Today, #, appeared before me, Mr. Johannes Petrus Wilhelmus Victor Hopmans, notary in Nijmegen: #

#### INTRODUCTION

The appearing parties declared that:

- the general meeting of the statutory in the municipality of Nijmegen (actual address:
   Heyendaalseweg 135 Room HG00.524, 6525 AJ Nijmegen), established association with full
   jurisdiction BEEVEE, registered in the Trade Register of the Chamber of Commerce under
   number 40145830, representing said legal entity validly, hereinafter referred to as: the
   "Association", has decided to completely amend the articles of association of the
   Association in accordance with the draft of this deed;
- the articles of association were last amended by a deed executed on twelve January two thousand seventeen before Mr. M.R.M. Tesser, notary in Nijmegen;
- the appearing party is authorized to have the amendment of the articles of association recorded in a notarial deed;
- the aforementioned decision and authorization are enclosed with this deed (Annex 1).

### **AMENDMENT OF ARTICLES OF ASSOCIATION**

The appearing party declared that the articles of association are established as follows:

#### **ARTICLES OF ASSOCIATION**

#### Article 1

### **Definitions**

- 1. In these articles of association, the following terms shall have the following meanings:
  - General Meeting of Members:
     the body of the Association formed by the voting members of the Association;
  - Board:
    - the board of the Association;
  - Written:
    - by mail, by email, or via any other electronic means of communication, enabling a message to be sent that is readable and reproducible, unless expressly stated otherwise;
  - Articles of Association:
    - the articles of association of the Association, as they will from time to time be worded;
  - Association:
    - the legal entity to which these articles of association relate.
- 2. Unless otherwise apparent or clearly intended, a reference to a term or word in the singular also includes a reference to the plural form of that term or word, and vice versa.
- 3. In these articles of association, words indicating a gender include all genders.

#### **Article 2**

#### Name

The Association is named: BeeVee.

### Article 3

#### Seat

The Association has its seat in the municipality of Nijmegen.

## Article 4

#### **Purpose**

1. The purpose of the Association is to represent the interests of biology students enrolled at Radboud University in Nijmegen.

- 2. The Association seeks to achieve this purpose, among other things, by:
  - a. providing study materials at the most reasonable price possible;
  - b. promoting social interactions among the members;
  - c. offering extracurricular biological knowledge;
  - d. representing the interests of biology students in the field of education within the biosciences educational institute;
  - e. employing all lawful means that can promote the purpose of the Association;
  - f. doing anything directly or indirectly related to the above or that can be conducive thereto, all in the broadest sense of the word.

#### Article 5

#### Members

- The Association has ordinary members and honorary members. Where in these articles
  mention is made of members or becoming a member, this includes both ordinary and
  honorary members unless the contrary is apparent.
- 2. Members of the Association can be bachelor's and (pre-)master's students that follow a study in the field of (medical) biology enrolled at Radboud University in Nijmegen. The studies that fall under this can be specified in the House Rules.
- 3. Honorary members of the Association are those who have been appointed by the General Meeting of Members with the approval of the respective person due to their merit towards the association or in line with the association's objectives.
- 4. The Board keeps a register containing the names and addresses of all members.
- 5. Membership is personal and cannot be transferred or acquired by universal title.

#### **Article 6**

#### Members of Merit, Honorary Members, and Benefactors

- 1. Members of Merit are those who have been appointed by the General Meeting of Members with the approval of the respective person due to their merit towards the association or in line with the association's objectives.
- 2. Honorary members of the Association are former members of the Association who have been appointed by the General Meeting of Members with the approval of the respective person due to their merit towards the association or in line with the association's objectives.
- 3. Benefactors are those who have expressed their willingness to financially support the Association with a minimum contribution to be determined by the General Meeting of Members.
- 4. Members of Merit, Honorary members, and Benefactors have no other rights and obligations than those granted and imposed upon them by or pursuant to the articles of association.
- 5. The rights and obligations of a member of merit, honorary members, and benefactor may be terminated at any time by mutual written notice, except that the annual contribution, in the case of a benefactor, remains fully due for the current financial year.

