

9. If there is a tie of votes the proposal is thus rejected.

CHAPTER X.

Amendment of the articles of association and dissolution. Liquidation.

4.

Amendment of the articles of association and dissolution.

Any proposal to amend the articles of association or to dissolve the company made to the general meeting, this must be mentioned in the notification of the general meeting of shareholders. As regards an amendment of the articles of association, a copy of the proposal including the text of the proposed amendment must at the same time be deposited and held available at the company's office for inspection by shareholders until the day of the meeting.

5. Liquidation.

In the event of dissolution of the company by virtue of a resolution of the general meeting, the members of the management board shall be charged with the liquidation of the business of the company.

During liquidation, the provisions of these articles of association shall apply in so far as far as possible.

3. The balance remaining after payment of debts shall be transferred to the shareholders in proportion to the aggregate amount of their shareholdings.
4. The liquidation shall furthermore be subject to the provisions of Title 17, Book 2 of the Civil Code.

Final provisions.

- a. On this day, prior to this deed of amendment becoming effective, the issued capital of the company amounts to forty thousand Dutch guilders (NLG 40,000.-), consisting of four hundred (400) ordinary shares, with a nominal value of one hundred Dutch guilders (NLG 100.-) each.
- b. Pursuant to the execution of this deed of amendment, each of the issued shares with a nominal value of one hundred Dutch guilders (NLG 100.-) will be converted into a share of forty-six euro (EUR 46.-) each, as a consequence of which the total amount of the issued capital shall amount to eighteen thousand four hundred euro (EUR 18,400.-), consisting of four hundred (400) ordinary shares, with a nominal value of forty-six euro (EUR 46.-) each.
- c. After the conversion as referred to above under a. each of the issued shares will be divided into forty-six shares with a nominal value of one euro (EUR 1.-), as a consequence of which the total amount of the issued capital shall amount to eighteen thousand four hundred euro (EUR 18,400.-), consisting of eighteen thousand four hundred (18,400) ordinary shares, with a nominal value of one euro (EUR 1.-) each.
- d. The balance between the issued capital and paid up capital as in force prior to this deed of amendment amounting to forty thousand Dutch guilders (NLG 40,000.-) and the issued capital upon the conversion as referred to above under b. amounting to