21 October 2020

FOURTH SUPPLEMENT TO THE FASTNED B.V. BOND PROGRAMME BASE PROSPECTUS DATED 20 November 2019

The reason for this Supplement is the incorporation of the Fastned H1 2020 Interim Report, the Fastned Q3 2020 Trading Update and the increase of the aggregate amount under this Prospectus.

FASTNED B.V. (incorporated in the Netherlands as a private company with limited liability (*besloten vennootschap met beperkte aansprakelijkheid*), having its corporate seat in Amsterdam, the Netherlands)

1. This Supplement dated 21 October 2020 (the *Supplement*) constitutes the fourth supplement to the Fastned B.V. Bond Programme dated 20 November 2019, which is supplemented with the first supplement dated 23 June 2020, the second supplement dated 30 June 2020 and the third supplement dated 16 July 2020 (together the Base Prospectus) issued by Fastned B.V. (the Issuer). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

2. This Prospectus comprises a base prospectus for all Bonds issued under the Programme for the purposes of Article 8 of Regulation 2017/1129/EU of the European Parliament and of the Council of 17 June 2017 and has been prepared in accordance with the Prospectus Regulation.

3. This Supplement is an amendment and a supplement to the Base Prospectus within the meaning of article 8 of Directive 2017/1129/EU. This Supplement has been filed with and approved by the Dutch Authority for the Financial Markets ("Stichting Autoriteit Financiële Markten" or "AFM"). This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements thereto issued by the Issuer.

4. This fourth Supplement constitutes a supplemental prospectus to the Prospectus for the purposes of article 23 of the Prospectus Regulation and has been approved by and filed with the AFM for such purposes.

5. The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

6. Copies of this Supplement, the Base Prospectus and all documents incorporated by reference in the Base Prospectus can be obtained on request, free of charge, by e-mail to invest@fastcharging.com or by writing to Fastned B.V., James Wattstraat 77R, 1097 DL, Amsterdam, The Netherlands, or on www.fastned.nl/obligaties.

7. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

8. Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

The following material events have taken place since the approval of the Third Supplement:

- Fastned raised 13.4 million euro in new bonds and exchanged 2.7 million euro of existing bonds into new bonds
- Publication of the Fastned H1 2020 report.
- Publication of the Fastned Q3 Trading Update.
- Deletion of aggregate amount under this Prospectus

The abovementioned- event results in the following changes/amendments on the Base Prospectus:

With effect from the date of this Supplement, the information appearing in, or incorporated by reference into, the Base Prospectus shall be amended and/or supplemented in the manner described below. References to marginal numbers are to the pages of the Base Prospectus.

The following wording shall be removed because the Programme is no longer restricted to EUR 30,000,000:

1.1. What are the main features of the Bonds?

Under the EUR 30,000,000 bonds programme described in this Prospectus (the **Programme**), Fastned B.V. (the **Issuer**) may issue bonds until the expiration of this Prospectus. Any bonds issued under this Programme and this Prospectus as herein referred as **Bonds**. The Issuer has a number of bonds outstanding under separate bonds programmes as further described under 1.1.10 below.

and replaced with:

1.1. What are the main features of the Bonds?

Under the bonds programme described in this Prospectus (the **Programme**), Fastned B.V. (the **Issuer**) may issue bonds until the expiration of this Prospectus. Any bonds issued under this Programme and this Prospectus as herein referred as **Bonds**. The Issuer has a number of bonds outstanding under separate bonds programmes as further described under 1.1.10 below.

The following wording shall be removed because the information is no longer accurate due to the latest issue of Bonds in July 2020:

1.1.11 Outstanding bonds under this Programme

In addition to the outstanding bonds under separate bond programmes as described under 1.1.10, the Issuer already raised EUR 12.2 million euro in December 2019 under this Programme. These Bonds have been issued on 12 December 2019, bear 6% interest with a maturity of five years and therefore end on 12 December 2024.

and shall be replaced with:

1.1.11 Outstanding bonds under this Programme

In addition to the outstanding bonds under separate bond programmes as described under 1.1.10, the Issuer already raised EUR 12.2 million euro in December 2019 and another 16.2 million in July 2020 under this Programme. The December 2019 Bonds were issued on 12 December 2019, bear 6% interest with a maturity of five years and therefore end on 12 December 2024. The July 2020 Bonds were issued on 28 July 2020, bear 6% interest with a maturity of five years and therefore end on 28 July 2025.