## Article 7

## **Admission**

- 1. The Board decides on the admission of members and benefactors.
- 2. In case of non-admission as a member, the General Meeting of Members may still decide to admit.

# Article 8

#### **Suspension and Termination of Membership**

- 1. Membership of the Association ends:
  - a. by the death of the member;
  - b. by resignation by the member;

c. by termination by the Association. This can occur when a member no longer meets the requirements for membership as stipulated in the articles of association, when they fail to fulfill their obligations towards the Association, or when it cannot reasonably be expected of the Association to continue the membership;

- d. by expulsion. This can only be pronounced when a member acts in violation of the articles of association, regulations, or decisions of the Association, or unreasonably prejudices the Association.
- 2. Termination by the Association is carried out by the Board.
- 3. Termination of membership by the member or by the Association can only be done in writing at the end of a financial year and with a notice period of four weeks. However, membership can be terminated at the end of the financial year following the financial year in which the termination occurred.
  - Furthermore, membership can be terminated immediately if it cannot reasonably be expected of the Association or the member to continue the membership.
- 4. Termination in violation of the provisions of the preceding clause terminates the membership at the earliest possible time following the date of termination unless the Board decides otherwise.
- 5. A member can terminate their membership with immediate effect within one month after being informed of a decision to convert the Association into another legal form or to merge or split in accordance with Title 7 Book 2 of the Dutch Civil Code.
- 6. Additionally, a member can terminate their membership with immediate effect within one month after being informed of a decision that limits their rights or increases their obligations towards the Association. The decision will not apply to them in that case.
  A member is not authorized to exclude, by terminating their membership, a decision that alters their financial rights and obligations.
- 7. Expulsion from membership is carried out by the Board.
- 8. The affected member has the right to appeal to the General Meeting of Members within one month of receiving notification of the decision to terminate membership by the Association on the grounds of failure to fulfill obligations towards the Association or when it cannot reasonably be expected of the Association to continue the membership, as well as from a decision of expulsion from membership. They shall be promptly informed in writing of the decision and the reasons given.
  - During the appeal period and pending the appeal, the member is suspended, provided, however, that the suspended member has the right to justify themselves at the General Meeting of Members where the appeal mentioned in this clause is being considered.
- 9. If membership ends during a financial year, the annual contribution remains due in full unless the Board decides otherwise.
- 10. Notwithstanding the provisions elsewhere in the articles of association, the board is authorized to suspend a member for a maximum period of two months when a member acts in violation of the articles of association, regulations, or decisions of the association, or unreasonably prejudices the association.
  - During the period of suspension, the rights associated with membership cannot be exercised.

### Article 9

### Termination of the rights and obligations of benefactors

1. The rights and obligations of a member of merit, honorary members, or benefactor can be terminated at any time by mutual termination, except that the annual contribution for the current financial year remains due in full.

2. Termination by the Association is carried out by the Board.

#### Article 10

### **Annual Contributions, Obligations, Commitments**

- Members and benefactors are obliged to pay an annual contribution, which shall be determined by the General Meeting of Members. They may be classified into categories that pay different contributions. The General Meeting of Members may decide to levy personal assessments on the members.
- 2. The Board is authorized, in special cases, to grant full or partial exemption from the obligation to pay a contribution.
- 3. Members are also required to comply with all obligations imposed on them in the articles of association and regulations of the Association, to comply with the validly adopted decisions of the General Meeting of Members and the Board, and to refrain from anything that may harm the Association.
- 4. The Board is, after obtaining permission from the General Meeting of Members, authorized to impose commitments on membership.

#### Article 11

### Rights of Members of Merit, Honorary Members, and Benefactors

In addition to the other rights granted to members of merit, honorary members, and benefactors under or pursuant to these articles of association, they have the right to attend events organized by the Association and other events.

