article 16. *Final provision.*

In all cases not provided for by either the law or the Articles of Association, the Board decides.

Final statement.

Finally, the person appearing declared that the aforementioned board resolution is evidenced by a statement signed by all board members, which is attached to this deed (Annex).

Close.

The person appearing is known to me, civil-law notary. I, civil-law notary, have communicated and explained the substance of this deed to the person appearing. The person appearing has declared that they do not require the deed to be read out in full, that they took note of the content of the deed in good time before its execution, and that they agree with the content.

THIS DEED was executed in Utrecht on the date stated at the head of this deed. This deed was then signed immediately after a limited reading, first by the person appearing and then by me, civil-law notary.

Signatures follow.

ISSUED AS A TRUE COPY
Utrecht, 23 September 2025.