

JUBII EUROPE N.V.

Full Agenda of Annual General Meeting of Shareholders of
Jubii Europe N.V. (the "**Company**"), to be held on 14 February 2019

The notice of this meeting appeared on 3 January 2019 in the Bundesanzeiger as well as on the Company's website www.jubii.com. In that notice, reference is made to the agenda items 1 through 9 below.

1. Discussion of annual report for financial year 2017/2018 and update on liquidation process

The reports of the Management Board and the Supervisory Board for financial year 2017/2018 are contained in the annual financial statements 2017/2018, which have been made available to the shareholders at the time notice of this meeting was given. A report of the liquidation-process will be given to the shareholders.

2. Discussion on corporate governance

Discussed will be the information on the corporate governance of the Company. Reference is made to the corporate governance statement included on pages 8 through 15 of the annual report 2017/2018.

3. Discussion of implementation of the remuneration policy in 2017/2018

Discussed will be the information on remuneration of Management and Supervisory Board members included on pages 9, 11, 13, 21, 43, 55 and 56 of the annual report 2017/2018.

4. Discussion and Adoption of annual accounts for financial year 2017/2018

The annual accounts for financial year 2017/2018 are contained in the annual financial statements 2017/2018, which have been made available to the shareholders at the time notice of this meeting was given.

Voting item:

It is proposed to adopt the annual accounts 2017/2018.

5. Information on the appropriation of the 2017/2018 net loss

Discussion of the resolution of the Supervisory Board – upon the proposal of the Management Board – regarding the appropriation of the 2017/2018 net loss in the amount of EUR 744,000 to decrease the Company's reserves and/or increase the accumulated deficit. Said appropriation of losses is consistent with the Company's prudent and risk-averse strategy and consequently, with the dividend policy discussed at the EGM of 12 December 2008.

6. Resolution to release

a. the sole managing director of the Company from liability for his duties

Provided the Company's annual accounts for the financial year 2017/2018 are adopted (see item 4 of the agenda), the following will be proposed.

Voting item:

It is proposed to release those who were managing director at any time during the financial year 2017/2018 from liability for their duties, insofar as the exercising of such duties is reflected in the annual report 2017/2018 or otherwise disclosed to the General Meeting of Shareholders prior to the adoption of the annual accounts for the financial year 2017/2018.

b. the supervisory directors from liability for their duties

Provided the Company's annual accounts for the financial year 2017/2018 are adopted (see item 4 of the agenda), the following will be proposed.

Voting item:

It is proposed to resolve that the supervisory directors as well as all those who occupied the position of supervisory director during the financial year 2017/2018 at any time, be released from liability for their duties, insofar as the exercising of such duties is reflected in the annual report 2017/2018 or otherwise disclosed to the General Meeting of Shareholders prior to the adoption of the annual accounts for the financial year 2017/2018.

7. Appointment of statutory auditors for financial year 2018/2019

The Supervisory Board and the Management Board have assessed the functioning of the Company's statutory auditor, KPMG Accountants N.V., Amstelveen, The Netherlands, and are of the opinion that KPMG has a good understanding of the situation of the Company. In view of KPMG's satisfactory performance, the Supervisory Board proposes to appoint KPMG Accountants N.V., Amstelveen, The Netherlands, to audit the financial statements of the financial year 2018/2019.

Voting item:

It is proposed to reappoint KPMG Accountants N.V., Amstelveen, The Netherlands, as the Company's statutory auditors for the financial year 2018/2019.

8. Authorisation of the Management Board to repurchase shares on behalf of the Company

Voting item:

It is proposed to authorize the Management Board, with prior approval of the Supervisory Board, to repurchase up to 50% of the Company's issued share capital on behalf of the Company for a period of 18 months starting the day this resolution is adopted by the General Meeting of Shareholders of the Company, against a repurchase price between, on the one hand, the nominal value of the shares concerned and, on the other hand, an amount of 110% of the highest price of the class B shares officially quoted on the official stock market the Company is listed on any of thirty banking days preceding the date the repurchase is effected or proposed.

This authorisation will allow the Management Board, subject to prior Supervisory Board approval, to be flexible and to react quickly, if and when deemed appropriate. The authorisation can be used for any and all purposes, subject only to statutory limitations.

9. Other business