

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (“EGM”)
ICECAT N.V.**

having its registered seat in Amsterdam (the '**Company**') to be held in Amsterdam on 23rd
of March 2020

Present: E-nvest BV presented by Emre Tan, SA Rocks OÜ presented by Sergii Shvets and Olena Velychko, iMerge BV presented by Martijn Hoogeveen. STAK Icecat presented by Tom Spronk voted before the meeting by email, and is not present.

Date : March 23, 2020
Location : Amsterdam office
Time : 14.50 registration
15.00 opening meeting

Agenda:

1. Opening.
2. Issue of new ordinary shares in the capital of the Company conforming the Business Transfer Agreement Cedemo.
3. Exclusion of the pre-emptive rights of the shareholders of the Company .
4. Question Time.
5. Closing.

Notes on the agenda:

Agenda item 2:

The proposal to issue new ordinary shares in the capital of the Company such substantially in conformity with the Business Transfer Agreement Cedemo as attached, also including a related put option as described in the same agreement.

Agenda item 3:

The proposal to exclude the pre-emptive rights of the shareholders of the Company with respect to the issue of shares referred to sub 3. Each shareholder, with the exception of the Company if it is the holder of shares in its own capital, has a pre-emptive right on the issue of shares pro rata to the aggregate nominal value of his shares.

All shareholders voted in favor of both proposals, so both proposals are accepted.

Chair



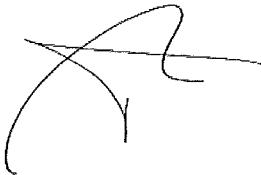
Martijn Hooegeveen

Secretary



Emre Tan Altinok

Amsterdam, March 24, 2020



Stichting Administratiekantoor Icecat
Tom Spronk, director
signed 24 March 2020, 14.35 h



Sergii Shvets

Share price	€	10,50	FIXED
Number of Buyer Shares		90257	<u>Payment in Shares</u>
Put option at share price	€	7,00	
