

Note: this is a translation into English of the original Dutch version of a deed of amendment to the articles of association of a public company with limited liability under Dutch law. An attempt has been made to be as literal as possible without jeopardizing the overall continuity. Inevitably, differences may occur in translation, and if so, the Dutch text will by law govern.

**DEED OF AMENDMENT TO THE ARTICLES OF ASSOCIATION
TRIODOS BANK N.V.**

On this, **[date]**, appeared before me, Wijnand Hendrik Bossenbroek, civil law notary in Amsterdam:
[attorney].

The person appearing before me declared that the general meeting of **Triodos Bank N.V.**, a public limited liability company under Dutch law, having its corporate seat in Zeist, with address: Hoofdstraat 10 A, 3972 LA Driebergen-Rijsenburg, and trade register number: 30062415 (the **Company**), held at Zeist on **[date]** two thousand and twenty-four, at the request of the executive board of the Company with the approval of the supervisory board of the Company, decided, among other things, to amend the Company's articles of association (the **Articles of Association**) partially.

A copy of an extract 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 fifth day of July two thousand and twenty-three before me, civil law notary.

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 partially, as set out below:

A new paragraph 3 shall be added to article 2, which shall come to read as follows:

“2.3 One of the objects of the company is, through its business operations and activities, to have a significant positive impact on nature, environment and the society in general.”

Article 6 paragraph 1 shall come to read as follows:

“6.1 The management of the company shall be entrusted to the executive board, consisting of two or more members. In performing their duties, members of the executive board shall be guided by the interests of the company, the business connected with it and of the stakeholders connected with the company. In their decision-making, the members of the executive board shall also take into account the social, economic, legal or other consequences of the company's business operations with respect to (i) capital providers, (ii) the employees, subsidiaries and suppliers, (iii) the interests of the customers of the company and its subsidiaries, (iv) the communities and society in which the company, its subsidiaries and suppliers conduct their business, (v) the local and global environment and (vi) the short and long-term interests of the company.”

Article 6 paragraph 3 shall come to read as follows:

“6.3 The supervisory board shall determine the remuneration and other terms of employment of each member of the executive board with due observance of the remuneration policy adopted in accordance with article 2:135 and 2:135a of the Dutch Civil Code by the

general meeting.

Arrangements in the form of shares or rights to subscribe for shares shall be submitted for approval to the general meeting in accordance with article 2:135 paragraph 5 of the Dutch Civil Code.”

Article 7 paragraph 3 shall come to read as follows:

“7.3 A member of the executive board may not participate in the deliberations and decision making of the executive board on a matter in relation to which he has a direct or indirect personal interest which conflicts with the interests of the company and the business associated with the company or if he is involved in a transaction with a related party as referred to in article 2:169 paragraph 4 of the Dutch Civil Code. If, as a result thereof, no resolution of the executive board can be adopted, the resolution shall be adopted by the supervisory board.”

Article 8 paragraph 1 sub c shall come to read as follows:

“c. an application for admission to trading of the instruments referred to in sub a. and b. on a trading platform as referred to in article 1:1 of the Financial Supervision Act (*Wet op het financieel toezicht*) or a system comparable to a trading platform from a state which is not a member state or an application for withdrawal of such admission;”

Article 8 paragraph 1 sub m shall come to read as follows:

“m. the granting of approval to the nomination for the appointment of members of the Board of Stichting Administratiekantoor Aandelen Triodos Bank.”

Article 9 paragraph 6 shall come to read as follows:

“9.6 With the exception of paragraph 5 of article 2:158 of the Dutch Civil Code, supervisory directors shall be appointed by the general meeting in accordance with article 2:158 of the Dutch Civil Code and the other provisions of law. A supervisory director shall resign no later than on the day of the first general meeting which is held after four years have elapsed since his most recent appointment as supervisory director. A supervisory director can be re-appointed once for another period of at most four years. The supervisory director may then be reappointed again for a period of at most two years, which appointment may be extended by at most two years. In the event of reappointment after an eight-year period, reasons should be given in the report of the supervisory board.”

Article 10 paragraph 5 shall come to read as follows:

“10.5 A supervisory director may not participate in the deliberations and decision making of the supervisory board on a matter in relation to which he has a direct or indirect personal interest which conflicts with the interests of the company and the business associated with the company or if he is involved in a transaction with a related party as referred to in article 2:169 paragraph 4 of the Dutch Civil Code. If, as a result thereof, no resolution can be adopted by the supervisory board, the resolution shall nevertheless be adopted by the supervisory board.”

Article 12 paragraph 3 shall come to read as follows:

“12.3 In the event that the executive board and the supervisory board fail to convene the meeting in such a manner that it is held within eight (8) weeks, the preliminary judge (*voorzieningenrechter*) of the court of justice can allow each of the persons who made the

request to convene the meeting himself.”

Article 12 paragraph 4 shall come to read as follows:

“12.4 Notice convening a general meeting shall be sent to the shareholders and to the depository receipt holders. The notice shall be given by an announcement published electronically, which shall be directly and permanently accessible until the general meeting. The notice of a general meeting shall be given not less than forty-two (42) days prior to the day of the meeting. A notice may be given at the shorter term provided by law in case of an issue of shares as described in article 2:115 paragraph 3 of the Dutch Civil Code. In such case, the registration date referred to in paragraph 9 of this article shall be the second day after the day of the notice.”

Article 12 paragraph 9 shall come to read as follows:

“12.9 The persons having voting and/or meeting rights on the twenty-eighth (28th) day prior to the date of the general meeting (*the record date*) and who are registered as such in a register designated by the executive board, shall be deemed entitled to attend and to vote at such general meeting, irrespective of who are entitled to the shares or depository receipts at the time of the general meeting.”

Article 13 paragraph 2 shall come to read as follows:

“13.2 Each shareholder and every depository receipt holder shall notify the company in writing of the intention to attend the general meeting in person or by written proxy, either electronically or not, no later than the day specified for that purpose in the notice of meeting; that day cannot be earlier than the seventh day before that of the general meeting.”

Article 18 paragraph 3 shall come to read as follows:

“18.3 During the meeting which must decide on a decision to amend the articles of association or dissolve the company, at least three-quarters of the issued capital must be represented. The decision must be taken by a three-quarters majority of all votes cast. If the required issued capital is not represented, a new general meeting shall be summoned, to be held no sooner than forty-two and no later than sixty days after the previous meeting, which meeting, irrespective of the represented capital, may take a valid decision concerning the proposed amendment to the articles of association or dissolution of the company, on condition that the decision is taken by a three-quarters majority of the votes cast.”

FINAL STATEMENTS

Finally, the person appearing declared, as evidenced by the Minutes, to be 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.