

# JUBII

## JUBII EUROPE N.V.

### Notice of Annual General Meeting of Shareholders

The Annual General Meeting of Shareholders of Jubii Europe N.V., having its official seat in Haarlem, the Netherlands (the **Company**), will be held on Thursday 22 May 2014 at 12:00 hours, at the offices of Allen & Overy LLP, Apollolaan 15, 1077 AB Amsterdam, in the Netherlands. The language of the meeting shall be English.

#### The agenda of the meeting shall include the following items:

1. Discussion of annual report and annual accounts for financial year 2013 and update on liquidation process
2. Discussion of implementation of the remuneration policy in 2013
3. Adoption of annual accounts for financial year 2013\*
4. Appropriation of the 2013 net profit
5. Resolution to release
  - a. The sole managing director of the Company from liability for his duties\*
  - b. The supervisory directors from liability for their duties\*
6. Composition of the Supervisory Board - Supervisory Director AA\*
7. Composition of the Supervisory Board - Supervisory Director AB\*
8. Appointment of statutory auditors for financial year 2014\*
9. Amendment of Articles of Association\*
10. Authorisation of the Management Board to repurchase shares on behalf of the Company\*
11. Other Business

Agenda items marked with \* are voting items.

Copies of the full agenda, are available for inspection, and can be obtained free of charge, at the office of the Company in Haarlem (Jubii Europe N.V., Fonteinlaan 7, 2012 JG Haarlem, The Netherlands) as well as at Jubii Europe GmbH, Investor Relations, Ringstraße 16-20, 33378 Rheda-Wiedenbrück, Germany, as well as at Deutsche Bank AG, TSS/GES, Post IPO Services, 60262 Frankfurt am Main, Germany, and are also published on the Company's website ([www.jubii.com](http://www.jubii.com)).

Recognised as persons entitled to take part in the meeting will be those persons who hold shares of the Company as at 24 April 2014 (the **Record Date**), following the processing of all additions and withdrawals as at the Record Date. The foregoing applies by analogy to pledgees and usufructuaries of bearer shares if they hold the voting rights to such shares.

Holders of bearer shares intending to attend the meeting in person or by proxy are asked to apply for registration of their shares for attendance from 25 April 2014 to 19 May 2014 via their custodian bank at Deutsche Bank AG in Frankfurt am Main as the registration agent. The registration application needs to be accompanied by a certification of the relevant custodian bank stating the number of shares held by the shareholder as of the Record Date. The registration will be confirmed by a registration statement issued by Deutsche Bank AG.

For holders of registered shares, the designated register will be the register of shareholders of the Company, that is held by the Company and states the shareholders on the Record Date.

Shareholders who wish to be represented at the Annual General Meeting by a proxy holder must grant the latter a written power of attorney. This power of attorney must be received by the Management Board at the latest by 20 May 2014 at 17:00 hours. The power of attorney to represent a shareholder may (but needs not) be granted to Mrs. Berit Beyer, by sending an e-mail with proxy and voting

instructions to [berit.beyer@jubii.com](mailto:berit.beyer@jubii.com) by 20 May 2014 at 17:00 hours at the latest. Proxy forms can be downloaded from the Company's website ([www.jubii.com](http://www.jubii.com)).

Persons entitled to take part in the meeting may be asked for identification prior to being admitted. Persons entitled to take part in the meeting are therefore asked to carry a valid identity document (such as a passport or driving licence).

As at 10 April 2014 a total of 311,576,344 voting shares in the Company are outstanding.

All communications to the Company or the Management Board in connection with the foregoing must be addressed as follows: Jubii Europe N.V., Fonteinlaan 7, 2012 JG Haarlem, the Netherlands. Email: [investor.relations@jubii.com](mailto:investor.relations@jubii.com).

Haarlem, the Netherlands, 10 April 2014.

JUBII Europe N.V.  
The Management Board