

FIRST SUPPLEMENT DATED 21 April 2016
TO THE PROSPECTUS DATED 22 March 2016,

A.H.T. Syngas Technology N.V.
(incorporated in The Netherlands with its statutory seat in Amsterdam, the Netherlands)

1,000,000 new ordinary bearer shares with a nominal value of € 1.00 each, from a capital increase against contributions in cash and at the same time for the inclusion to trading on the non-regulated market (Entry Standard) of the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) of up to 2,500,000 ordinary bearer shares (entire share capital)

-each having a nominal value of the current share capital of EUR 1.00 and with full dividend rights as of January 01, 2016-

of AHT Syngas Technology N.V.
Amsterdam, The Netherlands

First Supplement to the Prospectus dated 22 March 2016.

This Supplement dated 21 April 2016 (the “**Supplement**”) is supplemental to, forms part of and must be read and construed in conjunction with, the prospectus dated 22 March 2016 (the “**Prospectus**”). The Prospectus has been issued by A.H.T. Syngas Technology N.V. (the “**Issuer**”) in respect of a public offering of 1,000,000 new ordinary bearer shares with a nominal value of € 1.00 each, from a capital increase against contributions in cash and at the same time for the inclusion to trading on the non-regulated market (Entry Standard) of the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) of up to 2,500,000 ordinary bearer shares (entire share capital). This Supplement, together with the Prospectus, constitutes a prospectus for the purposes of Article 5.4 of Directive 2003/71/EC of the European Parliament and of the Council (the “**Prospectus Directive**”). Terms given a defined meaning in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement. To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in or incorporated by reference into the Prospectus, the statements in this Supplement will prevail.

The Issuer accepts responsibility for the information contained in this Supplement, having taken all reasonable care to ensure that such is the case and such information is to the best of its knowledge in accordance with the facts and contains no omission likely to affect its import.

Section 5:23(6) of the *Wet Financieel Toezicht* stipulates:

Where a supplement to the prospectus has been made generally available in respect of an offer of securities to the public in the Netherlands, a party which concluded a contract regarding the purchase or acquisition of those securities or made an offer to conclude a contract regarding the purchase or acquisition of those securities shall have the right to cancel the contract or withdraw the offer within two working days after the publication of that supplement.

AMENDMENTS OR ADDITIONS TO THE PROSPECTUS

The reasons for this Supplement are:

-The expected timetable has changed e.g. the commencement of the Offer Period starts on May 09, 2016 and ends on May 30, 2016. Furthermore the relevant timelines also need to be adapted,

-The stabilization manager and designated sponsor is the company biw Bank für Investments und Wertpapiere AG (Hausbroicher Straße 222, 47877 Willich, Germany) – a German Financial Authority Bundesanstalt für Finanzdienstleistungen Bafin regulated firm-.

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

In section C.6 of the Summary on page 15 of the Prospectus, the existing second phrase of the right column shall be replaced by the following phrase:

The approval for inclusion to trading for the Issuer's shares on the non-regulated market (Entry Standard) of the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) is expected to be granted on **May 28, 2016**. Trading in the Issuer's shares is currently planned to commence on **June 06, 2016**.

In section E.3 of the Summary on page 17 of the Prospectus, the existing first phrase in the first section under the heading "Offer period" of the right column shall be replaced by the following phrase:

The offer period, during which investors may submit purchase orders for the Offer Shares, is expected to begin on **May 09, 2016** and is expected to end on **May 30, 2016**, at 12:00 noon CEST (Central European Summer Time) for private investors (natural persons) and at 16:00 CEST (Central European Summer Time) for institutional investors (the "Offer Period").

In section E.3 of the Summary on page 18 of the Prospectus, the existing first phrase in the first section under the heading "Delivery and payment" of the right column shall be replaced by the following phrase:

The delivery of the Offer Shares against payment of the offer price is expected to take place on **June 03, 2016**.

In section E.3 of the Summary on page 18 of the Prospectus, the existing first phrase in the first section under the heading "Stabilization measures" of the right column shall be replaced by the following phrase:

In connection with the offering of the Offer Shares biw Bank für Investments und Wertpapiere AG (Hausbroicher Straße 222, 47877 Willich, Germany) – a German Financial Authority Bundesanstalt für Finanzdienstleistungen Bafin regulated firm- will act as the stabilization manager and may, as stabilization manager acting in accordance with legal requirements (Section 20a (3) of the German Securities Trading Act (Wertpapierhandelsgesetz) in conjunction with Commission Regulation (EC) No. 2273/2003 of December 22, 2003), take stabilization measures to support the market price of the Issuer's shares and thereby counteract any selling pressure.

In section 3.3 on page 32 and 33 of the Prospectus, the last phrase of the existing section under the heading shall be replaced by the following phrase:

The Company expects that admission to trading on the unregulated market segment Entry Standard of the Frankfurt Stock Exchange will be resolved on **May 28, 2016** and is expecting that trading of the Company's shares will commence on **June 06, 2016**.

