

**THE KINGFISH COMPANY N.V.,**

a limited liability company (naamloze vennootschap), having its statutory seat (zetel) and offices at Oost-Zeedijk 13, 4485 PM Kats, the Netherlands, registered with the trade register of the Dutch Chamber of Commerce under number 64625060, **(the “Company”)**

**MINUTES OF THE ANNUAL GENERAL MEETING OF THE COMPANY**

held on 10<sup>th</sup> June 2021 at 16.00 hours (CET) as a digital meeting through Microsoft Teams

**1. OPENING OF THE MEETING**

Hans den Bieman, the chairman of the supervisory board of The Kingfish Company N.V., opened the Annual General Meeting (the “Meeting”). The chairman welcomed all shareholders in the Company that are attending the Meeting, including Harry van den Burg and Armando Hermes, audit partners of the firm Baker Tilly and the Company’s external auditor.

In accordance with the Dutch law on temporary measures taken by the Ministry of Justice and Security in connection with the outbreak of COVID-19 this Meeting is conducted as a digital meeting through Microsoft Teams with advance votes by proxies.

**2. PROXIES AND QUORUM**

With reference to the Notice of General Meeting of Shareholders that was published on May 26<sup>th</sup>, 2021 (the “AGM Notice”), proxies have been lodged by 14 shareholders holding 44,171,401 shares, representing 65.2% of the issued share capital of the Company. As prescribed by law and by the Company’s articles of association, resolutions do not require a quorum of shareholders to be valid. This means that resolutions are final if there is an absolute majority of the votes casted.

A record of shareholders who have submitted advance votes by proxies was attached to the agenda of the Meeting. No incoming documents or notices or questions have been received before the Meeting. During the Meeting, shareholders were given the opportunity to ask questions with respect to each item on the agenda.

**3. BUSINESS OF THE MEETING**

The chairman informed the shareholders in the Company that were present at the Meeting of the outcome of the voting by shareholders by proxies for the following shareholder resolutions set out in the AGM Notice (the “Resolutions”):

1. Approval of the AGM Notice and the agenda of the Meeting.
2. Adoption of the annual accounts for the financial year 2020.
3. Approval of the transfer by the Company of the loss for the 2020 financial year to the general revenue.

4. Approval of the discharge and release of the members of the management board from liability for services rendered in the financial year 2020.
5. Approval of the discharge and release of the members of the supervisory board from liability for services rendered in the financial year 2020.
6. Election of Baker Tilly as the Company's auditor for 2021.
7. Approval of the dismissal of Itay Young as member of the management board (CFO) and his discharge and release from liability, effective as per April 21<sup>st</sup>, 2021.
8. Approval of the assignment of the title of CFO to Christo du Plessis.
9. Approval of the resignation and release of Jean-Baptiste Bachelier as a member and chairman of the nomination committee as per June 10<sup>th</sup>, 2021.
10. Approval of the appointment of Michel de Rovira as a member and chairman of the nomination committee for a term of two years as per June 10<sup>th</sup>, 2021.
11. Approval of the following annual remuneration of the supervisory board: Chairman EUR 70,000; Member EUR 35,000; Sub-committee member EUR 5,000.
12.
  - a. Approval of the extension of the delegation by the Meeting to the supervisory board of the right to issue ordinary shares up to 20% of the paid up and issued share capital for a period of 18 months; of which 50% (so 10% of the total paid and issued share capital) can be issued without pre-emptive rights.
  - b. Approval of the delegation by the Meeting to the management board of the right to repurchase shares in the share capital up to 10% of the issued share capital for a period of 18 months against a market price in line with the average market price of the 5 prior working days and with less than 5% variance of that average price.
  - c. Approval of the extension of the delegation by the Meeting to the supervisory board of the right to issue 4.006.761 shares under the Employee Stock Option plan for another 18 months.
  - d. Approval of the extension of the deadline to award remaining, non-awarded options referred to in par 5.1 of the Employee Stock Option Plan, by 12 months to 31 December 2022.

