

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 May 8, 2013 at 10:00 a.m.

The meeting elects Erez Tsur 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 62,742,593 shares, having a nominal value of one eurocent (€0.01), in turn representing the same number of votes, are represented at the meeting, representing seventy one and forty eight percent (71.48%) 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 in The Netherlands in the Trouw newspaper and on the RNS system of the AIM Stock Exchange in London on April 22, 2013.

The chairman subsequently puts forward the following proposals:

2. Approval of the 2011 statutory annual accounts

The chairman proposes that the meeting approves the statutory annual accounts for the year 2011.

The general meeting approves the statutory annual accounts for the year 2011 by a 100% vote of the shares represented.

3. Grant of Discharge

The chairman proposes that the meeting grant discharge to the directors for their actions in respect of their management of the period ending on 31.12.2011.

The general meeting approves the grant of discharge to the directors for their actions in respect of their management of the period ending on 31.12.2011 by a 100% vote of the shares represented.

4. Extension of the term of the preparation of the 2012 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 2012 statutory annual accounts by an additional six months' period.

The general meeting approves the extension of the term of the preparation of the 2012 statutory annual accounts by an additional six months' period by a 100% vote of the shares represented.

5. 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.

6. Closing

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

Recorded on: May 8, 2013

Chairman: 

Secretary: 