### Article 12

### **Board**

- 1. The Board consists of a number determined by the General Meeting of Members, of at least three persons who are appointed by and from the General Meeting of Members. The appointment of board members is made from the members of the Association.
- 2. In the event of absence or inability of one or more board members, the management of the Association shall be entrusted to the remaining board members. The Board is obliged to announce a General Meeting of Members as soon as possible, at which the provision of the vacancy(ies) will be discussed.
- 3. In case of absence or inability of all board members or of the sole (remaining) board member, the person designated by the General Meeting of Members for this purpose is temporarily entrusted with the Board of the Association. The person appointed in case of absence or inability of one or more board members to perform board acts is considered equivalent to a board member in respect of those board acts.
- 4. For the purposes of this article, "inability" shall mean:
  - a. suspension;
  - b. illness;
  - c. unreachability;

in the cases referred to under sub b. and c. means without the possibility of contact between the relevant board members and the other members of the Board for a period of five (5) days taking place.

### Article 13

### **Termination of Board Membership, Suspension.**

- Board members are appointed for a period of up to one year. For the purposes hereof, a
  year shall be understood as the period between two successive annual General Meeting of
  Members
- 2. Any board member may be dismissed by the General Meeting of Members at any time, stating the reasons for such dismissal.

Board members can be dismissed or suspended. A decision to suspend or dismiss requires at least two-thirds of the validly cast votes, regardless of the number of voting members present or represented at the meeting. A suspension that is not followed by a decision to dismiss within three months ends upon the expiration of that period. The suspended board member shall be given the opportunity to justify themselves at the General Meeting of Members and may be assisted by legal counsel.

- 3. Board membership also ends:
  - a. by the end of the membership of the Association;
  - b. by resignation of the board member (resignation) provided that this is done in writing with a notice period of at least one month;
  - c. by loss of control over their assets.
  - d. by the expiration of the period for which a board member has been appointed.

#### Article 14

### Roles in the Board, Call and Board Meetings

- The Board appoints from its members a chairman, a secretary, and a treasurer. It may
  appoint a substitute from among its members for each of them. A board member may hold
  more than one position.
- 2. Board meetings are held in the municipality where the Association is established, unless all acting board members agree to another meeting place.
- 3. At least one meeting shall be held every year.
- 4. Meetings shall also be held whenever the chairman deems it desirable or if at least one-third of the acting board members so request in writing, specifying the items to be discussed, to the chairman.
  - If the chairman does not comply with such a request or does so in such a way that the meeting cannot be held within three weeks of the request, the requester(s) are authorized to announce a meeting themselves, subject to the required formalities.
- 5. Unless provided otherwise in the second sentence of clause 4, the call to the meeting is made by the chairman in writing and at least seven days in advance, excluding the day of the call and that of the meeting.
- 6. The call to the meeting shall mention, besides the place and time of the meeting, the topics to be discussed.
- 7. The meetings are chaired by the chairman of the Board. In the absence of the chairman, one of the other board members, designated by the Board, acts as chairman. If the chairmanship is still not provided in this manner, the meeting is chaired by the oldest board member present.
- 8. Minutes shall be kept by the secretary of each meeting, which shall be approved and signed by the chairman and the secretary. These minutes shall be approved at the same or the next meeting and signed by the chairman and the secretary of that meeting to signify approval.
- 9. Further rules regarding the meetings and decision-making by the Board may be provided for in the internal regulations.

### Article 15

### **Board Decisions**

1. The Board can only make decisions at a meeting if the majority of the acting board members are present or represented at the meeting.

2. A board member may be represented at the meeting by another board member upon submission of a written authorisation, deemed sufficient by the chairman of the meeting. A board member may only act as an authorisation for one other board member.

