

## DEED OF TRANSFER OF SHARES AGREEMENT

THIS DEED OF TRANSFER OF SHARES AGREEMENT ("DTSA" or "Agreement") is effective as per April 5, 2024 by and between:

1. **Ruslan Overko**, an individual, born on January 21, 1984, in Ukraine, holder of an Ukrainian passport number FZ529980 residing at Kharkivska Street 125A, Apartment 11, Krasnohrad, Kharkiv Region, Ukraine (**hereinafter referred to as the "Transferor"**).

and

2. **Katalin Bartok-Csato** an individual, born on March 23, 1983 in Hungary, holder of an Identity Card number 2-830323-0920, resident of Tompa Mihaly, Ut 91, Putnok, 3630, Hungary, (**hereinafter referred to as the "Transferee"**)

### **WHEREAS:**

The Transferor is the shareholder of 1 share, of USD 1, representing the issued and paid-up share capital (hereinafter the "**Share**") in **Hermes Consulting Company N.V.** a limited liability company incorporated under the laws of Curaçao, and having its registered office at Abraham de Veerstraat 9, Willemstad, Curaçao, registered with the Commercial Register of the Curaçao Chamber of Commerce & Industry under number 145995 (the "**COMPANY**");

The Transferor wishes to transfer 1 share of USD 1, being the entire issued and paid- up share capital to the Transferee and the Transferee wishes to acquire the Shares subject to the terms and conditions of this Agreement;

**NOW, THEREFORE, IT IS HEREBY AGREED** as follows:

### **Transfer of shares**

The transferor transfers unto the transferee 1 share, of USD 1 being the entire issued and paid-up share capital of the Company registered in the name of the Transferor.

The transfer of the Share as referred herein shall take place by the execution of this Agreement and the written acknowledgement thereof by the Company, which acknowledgement shall be annotated on this Agreement.

The distribution of share after the transfer will be as follows:

|                             |             |           |          |
|-----------------------------|-------------|-----------|----------|
| Names of shareholder:       | Percentage  | Quantity: | Number:  |
| <b>Katalin Bartok-Csato</b> | <b>100%</b> | <b>1</b>  | <b>1</b> |

### **Governing law and place of jurisdiction**

This Agreement shall be governed by the laws of Curaçao and in case of a dispute, the Lower Court of Curaçao will be competent.

## Counterparts

This Agreement may be executed in one or more counterparts or on one or more signature pages, each of which shall be deemed an original, but all of which together shall **constitute one and the same instrument**.

**IN WITNESS WHEREOF** this agreement has been signed by the parties hereto in triplicate on the date first written above.

## The Transferor

  
\_\_\_\_\_  
Ruslan Overko

## The Transferee

  
\_\_\_\_\_  
Katalin Bartok-Csato

The Company hereby acknowledges the transfer of the Shares herein laid down, which transfer will be duly registered in the Shareholders Register of the Company.

Signed on

## The Company

**MORGANITE CORPORATE SERVICES B.V.**

  
\_\_\_\_\_  
Norine J.E. Clifton

Managing Director

16 APR. 2024

