

SHARETRANSFER AGREEMENT

By and Between:

- (1) **RudLuc Directors N.V.**, a private company with limited liability, having its statutory seat at Willemstad, Curaçao, with its registered office at Abraham Mendez Chumaceiro Blvd. 03, Willemstad, Curaçao and registered in the Commercial Register of Curaçao Chamber of Commerce & Industry under number: 138.268 hereinafter referred to as “the TRANSFEROR”

And

- (2) **Ainars Banga**, bearer of the Latvia passport number LV6994664, residing at Kaivas iela 50- 150, Riga, LV-1021, Latvia, hereinafter referred to as “the TRANSFEREE”

WHEREAS, the TRANSFEROR, is a shareholder of the limited liability company;
Torsher B.V.

a private company with limited liability, having its statutory seat at Willemstad, Curaçao, and its registered address at Abraham Mendez Chumaceiro Boulevard 03, Curaçao and registered in the Commercial Register of Curaçao Chamber of Commerce & Industry under number 166106. hereinafter referred as “the CORPORATION”;

WHEREAS, the TRANSFEROR, as such incorporator, has subscribed for five-thousand (5.000) shares in the initially issued shares in the share-capital of the CORPORATION, having a nominal value of One Euro (EUR 1.00) each;

WHEREAS, in view of the foregoing, the TRANSFEROR holds five-thousand (5,000) shares, numbered one (001) up to and including five-thousand (5,000) in the share-capital of the CORPORATION, having a nominal value of One Euro (EUR 1.00) each, hereafter refer to as “the SHARES”;

WHEREAS, the TRANSFEROR would like to transfer the SHARES to the TRANSFEREE

WHEREAS, the TRANSFEROR guarantees to the TRANSFEREE that he has full power of control to transfer the SHARES to the TRANSFEREE and to transfer the ownership to the TRANSFEREE and that no one holds any pledge or any other right of security or any real right or any right of usufruct on any one or more of the SHARES and that no one is entitled to require such a right to be granted and that not one of the SHARES has been attached.

WHEREAS, the TRANSFEROR is desirous to transfer and likewise the TRANSFEREE is desirous to accept title to the aforementioned shares.

NOW THEREFORE, hereby expressly agree and accept the following:

1. The TRANSFEROR hereby transfers unto the TRANSFEREE the abovementioned shares in the share-capital of the CORPORATION and the TRANSFEREE does hereby accept and acknowledge such transfer.
2. The TRANSFEROR and TRANSFEREE do hereby irrevocably authorize and request **RudLuc Directors N.V.** in its capacity of Executive Director of the CORPORATION, to recognize and give effect to such transfer by signing the acknowledgement below for and on behalf of the CORPORATION and to enter such transfer in the shareholders register of the CORPORATION as at the latest date of execution of this agreement.



RudLuc Directors N.V.

TRANSFEROR

Place and Date: _____, 24th of January 2024



Ainars Banga

TRANSFEREE

Place and Date: Riga, 24th of January 2024

ACKNOWLEDGEMENT

RudLuc Directors N.V. in its capacity of Executive Director of the CORPORATION hereby declares to have acknowledged and consequently finalized the abovementioned transfer by entering the name of the TRANSFEREE in the shareholders register of the CORPORATION.

Place and Date: Willemstad, 24th of January 2024