In section 3.6 on page 34 of the Prospectus, the existing section under the heading shall be replaced by the following section:

biw Bank für Investments und Wertpapiere AG (Hausbroicher Straße 222, 47877 Willich, Germany) assumes the function of a designated sponsor (the “Designated Sponsor”) for the Company’s shares trading on the Frankfurt Stock Exchange. The Designated Sponsor assures larger liquidity in the market for the shares by issuing binding ask and bid prices.

In section 4.2 on page 36 of the Prospectus, the second phrase of the existing section under the heading shall be replaced by the following phrase:

The offer period, during which investors may submit purchase orders for the shares, is expected to begin on **May 09, 2016** and is expected to end on **May 30, 2016**, at 12:00 noon CET for private investors (natural persons) and at 16:00 CET for institutional investors (the “Offer Period”).

In section 4.2 on page 37 of the Prospectus, the first phrase of the fourth existing section on that page shall be replaced by the following phrase:

The offer period, within which investors will have the possibility to place purchase orders for the New Shares commences on **May 09, 2016** and ends on **May 30, 2016**.

In section 4.2 on page 37 of the Prospectus, the third phrase of the seventh existing section on that page shall be replaced by the following phrase:

Price setting is expected to take place on or about **May 30, 2016**.

In section 4.2 on page 38 of the Prospectus, the fourth phrase of the second existing section on that page shall be replaced by the following phrase:

The offer price and the final number of New Shares, placed in the offering (that is, the result of the offering) are expected to be published on or about **May 30, 2016** by means of a press release on an electronic information system and on the Issuer’s website.

In section 4.2 on page 38 of the Prospectus, the first phrase of the fourth existing section on that page shall be replaced by the following phrase:

Book-entry delivery of the allotted New Shares against payment of the offer price and the customary securities commission is expected to take place on **June 03, 2016**.

In section 4.2 on page 38 and 39 of the Prospectus, the complete existing section under the heading "Expected Timetable for the Offering" shall be replaced by the following section:

The following is the expected timetable of the offering, which may be extended or shortened:

March 22, 2016

Approval of this prospectus by the AFM and publication of the approved prospectus on the Issuer’s website. Notification of the approved prospectus to the German Commission for the Supervision of the Financial Sector Bafin (Bundesanstalt für Finanzdienstleistungsaufsicht).

April 15, 2016

Application for inclusion to trading filed with the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse).

May 09, 2016

Commencement of the Offer Period.

May 28, 2016

Approval of inclusion to trading issued by the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse).

May 30, 2016

Close of the Offer Period for private/retail investors (natural persons) at 12:00 noon CEST (Central European Summer Time) and for institutional investors at 16:00 CEST (Central European Summer Time).

May 30, 2016

Determination of the offer price and allotment; publication of the offer price in the form of a press announcement on an electronic information system and on the Issuer's website.

June 02, 2016

Registration of the consummation of the IPO Capital Increase with the Commercial Register and creation of the New Shares to be delivered on the date of settlement.

June 03, 2016

Book-entry delivery of the Offer Shares against payment of the offer price (closing).

June 06, 2016

First day of trading.

On the date of its approval, the Prospectus will be published on the Company's website (www.aht-syngas.com), and is also available in printed form free of charge during regular business hours from the Company.

In section 4.2 on page 39 of the Prospectus, the first phrase of the only existing section under the heading " Stabilization Measures" shall be replaced by the following phrase:

In connection with the offering of the Offer Shares, biw Bank für Investments und Wertpapiere AG (Hausbroicher Straße 222, 47877 Willich, Germany) will act as the stabilization manager in Germany and may, as stabilization manager, take stabilization measures to support the market price of the Issuer's shares and thereby counteract any selling pressure.

In section 4.2 on page 39 of the Prospectus, the only existing section under the heading " Inclusion on the Frankfurt Stock Exchange and Commencement of Trading" shall be replaced by the following section:

The Issuer expects to apply for inclusion of its shares to trading on the non-regulated market segment (Entry Standard) of the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) on or about April 15, 2016. The approval for inclusion to trading is expected to be announced May 28, 2016. Trading on the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) is currently expected to commence on June 06, 2016.

In section 4.3 on page 40 of the Prospectus, the first phrase of the second existing section be replaced by the following phrase:

biw Bank für Investments und Wertpapiere AG (Hausbroicher Straße 222, 47877 Willich, Germany) has agreed to assume the function of a designated sponsor of the Issuer's shares traded on the Frankfurt Stock Exchange (Frankfurter Wertpapierbörse) for a period of at least two years.

Copies of this Supplement and the Prospectus, together with the other documents listed in the section Documents Incorporated by Reference of the Prospectus will be available free of charge during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) from the Issuer (at its registered office of the Issuer at Laan van Diepenvoorde 3, 5585 LA Waarle / The Netherlands).