

*Note: this is a translation into English of the official Dutch version of a deed of amendment to the articles of association of a public company with limited liability under Dutch law. In the event of a conflict between the English and Dutch texts, the Dutch text shall prevail.*

**DEED OF AMENDMENT TO THE ARTICLES OF ASSOCIATION OF  
SONO GROUP N.V.**

On this, the [date], appeared before me, Paul Cornelis Simon van der Bijl, civil law notary in Amsterdam:

[ND employee under proxy].

The person appearing before me declared that the general meeting of **Sono Group N.V.**, a public company with limited liability under Dutch law, having its corporate seat at Amsterdam (address: 76 Waldmeisterstrasse, 80935 Munich, Germany trade register number: 80683568) (the "**Company**"), at a general meeting held at Amsterdam on [date] two thousand and twenty-two, decided, among other things, to amend the Company's articles of association (the "**Articles of Association**") in part.

A copy of the minutes of the abovementioned meeting (the "**Minutes**") will be attached to this Deed as an annex.

The Articles of Association were most recently amended by a deed executed on the seventeenth day of November two thousand and twenty-one before a deputy of Paul Cornelis Simon van der Bijl, civil law notary at Amsterdam.

In order to carry out the abovementioned decision to amend the Articles of Association, the person appearing declared to hereby amend the Articles of Association in part, as set out below:

**I. Article 5 paragraph 2 will come to read as follows:**

"5.2 The authorised share capital is divided into:

- a. sixty-four million (64,000,000) ordinary shares, each having a nominal value of thirty eurocents (EUR 0.30); and
- b. eight hundred thousand (800,000) high voting shares, each having a nominal value of seven euros and fifty eurocents (EUR 7.50)."

**II. Article 42 paragraph 1 will come to read as follows:**

"42.1 Upon the Company's issued share capital increasing to an amount of at least twenty-five million euro (EUR 25,000,000):

- a. the Company's authorised share capital described in Article 5.1 shall immediately and automatically increase to an amount of one hundred two million euro (EUR 102,000,000); and
- b. the composition of the authorised share capital described in Article 5.2 shall immediately and automatically be adjusted, such that the authorised share capital shall be divided into:
  - i. three hundred million (300,000,000) ordinary shares, each having a nominal value of thirty eurocents (EUR 0.30); and
  - ii. one million six hundred thousand (1,600,000) high voting shares, each having a nominal value of seven euros and fifty eurocents

(EUR 7.50).

This Article 42.1 shall lapse and shall no longer form part of these articles of association at the moment immediately after the increase of the Company's issued share capital as described in the first sentence of this Article 42.1 shall have become effective."

#### **FINAL STATEMENTS**

Finally, the person appearing declared:

- A.** that by means of this Deed:
  - a.** each five (5) ordinary shares in the capital of the Company, each having a nominal value of six eurocents (EUR 0.06), will be consolidated into one (1) ordinary share in the capital of the Company having a nominal value of thirty eurocents (EUR 0.30); and
  - b.** each five (5) high-voting shares in the capital of the Company, each having a nominal value of one euro and fifty eurocents (EUR 1.50), will be consolidated into one (1) high-voting share in the capital of the Company having a nominal value of seven euros and fifty eurocents (EUR 7.50); and
- B.** that immediately after the execution of this Deed the Company's issued capital will therefore amount to [amount] euro (EUR [amount]), divided into [number] ([number]) ordinary shares in the capital of the Company, each having a nominal value of thirty eurocents (EUR 0.30) and [number] ([number]) high-voting shares in the capital of the Company, each having a nominal value of seven euros and fifty eurocents (EUR 7.50); and
- C.** that as evidenced by the Minutes, the person appearing has been authorised to execute this Deed.

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

This Deed was executed in Amsterdam on the date mentioned in its heading.

After I, civil law notary, had conveyed and explained the contents of the Deed in substance to the person appearing, the person appearing declared to have taken note of the contents of the Deed, to be in agreement with the contents and not to wish them to be read out in full. Following a partial reading, the Deed was signed by the person appearing and by me, civil law notary.