

MINUTES of the Annual General Meeting of Shareholders of

Kimberly Enterprises N.V., a public limited liability company (*naamloze vennootschap*) organized under the laws of the Netherlands with its registered office in Amsterdam and registered with the trade register at the chamber of commerce and industries in Amsterdam under file number 34.138.775 (hereinafter referred to as: the "**Company**") held on January 23rd, 2017 at 10:00 a.m.

The meeting elects Aviram Grumer as the chairman and Efrat Braun as the secretary.

1. Opening

The chairman opens the meeting.

The chairman states that according to the signed registration list 60,100,000 shares, having a nominal value of one eurocent (€0.01), in turn representing the same number of votes, are represented at the meeting, representing 68.47% of the issued share capital of the Company authorized to vote;

In calling the meeting, all statutory requirements have been met and that an advertisement have been placed on the RNS system of the AIM Stock Exchange in London and in The Netherlands in the Trouw newspaper on January 3rd, 2017 and January 4th, 2017 respectively.

The chairman subsequently puts forward the following proposals:

2. Appointment of one executive director (Director type A) out of the following candidates, effective as of the date herein

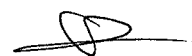

- a) Mr. Sagee Kadosh or
- b) Mr. Assaf Vardimon;

The general meeting approves the appointment of Sagee Kadosh by a 99.83% Vote of the shares represented.

3. Approval of the 2015 statutory annual accounts

The chairman proposes that the meeting approves the statutory annual accounts for the year 2015.

The general meeting approves the statutory annual accounts for the year 2015 by a 99.83% vote of the shares represented.

4. Extension of the term of the preparation of the 2016 statutory annual accounts by an additional six months' period

The chairman proposes that the meeting approves the extension of the term of the preparation of the 2016 statutory annual accounts by an additional six months' period.

The general meeting approves the extension of the term of the preparation of the 2016 statutory annual accounts by an additional six months' period by a 99.83% vote of the shares represented.

5. Grant of discharge to Mr. Terry Roydon of his actions in respect of his management for the of the period ending 31.12.15

The chairman proposes that the meeting grant discharge to Mr. Terry Roydon of his actions in respect of his management for the of the period ending 31.12.15

The general meeting approves the grant of discharge to Mr. Terry Roydon of his actions in respect of his management of the period ending 31.12.15 by a 99.83% vote of the shares represented.

6. Grant of discharge to Mr. Marius van Eibergen Santhagens of his actions in respect of his management for the of the period ending 31.12.15

The chairman proposes that the meeting grant discharge to Mr. Marius van Eibergen Santhagens of his actions in respect of his management of the period ending 31.12.15.

The general meeting approves the grant of discharge to Mr. Marius van Eibergen Santhagens of his actions in respect of his management of the period ending 31.12.15 by a 99.83% vote of the shares represented.

7. Grant of discharge to Mr. Oded Shamir of his actions in respect of his management for the of the period ending 31.12.15

The chairman proposes that the meeting grant discharge to Mr. Oded Shamir of his actions in respect of his management of the period ending 31.12.15.

The general meeting approves the grant of discharge to Mr. Oded Shamir of his actions in respect of his management of the period ending 31.12.15 by a 99.83% vote of the shares represented.

8. Grant of discharge to Mr. Dov Luxenburg of his actions in respect of his management for the of the period ending 31.12.15

The chairman proposes that the meeting grant discharge to Mr. Dov Luxenburg of his



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actions in respect of his management of the period ending 31.12.15.

The general meeting approves the grant of discharge to Mr. Dov Luxenburg of his actions in respect of his management of the period ending 31.12.15 by a 99.83% vote of the shares represented.

9. Grant of discharge to Mrs. Ayelet Naim-Levanon of her actions in respect of her management for the period 22.2.16 till 29.9.16

The chairman proposes that the meeting grant discharge to Mrs. Ayelet Naim-Levanon of her actions in respect of her management for the period 22.2.16 till 29.9.16.

The general meeting approves the grant of discharge to Mrs. Ayelet Naim-Levanon of her actions in respect of her management for the period 22.2.16 till 29.9.16 by a 99.83% vote of the shares represented.

10. Measures to be Adopted re the Company's Equity

The chairman proposes that the meeting discuss the measures to be taken following on the Company's equity reaching a level of below one-half of the Company's capital.

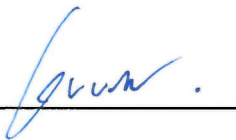
Since no proposals are tabled, no decision is adopted in this matter.

11. Closing

There being no other business, the chairman closes the meeting.

Recorded on: January 23, 2017

Chairman:



Secretary:

