Minutes



Text of the minutes of the Extraordinary General Meeting of Shareholders of DP Eurasia N.V. held on 20 September 2022.

1. Opening

The Chairman, Mr. Peter Williams, opens the Extraordinary General Meeting of Shareholders of DP Eurasia N.V. ('DP Eurasia') and (the 'EGM') and states the following: "Ladies and gentlemen, welcome to the Extraordinary General Meeting of Shareholders of DP Eurasia.

To protect the health and safety of all our employees and our stakeholders, the Board decided to hold an electronic EGM which can only be accessed by electronic means of communication. Voting could only take place by CREST or by appointing a proxy prior to the AGM.

Before we start, I will go over some formalities.

This meeting will be held in English. Shareholders may ask their questions in English. I note that all legal and statutory requirements have been complied with to hold this meeting of shareholders. Our Company Secretary and executive director Frederieke Slot and proposed non-executive director Ahmet Ashaboğlu also join this video conference. The other directors send their apologies.

The agenda and other meeting documents have been published on the website of DP Eurasia on 8 August 2022. From that date all relevant documents were also available via the website, namely the agenda with explanatory notes. These documents were also available for inspection at DP Eurasia's statutory address in Amsterdam.

From August 8th to September 16th, the shareholders were given the opportunity to register via Link Asset Services to grant their proxy and to inform the company secretary that they wish to attend the meeting.

At the meeting 145,623,136 shares are outstanding in the capital of the Company which confer voting rights of one vote per share. 103.662.370 ordinary shares are validly present or represented at this EGM. This means that 71,19% of the total issued and outstanding share capital is represented.

I hereby appoint the Company Secretary, Frederieke Slot, to take the minutes of the proceedings at this meeting.

Mr. Williams concludes that since shareholders are only represented by means of a proxy, he only will read out the number of votes that are withheld or that oppose to the proposal.

Mr. Williams next turns to the agenda of this meeting.

2. Appointment of Mr. Ahmet Ashaboğlu as Independent Non-Executive Director (resolution)

Mr. Williams states the following:

"In accordance with the Company's board rules, because the Company has a controlling shareholder (for the purposes of the UK Listing Rules), the appointment of any independent Non-Executive Director must be approved by the General Meeting and the General Meeting excluding the controlling shareholder. It is proposed by the Board, following the recommendations made by the selection and appointment committee, to appoint Mr Ahmet Ashaboğlu as independent Non-Executive Director for a period of one year, ending at the end of the annual General Meeting in 2023.

The Board considers that Ahmet is experienced and independent in character and judgement since he is free from any relationship or circumstance which may, could or would be likely to, or appear to, affect his judgement.

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In accordance with the board rules, because the Company has a controlling shareholder, the appointment must be approved by two separate votes: one of the General Meeting and one of the General Meeting excluding the controlling shareholder.

We will start with the vote for the appointment of Mr. Ashaboğlu as Independent Non-Executive Director by the General Meeting."

a. by the General Meeting (resolution)

Mr. Williams confirms that 14.000 were against.

Mr. Williams confirms that 5.011 votes were abstained.

Mr. Williams establishes that Mr. Ashaboğlu has been appointed as Non-Executive Director by the General Meeting for a period of one year, ending immediately after the annual General Meeting to be held in 2023.

b. by the General Meeting excluding any controlling shareholder (resolution)

Mr Williams states the following:

"Excluding the controlling shareholder, thirty-eight million five hundred and twenty-two thousand and six hundred fifty-five (38.522.655) ordinary shares are validly present or represented at this EGM."

Mr. Williams confirms that 14.000 were against.

Mr. Williams confirms that 5.011 votes were abstained.

Mr. Williams is pleased to establish that Mr. Ashaboğlu has also been appointed as Non-Executive Director by the General Meeting excluding any controlling shareholder for a period of one year, ending immediately after the annual General Meeting to be held in 2023.

4. Any other business

That brings us to the end of our EGM. Before I close the meeting, I would like to know if any shareholder has a final question or any other business that needs to be discussed.

5. Closing

If not, I hereby close the meeting. Thank you very much for joining us today at DP Eurasia's Extraordinary General Meeting. Mr. Williams subsequently closes the meeting.