#### 4. VOTING

Resolution 1	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 2	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 3	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL

	44,171,401	Nil	Nil	23,568,794	67,740,195
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Resolution 4	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 5	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 6	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 7	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 8	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 9	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 10	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 11	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 12 a	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

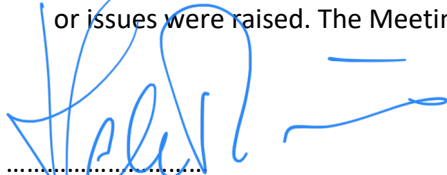
Resolution 12 b	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 12 c	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

Resolution 12 d	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	44,171,401	Nil	Nil	23,568,794	67,740,195

**5. CLOSE OF THE MEETING**

The chairman noted that the business of the Meeting was concluded and no other proposals or issues were raised. The Meeting was then declared closed.



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Hans den Bieman  
Chairman of the Meeting



THE KINGFISH COMPANY B.V.  
(The "Company")

07.June 2021

FORM OF PROXY AND VOTING INSTRUCTION AGM 10 JUNE 2021

We, DNB Bank ASA of Oslo, Norway, the registered holder of 67,740,195 ordinary shares in the Company per record date June 04, 2021 hereby appoint the Chairman of the meeting to represent the undersigned at the Annual General Meeting of the Company to be held on 10. June 2021 and at any adjournment thereof.

Resolution 1:

The notice of the meeting and the agenda of the meeting are approved (2)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 2:

The annual accounts for the financial year 2020 are adopted (3)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 3:

The transfer by the Company of the loss for the 2020 financial year to the general reserve is approved (4)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution: 4

The discharge and release of the members of the management board from liability for services rendered in the financial year 2020 are approved (5)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	12,680,876	67,740,195

Resolution 5:

The discharge and release of the members of the supervisory board from liability for services rendered in the financial year 2020 are approved (6)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 6:

Baker Tilly are elected as auditor for 2021 (7)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 7:

The dismissal of Itay Young as member of the management board (CFO) and his discharge and release from liability are approved, effective as per April 21st, 2021 (8)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 8:

The assignment of the title of CFO to Christo du Plessis is approved (9)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 9:

The resignation and release of Jean-Baptiste Bachelier as a member and chairman of the nomination committee is approved as per June 10th, 2021 (10)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 10:

The appointment of Michel de Rovira as a member and chairman of the nomination committee for a term of two years is approved as per June 10th, 2021 (11)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 11:

The following annual remuneration of the supervisory board: - Chairman EUR 70,000; Member EUR 35,000; Sub-committee member EUR 5,000 is approved (12)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 12a:

The extension of the delegation by the general meeting to the supervisory board of the right to issue ordinary shares up to 20% of the paid up and issued share capital for a period of 18 months; of which 50% (so 10% of the total paid and issued share capital) can be issued without pre-emptive rights is approved (13a)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 12b:

The delegation by the general meeting to the management board of the right to repurchase shares in the share capital up to 10% of the issued share capital for a period of 18 months, against a market price in line with the average market price of the 5 prior working days and with less than 5% variance of that average price, is approved (13b)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	22,170,906

Resolution 12c:

The extension of the delegation by the general meeting to the supervisory board of the right to issue 4.006.761 shares under the Employee Stock Option plan for another 18 months is approved (13c)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

Resolution 12d:

The extension of the deadline to award remaining, nonawarded options referred to in par 5.1 of the Employee Stock Option Plan, by 12 months to 31 December 2022 is approved (13d)

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
44,171,401	NIL	NIL	23,568,794	67,740,195

\* The number of shares for which no voting instructions has been received from the beneficial shareholders. The shares are not to be voted for.

Sincerely,  
On behalf of DNB Bank ASA

Sten Sundby

Sten Sundby  
Client Manager  
Registrars Dept.

**DNB Bank ASA**  
Registrars Department