- 3. If the provisions given in the Articles of Association for announcing and holding meetings are not observed, valid decisions can still be made in a meeting of the Board on all matters discussed, provided they are made unanimously and all acting board members are present or represented.
- 4. The Board may also make decisions outside of meetings, provided all board members have been given the opportunity to express their opinions in writing and have expressed support for the proposal. A report, including the responses received, shall be drawn up by the secretary for any decision taken outside of a meeting, and after co-signing by the chairman, it shall be appended to the minutes.
- 5. Each unsuspended board member has the right to cast one vote.
- 6. Unless these articles prescribe a larger majority, all board decisions shall be made by an absolute majority of the validly cast votes.
- 7. With regard to tied votes, the provisions of Article 21, paragraphs 5 and 6, apply similar applications
- 8. All votes at a meeting shall be taken orally, unless one or more board members demand a written vote before the vote. A written vote shall be taken by means of unsigned, sealed notes.
- 9. Blank and invalid votes shall be considered as not cast. For the determination of the quorum, blank or invalid votes or abstentions shall be counted.
- 10. The chairman's judgment on the outcome of the vote at the meeting is decisive. The same applies to the content of a decision, insofar as the vote was on a proposal not recorded in writing. If the accuracy of this judgment is disputed immediately after it is pronounced, a new vote shall be taken if the majority of the meeting or, if the original vote was not taken by roll call or in writing, one voting member present so requests. This new vote nullifies the legal consequences of the original vote.
- 11. A board member shall not participate in the deliberations and decision-making if they have a direct or indirect personal interest conflicting with the interest of the Association. If this prevents a decision from being made, the decision may nevertheless be made by the Board, but requires the approval of the General Meeting of Members contrary to the foregoing. A board member who (potentially) has a direct or indirect personal interest conflicting with the interest of the Association must immediately notify the other board members and the General Meeting of Members thereof and provide all relevant information. The General Meeting of Members shall decide in the absence of the concerned member whether there is a conflict of interest.
- 12. The Board may hold meetings by telephone, video conference, or any other means of communication, provided all board members participating in such a meeting can hear each other. A board members may participate in a meeting of the Board by telephone, video conference, or any other means of communication, provided that the board members can always hear all other board members participating in that meeting and is heard by those other board members.

### Article 16

#### **Duties of the Board, Representation, Contribution.**

- Subject to the limitations specified in the articles of association, the Board is responsible for the management of the Association. In fulfilling their duties, the board members shall act in the interest of the Association and the organization associated with it.
- 2. The Board is authorized, under its responsibility, to have certain parts of its tasks carried out by committees appointed by the Board.
- 3. Subject to the approval of the General Meeting of Members, the Board is authorized to decide on agreements for the acquisition, disposal, and encumbrance of real estate, and to enter into agreements whereby the Association binds itself as a guarantor or co-debtor, acts as a surety for a third party, or provides security for a third party's debt, and to represent the Association in respect of these transactions. In the absence of the aforementioned approval of the General Meeting of Members, recourse may be made against third parties.
- 4. The General Meeting of Members is also authorized to subject other decisions of the Board to its approval. These decisions must be clearly defined and communicated to the Board in writing.
- 5. Without prejudice to the provisions of paragraph 3 of this article, the Association is represented by the Board. The power of representation is also vested in two jointly acting board members.
- 6. The General Meeting of Members may grant compensation to the board members. Only reasonable expenses shall be reimbursed to the board members upon presentation of the supporting documents.