The following wording shall be added to explain the implications of the exchange offer from July 2020:

1.1.12 Exchange of bonds under this Programme

In July 2020 the offer was made to investors with bonds maturing in December 2021 and June 2022 to extend these investments by exchanging them for bonds under the July 2020 issue. More than a quarter of bonds from these earlier two issues (on average) have now been converted to bonds from this issue, reducing the repayment obligation for Fastned in 2021 with 0.5 million euro and in 2022 with 2.2 million euro.

The following wording shall be removed because the information is no longer accurate due to the latest issue of Bonds in July 2020:

1.2.2.2. Net proceeds

The Issuer intends to use the net proceeds from the offering of the Bonds for general purposes, with a priority on expansion and operation of the Fastned network of fast charging stations in Europe. The proceeds may also be used for refinancing of outstanding bonds as they become due (first maturity of EUR 2.5 mln becomes due in December 2021; all bond maturities are listed in section 5.15.2). The allocation of proceeds between the uses as described will be dependent on how revenues develop. Lower revenues will require Fastned to direct more of the proceeds towards operational expenditures. Higher revenues will allow Fastned to direct more of the proceeds towards capital expenditures, as revenues will cover a larger part of operational expenditures. Proceeds may be used for refinancing of outstanding bonds if and when revenues are not sufficient to generate sufficient operational cash-flow to repay the bonds at maturity, and/or Fastned is not willing or able to refinance the bonds in another way.

The expected aggregate net proceeds from the Issue of Bonds under this Prospectus will be in the range of EUR 3 million to EUR 30 million. The costs involved with the [each] Issue will amount to approximately EUR 300,000.

and shall be replaced with:

1.2.2.2. Net proceeds

The Issuer intends to use the net proceeds from the offering of the Bonds for general purposes, with a priority on expansion and operation of the Fastned network of fast charging stations in Europe. The proceeds may also be used for refinancing of outstanding bonds as they become due (first maturity of EUR 2.0 mln becomes due in December 2021; all bond maturities are listed in section 5.15.2). The allocation of proceeds between the uses as described will be dependent on how revenues develop. Lower revenues will require Fastned to direct more of the proceeds towards operational expenditures. Higher revenues will allow Fastned to direct more of the proceeds towards capital expenditures, as revenues will cover a larger part of operational expenditures. Proceeds may be used for refinancing of outstanding bonds if and when revenues are not sufficient to generate sufficient operational cash-flow to repay the bonds at maturity, and/or Fastned is not willing or able to refinance the bonds in another way.

Since Fastned wishes to have flexibility in its funding process there is no expected aggregate net proceeds from the Issue of Bonds stated under this Prospectus. The total amount outstanding bonds may (significantly) change over time. The costs involved with the [each] Issue will amount to approximately EUR 300,000.

The following wording shall be removed because the information is no longer accurate due to the latest issue of Bonds in July 2020:

2.4. Risks relating to the Financial Environment in which Fastned Operates

Fastned has multiple outstanding loans in the form of bonds, issued under separate bond programmes. Fastned raised EUR 2.5 million in December 2016, EUR 7.7 million in June 2017, EUR 12.3 million in December 2017, EUR 11.6 million in October 2018, EUR 10.6 million March 2019 and EUR 12.2 million in December 2019 through the issue of bonds that bear 6% interest and have a maturity of five years.

and be replaced with:

2.4. Risks relating to the Financial Environment in which Fastned Operates

Fastned has multiple outstanding loans in the form of bonds, issued under separate bond programmes. Fastned raised EUR 2.5 million in December 2016, EUR 7.7 million in June 2017, EUR 12.3 million in December 2017, EUR 11.6 million in October 2018, EUR 10.6 million March 2019, EUR 12.2 million in December 2019 and EUR 16.2 million in July 2020 through the issue of bonds that bear 6% interest and have a maturity of five years.

The following wording shall be added because the Programme is no longer restricted to EUR 30,000,000:

2.5 Risks relating to the investment in the Bonds

No limitation on the incurrence of indebtedness

The Conditions of the Bonds do not limit the Fastned's ability to incur additional indebtedness, including indebtedness that ranks senior or pari passu in priority of payment to the Bonds.

Any such additional indebtedness may increase Fastned's leverage and leverage ratios without limitations and may reduce the amount recoverable by Bondholders on a winding-up of Fastned. Accordingly, in the winding-up of the Issuer and after payment of the claims ranking senior to the Bondholders (such as secured claims), there may not be a sufficient amount to satisfy the amounts owing to the Bondholders which may lead to losses for such Bondholders.

The following documents shall be added to the documents incorporated by reference per this fourth Supplement:

4 DOCUMENTS INCORPORATED BY REFERENCE

- The Fastned H1 2020 Interim Report.
- The Fastned Q3 2020 Trading Update.

