

CONSENT TO STOCK SALES AND REDEMPTIONS

THIS CONSENT executed this 22nd day of September, 2021, by and between KNZA, Inc. (the "Corporation"), Robert B. Hilton, as Trustee of the Robert B. Hilton and Kay L. Hilton Trust dated June 3, 2008 ("Hilton"), and Gregory F. Buser ("Buser").

WHEREAS, Hilton wishes to sell and have redeemed forty-one thousand (41,000) shares of stock in the Corporation to the Corporation effective on or before December 1, 2021; and

WHEREAS, Buser wishes to sell and have redeemed fifty-one thousand (51,000) shares of stock in the Corporation to the Corporation effective on or before December 1, 2021; and

WHEREAS, pursuant to a Stockholder's Agreement dated June 1, 1992 (the "Stockholder's Agreement"), executed by Hilton, Buser, and the Corporation, consent by Buser is required for Hilton to sell Hilton's stock in the Corporation and consent by Hilton is required for Buser to sell his stock in the Corporation; and

WHEREAS, Buser wishes to waive his rights under the Stockholder's Agreement and consent to the sale and redemption of the forty-one thousand (41,000) shares of stock in the Corporation by Hilton to the Corporation; and

WHEREAS, Hilton wishes to waive Hilton's rights under the Stockholders Agreement and consent to the sale and redemption of the fifty-one thousand (51,000) shares of stock in the Corporation by Buser to the Corporation.

NOW, THEREFORE, in consideration of the mutual obligations of the parties under the Stockholder's Agreement and for other good and valuable consideration, the parties agree as follows:


1. **Consent.** Notwithstanding anything to the contrary in the Stockholder's Agreement,

Buser hereby consents to the sale and redemption by Hilton of forty-one thousand (41,000) shares of stock in the Corporation to the Corporation, with such sale to be closed on or before December 1, 2021. Likewise, Hilton hereby consents to the sale and redemption by Buser of fifty-one thousand (51,000) shares of stock in the Corporation to the Corporation, with such sale to be closed on or before December 1, 2021.

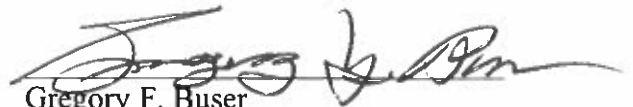
2. **Counterparts.** This consent may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Facsimile or other electronic signatures on this consent shall be as sufficient as original signatures

IN WITNESS WHEREOF, the parties have executed this Consent on this 22nd day of September, 2021.

KNZA, INC., a Kansas corporation

By: 
Gregory F. Buser, President

CORPORATION


Gregory F. Buser
BUSER

ROBERT B. HILTON AND KAY L.
HILTON TRUST dated June 3, 2008

By: 
Robert B. Hilton, Trustee

HILTON