### Article 17

## **Board Report, Financial Statements, and Discharge.**

- 1. The financial year of the Association shall be the calendar year.
- 2. The Board is obliged to keep accounts of the financial position of the Association and of all matters relating to the activities of the Association in such a way that the rights and obligations of the Association can be known at all times, in accordance with the requirements arising from these activities.
- 3. Within six months after the end of the financial year, the Board shall submit a board report on the activities of the Association and the policies pursued to a General Meeting of Members, unless this period is extended by a maximum of four months by the General Meeting of Members. It shall submit the written balance sheet and the statement of income and expenses with an explanation for approval to the General Meeting of Members. These documents shall be signed by the board members; if one or more of them are not signed, this shall be reported with reasons given. After the expiry of the period, any member of the joint board members may demand in court that they fulfill these obligations.
- 4. The General Meeting of Members shall annually appoint from among its members a cash audit committee of at least two persons who may not be members of the Board. The cash audit committee shall examine the documents mentioned in the second sentence of paragraph 3 of this article and report its findings to the General Meeting of Members. The Board is obliged to provide the cash audit committee with all the information requested for its investigation, to show it the Association's cash and assets if desired, and to make the books, documents, and other data carriers of the Association available for consultation. No appointment of the cash audit committee shall take place if a declaration regarding the accuracy of the documents referred to in the preceding paragraph has been submitted to the General Meeting of Members by an accountant as referred to in Article 2:393 paragraph 1 of the Civil Code.

- 5. If the examination of the financial statements requires special accounting expertise, the cash audit committee may be assisted by an expert.
- 6. The mandate of the cash audit committee may be revoked at any time by the General Meeting of Members, but only by the appointment of another cash audit committee.
- 7. The Board is obliged to retain the books, documents, and other data carriers referred to in paragraphs 2 and 3 of this article in accordance with the period determined in Article 2:10 of the Civil Code, without prejudice to the provisions of paragraph 8 of this article.
- 8. The data stored on a data carrier, except for the balance sheet and income statement in paper form, may be transferred and stored on another data carrier, provided that the transfer is made with the correct and complete representation of the data and that these data are available throughout the entire retention period and can be made legible within a reasonable time.
- 9. After the approval of the annual accounts, the General Meeting of Members may decide to grant full or limited discharge to the board members for their management.

#### Article 18

## **General Meeting of Members**

- 1. In the Association, all powers not delegated to the Board or another body of the Association by law or the Articles of Association belong to the General Meeting of Members.
- 2. Annually, no later than six months after the end of the financial year, a General Meeting of Members- the annual General Meeting of Members- shall be held. The annual General Meeting of Members shall include, among other things:
  - a. the management report and the financial statements referred to in Article 17 with the report of the committee mentioned therein;
  - b. the appointment of the committee mentioned in Article 17 paragraph 4 for the following financial year;
  - c. provision for any vacancies;
  - d. proposals from the Board or the members, announced in the notice announcing the meeting.
- 3. Other General Meetings of Members shall be announced as often as the Board deems it desirable or when it is obliged to do so by law or the Articles of Association.
- 4. Furthermore, upon written request from at least fifteen members or such number of members as are entitled to cast at least one-tenth of the votes, the Board is obliged to announce a General Meeting of Members within a period of no longer than four weeks after receipt of the request. If the request is not complied with within fourteen days, the applicants themselves may announce the meeting in accordance with Article 22 or by advertisement in at least one widely read newspaper in the locality where the Association is established, observing the notice period specified in Article 22. The applicants may then appoint persons other than board members to chair the meeting and prepare the minutes.
- 5. The General Meeting of Members shall be held in the municipality where the Association has its registered seat.

### Article 19

## **Access and Voting Rights**

- 1. All members of the Association, honorary members, honorary members, and benefactors have access to the General Meeting of Members. Suspended members, except as provided for in paragraph 8 of Article 8, and suspended board members shall not have access.
- 2. The General Meeting of Members shall decide on the admission of persons other than those referred to in paragraph 1 of this article.

3. Each member of the Association who is not suspended has one vote. A board member who is not a member of the Association has an advisory vote.

- 4. A voting member may cast their vote through another member who is authorized in writing for this purpose. A voting member may act as an authorisation for up to two individuals.
- 5. If the Board has opened the possibility for it in the announcement of a General Meeting of Members, members are authorized to exercise their voting rights through an electronic communication tool, provided that (i) the conditions for the use of the communication tool such as the connection, security, etc., are announced in the convocation, (ii) the member can be identified, (iii) the member can directly access the proceedings of the meeting, and (iv) if this possibility is opened, the member can participate in the deliberations.
- 6. If the Board has opened the possibility for it in writing, votes may be cast prior to the General Meeting of Members through an electronic communication tool, but not earlier than the thirtieth day before the meeting, at a specifically designated email address. These votes are considered equivalent to votes cast in the General Meeting of Members.
- 7. Board members have an advisory vote in the General Meeting of Members.