The following shall be added because of the publication of the H1 2020 results:

5.15.1. Financial Condition

Income statement	*For the six months ended 30 June*	
	H1 2020 *(unaudited)*	*H1 2019* *(unaudited)*
Revenue related to charging	2,682	1,779

Revenue from station construction as part of service concessions	357	1,003
Total Revenue	3,039	2,782
Cost of sales related to charging	(488)	(369)
Cost of sales from station constr. as part of service concessions	(358)	(1,192)
Total cost of sales	(846)	(1,561)
Gross profit	2,193	1,221
Other Operating income/(loss)	-	-
Selling and distribution expenses	*(1,069)*	*(616)*
Administrative expenses	*(3,971)*	*(2,874)*
Other operating expenses	*(843)*	*(1,888)*
Operating loss	(3,690)	(4,157)

Finance costs	(1,984)	(1,242)
Finance income	45	45
Results before taxes	(5,629)	(5,364)
Balance Sheet	*30 Jun 2020*	*30 Jun 2019*
Non-current Assets	38,844	34,021
Current Assets excluding cash/cash equivalents	1,085	2,177
Cash/cash equivalents	13,521	15,311
Total Assets	53,450	51,509
Shareholders' equity	(13,092)	(2,318)
Interest-bearing loans and borrowings	56,968	44,791
Non-current lease liabilities	3,417	2,886
Provisions & Deferred revenues	2,590	2,720

Current liabilities excluding leases	3,079	2,955
Current lease liabilities	488	475
Tot. Equity & Liabilities	53,450	51,509

The following wording shall be deleted because of the publication of the H1 2020 results::

As of the date of this Supplement, there has been a significant change in the financial performance and the financial position of Fastned since 31 December 2019. Due to Covid-19 related lockdown measurers, Fastned experienced a decline in revenues of around 70% in the weeks just after strict COVID-19 related lockdown measures came into effect in the Netherlands, as also published in the Annual Report 2019 on 31 March 2020 and the Q1 2020 Trading update on 9 April 2020, both incorporated by reference in this prospectus. In these two publications, reference is made to the impact of COVID-19 related lockdown measures on the prospects of Fastned. Just prior to the date of publication of this Supplement, this decline was around 50%.

and shall be replaced with:

5.15.1. Financial Condition

As of the date of this Supplement, there has been a significant change in the financial performance and the financial position of Fastned since 30 June 2020 due to the issue of EUR 13.4 million bonds per 28 July 2020. In addition, part of the investors in the existing December 2021 and June 2022 bonds have exchanged (part of) their bonds for new bonds (EUR 2.7 million). As a result of these exercises, total debt increased by EUR 13.4 million, liquidity increased by EUR 13.4 million and net financial indebtedness remained the same compared to the capitalisation per 30 June 2020.

See paragraph 12.3 Recent Developments for more information about Covid-19 impact.

The following wording shall be removed because of a change in the cash flow position due to the issue of new Bonds:

5.15.2. Capitalisation

Since 31 December 2019, cash balances have been reduced by approximately EUR 6.5m due to capital expenditure and normal operating requirements.

and shall be replaced with:

5.15.2. Capitalisation

Since 30 June 2020, cash balances have been increased by approximately EUR 6.8 million due to capital expenditure and normal operating requirements (negative) and a bond issue in July 2020 (positive).

Per 28 July 2020, Fastned issued EUR 13.4 million in new bonds. In addition, part of the investors in the existing December 2021 and June 2022 bonds have exchanged (part of) their bonds for new bonds (EUR 2.7 million), as part of an exchange offer that was launched on 16 July 2020 and closed on 28 July 2020. As a result of these exercises, total debt increased by EUR 13.4 million, liquidity increased by EUR 13.4 million and net financial indebtedness remained the same compared to the capitalisation per 30 June 2020.

The following shall be removed because the information is no longer accurate due to the latest issue of Bonds in July 2020:

5.15.2. Capitalisation

Bond Series	**Date of Issue**	**Amount**	**Date due**
Series I	5 December 2016	EUR 2.499 mln	5 December 2021
Series II	6 June 2017	EUR 7.689 mln	6 June 2022
Series III	12 December 2017	EUR 12.311 mln	12 December 2022
Series IV	30 October 2018	EUR 11.603 mln	30 October 2023
Series V	21 March 2019	EUR 10.689 mln	21 March 2024
Series VI	12 December 2019	EUR 12.177 mln	12 December 2024

and shall be replaced with:

5.15.2. Capitalisation

Bond Series	**Date of Issue**	**Amount due**	**Date due**
Series I	5 December 2016	EUR 1.962 mln	5 December 2021
Series II	6 June 2017	EUR 5.495 mln	6 June 2022
Series III	12 December 2017	EUR 12.311 mln	12 December 2022

Series IV	30 October 2018	EUR 11.603 mln	30 October 2023
Series V	21 March 2019	EUR 10.689 mln	21 March 2024
Series VI	12 December 2019	EUR 12.177 mln	12 December 2024
Series VII	28 July 2020	EUR 16.206 mln	28 July 2020

Amounts due for bond Series I and II are lower than the original issue sizes (EUR 2.499m respectively EUR 7.689m) as part of the investors in these series chose to exchange (part of) their holdings into Series VII in an exchange offer that was conducted in July 2020.

