

**THE KINGFISH COMPANY N.V.**

a Dutch 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 EXTRAORDINARY GENERAL MEETING OF THE COMPANY**

held on 27 February 2023 at 13:00 hours (CET) at the offices of the Company at Oost-Zeedijk 13, 4485 PM Kats, the Netherlands.

**1. OPENING OF THE MEETING**

The chairman of the supervisory board of the Company, Jeroen Scheelbeek, opened and chaired the Extraordinary General Meeting (the “**EGM**”) and kept a list of attending shareholders. The list of attending shareholders and the number of shares and votes is attached to these minutes as Appendix 1.

**2. PROXIES AND QUORUM**

With reference to the Notice of Extraordinary Meeting of Shareholders that was published on 10 February 2023 (the “**EGM Notice**”), proxies have been lodged by 27 shareholders holding 66,630,393 shares, representing 60.11% 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 EGM. No incoming documents or notices or questions have been received before the EGM. Registered shareholders or their proxies were allowed to cast their vote during the meeting, and shareholders were given the opportunity to ask questions with respect to each item on the agenda.

**3. RESOLUTIONS**

The following matters were resolved:

1. **MANAGEMENT BOARD RESIGNATION:** to accept the resignation of Mr. Hans den Bieman as managing director and Chief Executive Officer *ad interim* of the Company and to grant a discharge for the performance of his duties as managing director of the Company (as defined in the EGM Notice). **(resolution 2)**
2. **APPOINTMENT CEO:** to appoint Mr. Vincent Erenst as managing director of the Company, with the title Chief Executive Officer (as defined in the EGM Notice). **(resolution 3)**
3. **APPOINTMENT MEMBER SUPERVISORY BOARD:** to appoint Mr. Hans den Bieman, upon unanimous proposal of the Nomination Committee as a member of the Board as per the EGM up to and including the next annual general meeting of the Company. **(resolution 4)**
4. **DETERMINATION REMUNERATION MEMBER SUPERVISORY BOARD.** to grant Mr. Hans den Bieman as member of the Board a remuneration package in conformity with the



current remuneration packages granted to the other members of the Board, being 35,000 EUR on a yearly basis (as defined in the EGM Notice). **(resolution 5)**

5. **APPOINTMENT MEMBER SUPERVISORY BOARD:** to appoint Mr. Noam Kleinfeld, upon unanimous proposal of the Nomination Committee, as a member of the Board as per the EGM up to and including the next annual general meeting of the Company. **(resolution 6)**
6. **DETERMINATION REMUNERATION MEMBER SUPERVISORY BOARD.** to grant Mr. Noam Kleinfeld as member of the Board a remuneration package in conformity with the current remuneration packages granted to the other members of the Board, being 35,000 EUR on a yearly basis (as defined in the EGM Notice). **(resolution 7)**

All resolutions were passed with votes in favor of the resolution.

#### 4. VOTING RECORD

Resolution 2	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	65,175,887	Nil	1,454,506	44,218,898	110,849,291

Resolution 3	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	66,630,393	Nil	Nil	44,218,898	110,849,291

Resolution 4	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	65,175,887	Nil	1,454,506	44,218,898	110,849,291

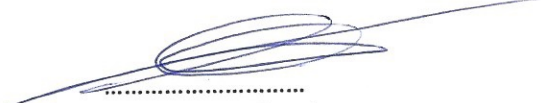
Resolution 5	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	65,175,887	Nil	1,454,506	44,218,898	110,849,291

Resolution 6	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	66,630,393	Nil	Nil	44,218,898	110,849,291

Resolution 7	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES	TOTAL
	66,630,393	Nil	Nil	44,218,898	110,849,291

#### 5. CLOSE OF THE MEETING

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

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 Jeroen Scheelbeek  
 Chairman of the EGM



Appendix 1

**THE KINGFISH COMPANY N.V. – voting EGM 27.02.2023**

<b>Shareholder</b>	<b>Holding</b>
CACEIS Bank   Rabo Investments Participaties	15,591,011
Stolt-Nielsen M.S. Ltd	9,237,663
Bank Julius Bar & Co   Federmann Enterprises	2,526,006
Bank Julius Bar & Co   Yariv Gilat	766,160
Bank Julius Bar & Co   Tyros	3,315,810
Claris BV	6,493,354
ABN AMRO Global Custody Services   ASN Levensverzekering/Leven	6,154,957
Kverva Finans	4,642,685
Noam Kleinfeld	3,526,844
JP Morgan Chase Bank   Giora Kaplan	956,291
JP Morgan Chase Bank   Avishai Abrahaim	1,046,350
JP Morgan Chase Bank   Nir Zohar	277,410
Silver Oak Investments Holding	2,249,021
Cibus Enterprises Fund	1,782,742
Grober Ehud	1,457,142
Young	1,454,506
C.J. Kloet Beheer BV	1,150,000
Hirsch Gil	1.075.153
UBS Switzerland AG	843,712
Ceder Dror	593,399
Daniel Tal Mor	546,205
Seltzer Investments	390,630
Yariv Gilat	312,503
Avishai Abrahami	260,417
Zohar Nir	151,731
CACEIS Bank   ASN Biodiversiteitsfonds	113,000
Morgan Stanley & Co   Railroad Ranch Capital	1,224

Total number of issued shares	110,849,291
Percentage of total issued shares voted and represented	60.11%