### Article 20

## **Chairmanship, Minutes**

- The General Meeting of Members are chaired by the chairman of the Association or their substitute. In the absence of the chairman and their substitute, one of the other board members designated by the Board shall act as chairman. If the chairmanship cannot be provided in this manner, the meeting shall provide for it itself. Until that moment, the chairmanship shall be taken by the oldest person present at the meeting.
- 2. Minutes shall be taken of the proceedings of each meeting by the secretary or another person designated by the chairman for this purpose, which shall be approved and signed by the chairman and the minute taker at the same or at the next General Meeting of Members. Those announcing the meeting may have a notarial record drawn up of the proceedings. The contents of the minutes or the notarial record shall be communicated to the members.

#### Article 21

### **Decision-making of the General Meeting of Members**

- 1. The General Meeting of Members is authorized to make decisions if at least ten percent (10%) of the voting members are present or represented and participate in a vote. If this percentage is not met, the board must announce a new General Meeting of Members after at least two weeks and no later than four weeks. In this second meeting, decisions can be made regardless of the number of voting members present or represented concerning the subjects of the first meeting where the minimum number of participating members in the vote was not met. All decisions of the General Meeting of Members are made by an absolute majority of the votes cast unless the articles of association or the law provide otherwise.
- 2. With regard to determining the extent to which the required number of members participate in a vote, blank votes are counted. Blank and invalid votes do not count for decision-making. In deviation from the provision in the previous sentence, blank votes do count if the number of cast blank votes is greater than the total of valid votes for or against. In that case, the board must withdraw the vote. The board or the proposing party then has the opportunity to present the General Meeting of Members with a new opportunity to

clarify the proposal and provide the General Meeting of Members with the opportunity to ask questions. Following this, another vote takes place. If the number of blank votes is again greater than the majority of valid votes for or against, the board withdraws the vote for the current General Meeting of Members.

- 3. The chairman's verdict pronounced at the General Meeting of Members regarding the outcome of a vote is decisive. The same applies to the content of a decision taken to the extent that a vote was held on a proposal not recorded in writing.
- 4. However, if the accuracy of a verdict mentioned in the first paragraph is immediately contested, a new vote takes place if the majority of the meeting or, if the original vote was not conducted individually or by means of ballot papers, one present voting member desires it. With this new vote, the legal consequences of the original vote are annulled.
- 5. If no one obtains an absolute majority in an election of persons, a second vote between the nominated candidates takes place. If once again no one obtains an absolute majority, new votes occur until either one person obtains an absolute majority or a tie occurs between two individuals. In the mentioned new votes (excluding the second vote), each time a vote is held between the individuals voted on in the preceding vote, except for the person who received the fewest votes in that preceding vote. If in that preceding vote the fewest votes were cast for more than one person, drawing lots determines which of those persons cannot receive any more votes in the new vote. In the event of a tie between two persons in a vote, lot determines who among them is chosen.
- 6. In case of a tie, the proposal is rejected, notwithstanding the provisions of paragraph 5 of this article.
- 7. All votes in a General Meeting of Members are conducted orally. Upon the request of either the chairman or at least such number of members as are entitled to cast one-tenth of the votes in that General Meeting of Members, votes must be cast by means of unsigned, sealed ballot papers. If it concerns an election of persons, one present voting member can also request that votes be cast by means of ballot papers. Voting by means of ballot papers is done with unsigned sealed papers. Decision-making by acclamation is possible unless a voting member requests a roll call vote.
- 8. As long as all voting members are present or represented in a General Meeting of Members, valid decisions can be made, provided they are unanimous, on all matters on the agenda including a proposal for an amendment of the articles or for dissolution even if the announcement has not occurred in the prescribed manner or any other requirement regarding the announcement and holding of meetings or a related formality has not been observed.
- 9. A unanimous decision of all voting members, even if they are not gathered in a meeting, has the same effect as a decision of the General Meeting of Members, provided it is taken with the prior knowledge of the Board.

