

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 14 October 2022 at 16.00 hours (CEST) at the offices of the Company at Oost-Zeedijk 13, 4485 PM Kats, the Netherlands

1. OPENING OF THE MEETING

Hans den Bieman, chairman of the Board, 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 September 29th, 2022 (the "EGM Notice"), proxies have been lodged by 21 shareholders holding 57,886,299 shares, representing 77.68 % of the 74,514,211 total issued shares 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 questions have been received before the EGM. During the EGM, shareholders were given the opportunity to ask questions with respect to each item on the agenda.

3. RESOLUTIONS

The following matters were resolved:

1. APPOINTMENT CFO: to appoint Mr Jean-Charles Valette as managing director of the Company and grant him the title of Chief Financial Officer (as defined in the EGM Notice). **(Resolution 2)**
2. APPOINTMENT MEMBER SUPERVISORY BOARD: to appoint Mr Jordi Trias Fita as member of the Board (as defined in the EGM Notice). **(Resolution 3)**
3. DETERMINATION REMUNERATION MEMBER SUPERVISORY BOARD: To determine the remuneration of Mr Jordi Trias Fita as member of the Board (as defined in the EGM Notice). **(Resolution 4)**

4. **ISSUE SHARES FOR TRANCHE 2 OF THE TRANSACTION:** To issue shares in the capital of the Company in connection with Tranche 2 of the Private Placement (as defined in the EGM Notice). **(Resolution 5)**
5. **EXCLUSION PRE-EMPTIVE RIGHTS:** To exclude pre-emptive rights in connection with Tranche 2 (as defined in the EGM Notice). **(Resolution 6)**
6. **DESIGNATE BOARD IN RESPECT OF SUBSEQUENT OFFERING:** To designate the Board as the authorised body to issue shares and/or grant (subscription) rights to acquire shares in the capital of the Company in connection with the Subsequent Offering (as defined in the EGM Notice). **(Resolution 7)**
7. **EXCLUSION PRE-EMPTIVE RIGHTS:** To exclude pre-emptive rights in connection with the Subsequent Offering (as defined in the EGM Notice). **(Resolution 8)**
8. **RENEWAL OF AUTHORIZATION ISSUANCE OF SHARES:** To designate the Board as the corporate body authorized to issue shares and/or grant rights to subscribe for shares in the capital of the Company (as defined in the EGM Notice). **(Resolution 9)**
9. **RENEWAL EXCLUSION AND LIMITATION PRE-EMPTIVE RIGHTS:** To designate the Board as the corporate body authorized to exclude or limited pre-emptive rights (as defined in the EGM Notice). **(Resolution 10)**

4. VOTING RECORD

Resolution 2:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	57,886,299	NIL	NIL	16,627,912	74,514,211

Resolution 3:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,963,865	4,922,434	NIL	16,627,912	74,514,211

Resolution 4:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,963,865	4,922,434	NIL	16,627,912	74,514,211

Resolution 5:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,963,865	4,922,434	NIL	16,627,912	74,514,211

Resolution 6:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,850,865	5,035,434	NIL	16,627,912	74,514,211

Resolution 7:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,963,865	4,922,434	NIL	16,627,912	74,514,211

Resolution 8:	FOR	AGAINST	ABSTAIN	BROKER	TOTAL
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				NON-VOTES*	
	52,850,865	5,035,434	NIL	16,627,912	74,514,211

Resolution 9:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,850,865	4,922,434	NIL	16,627,912	74,514,211

Resolution 10:	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES*	TOTAL
	52,850,865	5,035,434	NIL	16,627,912	74,514,211

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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Hans de Bieman
Chairman of the EGM

Appendix 1

THE KINGFISH COMPANY N.V. – voting EGM 18.10.2022

Shareholder	Holding
Claris B.V.	4.281.817
C.J. Kloet Beheer BV	1.350.000
ASN Biodiversiteitsfonds NV	113.000
Railrod Ranch capital Master Fund LP	1.224
Selzer Investment 2018	2.711.923
Tyros International Group	2.210.511
SORTUN INVEST AS	260.417
Lin AS	260.417
KVERVA FINANS AS	3.270.875
Credev/Societe Generale	16.378.923
Rabo Bank/Caceis Bank	11.680.986
HDB Beheer BV	2.171.331
Terra Mare	4.600.000
Noam Kleinfeld	3.169.755
Ehud Grober	1.087.323
ASR/ABN Amro	1.134.476
Gril II Ltd	547.439
Dror Ceder	417.882
Silver Oak Investments Holding C.V	1.499.328
Nir Zohar	101.153
Excalibercapital	637.519
Totals:	57.886.299

Total number of issued shares
Percentage of total issued shares voted and represented

74,514,211
77.68 %