The following wording shall be deleted because of changes in the final commitments:

5.15.4. Financial Commitments

On the date of publication of this Supplement main financial commitments are:

- Capital expenditures related to the construction of stations: EUR 2.97 million
- Interest payments on outstanding bonds: EUR 3.42 million per annum
- Repayment of the first Series of Bonds (EUR 2.50 million) as per December 2021. Other Series of Bonds will come up for repayment in 2022, 2023 and 2024. Please refer to paragraph 5.15.2 for details

Other financial commitments relate to grid connection fees, salaries, office rental and other operational expenditures, which amount to around 8.4 million per year.

Coverage of the abovementioned commitments is partly provided by the (cumulative) gross profit on operations, the current cash position (EUR 12.83 million), remainder of a subsidy from the German Federal Government related to the capex on certain stations in Germany (approximately EUR 0.3 million), remainder of a subsidy of BENEFIC related to the capex on certain stations in the Netherlands and in Belgium (approximately EUR 0.6 million).

and shall be replaced with:

5.15.4. Financial Commitments

On the date of publication of this Supplement main financial commitments are:

- Capital expenditures related to the construction of stations: EUR2.85 million
- Interest payments on outstanding bonds: EUR 4.23 million per annum
- Repayment of the first Series of Bonds (EUR 1.96 million) as per December 2021. Other Series of Bonds will come up for repayment in 2022, 2023 and 2024. Please refer to paragraph 5.15.2 for details

Other financial commitments relate to grid connection fees, salaries, office rental and other operational expenditures, which amount to around 9.15 million per year.

Coverage of the abovementioned commitments is partly provided by the (cumulative) gross profit on operations, the current cash position (EUR 20.3 million), and the remainder of a subsidy of BENEFIC related to the capex on certain stations in the Netherlands and in Belgium (approximately EUR 0.6 million).

7 TERMS AND CONDITIONS OF THE BONDS

1.3. Maximum amount

The following wording shall be deleted because the maximum aggregate nominal value has been deleted:

The Bonds will be issued with a maximum aggregate nominal value of EUR 15,000,000.-**.**

And shall be replaced with:

1.3. Maximum amount

There is no expected maximum aggregate nominal value from the Issue of Bonds stated under this Prospectus. The total amount outstanding bonds may (significantly) change over time.

The following wording shall be deleted because the information is no longer up to date since the amount of outstanding Bonds has changed:

12.2 Use of proceeds

(first maturity of EUR 2.5 mln becomes due in December 2021; all bond maturities are listed in section 5.15.2.)

And shall be replaced with:

12.2 Use of proceeds

(first maturity of EUR 1.96 million becomes due in December 2021; all bond maturities are listed in section 5.15.2.)

The following wording shall be deleted because the maximum amount raised under the Prospectus has been raised:

12.2 Use of proceeds

At the date of the second Supplement, EUR 30 million can be raised under the Prospectus. EUR 12.2 million has already been raised under the previous issue under this Prospectus in December 2019. Therefore, a maximum of EUR 17.8 can be raised under this Issue under this Prospectus. The total amount of the proceeds from the Offering depends on the number of Bonds issued.

And shall be replaced with:

12.2 Use of proceeds

The total amount of the proceeds from the Offering depends on the number of Bonds issued.

The following wording shall be deleted to properly reflect the recent development:

12.3 Recent developments

The demand for (fast) charging services is closely linked to traffic intensity and FEV adoption. Therefore, the lock-down measurers have an adverse change on the Fastned short term prospects. As lock-down measures are reduced, people start travelling again, resulting in increased traffic, and an increased demand for charging. This effect has been playing out in May and up to the date of publication of this prospectus.

And shall be replaced with:

12.3 Recent developments

The demand for (fast) charging services is closely linked to traffic intensity and FEV adoption. Therefore, the lock-down measurers have an adverse change on the Fastned short term prospects. As lock-down measures are reduced, people start travelling again, resulting in increased traffic, and an increased demand for charging. Subsequent increases in lock-down measures have the opposite impact.