### Article 22

### **Convocation of General Meeting**

1. The General Meetings of Members are announced by the Board, without prejudice to the provisions of Article 18 paragraph 4. The announcement is done in writing to the addresses (including email addresses) of the members according to the membership register referred to in Article 5. The notice period for the announcement is at least fourteen days.

2. In the announcement, the subjects to be addressed are stated, without prejudice to the provisions in Articles 23 and 24.

#### Article 23

### Amendment of Articles of Association, Merger, and (De)merger

- The General Meeting of Members is authorized to amend the Articles of Association.
   Notwithstanding the provisions of Article 21 paragraphs 8 and 9, no change can be made to the articles of the Association except by a decision of a General Meeting of Members, which has been announced with the notification that an amendment to the articles will be proposed.
- 2. Those who have issued the announcement to the General Meeting of Members to consider a proposal for amending the articles must, at least five days before the meeting, make available to the members a copy of that proposal, including the proposed amendment, in a suitable place for inspection until after the end of the day on which the meeting is held.
- 3. A decision to amend the articles of association requires at least two-thirds of the votes cast in a meeting where at least twenty percent of the members are present or represented. If twenty percent of the members are not present or represented, a second meeting shall be announced after that meeting, to be held no earlier than two weeks and no later than four weeks after the first meeting where, regardless of the number of members present or represented, a decision can be made on the proposal as discussed in the previous meeting, provided it receives a majority of at least two-thirds of the votes cast.
- 4. An amendment to the articles of association does not come into effect until a notarial deed is drawn up. Any board member is authorized to have the deed drawn up. Furthermore, the General Meeting of Members may authorize one or more persons to have the notarial deed drawn up.
- 5. The provisions of this article also apply to a decision to merge as referred to in Article 2:309 of the Civil Code and to a decision to (de)merge as referred to in Article 2:334a of the Civil Code.

### Article 24

### Dissolution

- 1. The Association may be dissolved by a decision of the General Meeting of Members. The provisions of Article 23 paragraphs 1 and 3 also apply to the decision to be taken for this purpose.
- 2. After dissolution, the liquidation shall be carried out by the Board unless the General Meeting of Members decides otherwise. If the liquidation is carried out by the Board, the Board may decide to appoint other persons as liquidators.
- 3. Any surplus assets after liquidation shall be transferred to those who were members at the time of the decision to dissolve. Each of them shall receive an equal share. However, the decision to dissolve may also allocate a different destination to the surplus assets.
- 4. After dissolution, the Association shall continue to exist to the extent necessary for the liquidation of its assets. During the liquidation, the provisions of the articles of association shall remain in force as far as possible. In documents and announcements issued by the Association, the words 'in liquidation' must be added to its name.
- 5. After the completion of the liquidation, the books, documents, and other data carriers of the dissolved Association shall be kept for the statutory retention period after the liquidation or for the period prescribed by law at that time under the custody of the persons appointed by the liquidators.

6. Moreover, the provisions of Title 1 Book 2 of the Civil Code apply to the liquidation.

### Article 25

## **House Rules**

- 1. The General Meeting of Members may establish and amend the House Rules.
- 2. The House Rules must not conflict with the law, including where it does not contain mandatory rules, nor with the articles of association of the Association.

### Conclusion.

This deed is executed in Nijmegen on the date stated at the head of this deed.

The appearing person is known to me, the notary.

The contents of the deed have been communicated and explained to the appearing person. The appearing person has declared not to require full reading of the deed, to have been informed of the contents of the deed in time before its execution, and to agree with its contents.

Immediately thereafter, the deed was read in a limited manner and signed by the appearing person and me, the notary.