

Blue Marlin Holdings S.A. (the “Company”)

Notice to Shareholders – Extraordinary General Meeting

Registered office: 56, rue Charles Martel
L-2134 Luxembourg
RCS Luxembourg: B 49.429

Notice is hereby given of an Extraordinary General Meeting of the Shareholders of the Company (the “**Meeting**”).

Extraordinary General Meeting shall be held before Notary Wersandt, a Luxembourg notary public of 12, rue Jean Engling L-1466 Luxembourg at 14:00h (CET) on 6 March 2020 or on a later date as soon as possible thereafter, at the office of the Company.

Agenda for Extraordinary General Meeting

1. To approve the reduction of the issued share capital of the Company from 1,949,572 shares of EUR 2.00 each to 487,393 shares of EUR 2.00 each via the redemption of 3 (three) shares for every 4 (four) shares held at an amount of EUR 9.50 per share redeemed, and cancellation of the shares redeemed.
2. To empower the directors of the Company to determine and implement the re-imbursement of the redemption of 1,462,179 shares pursuant to resolution above including the payment to shareholders of EUR 9.50 per share redeemed in the form of a reduction of capital out of which EUR 2.00 will be funded out of share capital and the remainder of EUR 7.50 will be funded out of distributable reserves.
3. To approve the reduction of the legal reserve of the Company from EUR 389,914 to EUR 97,479.
4. To approve the amendment of article 5.1 of the articles of association of the Company to reflect the amendment which was resolved upon pursuant to resolution 1 above.
5. Miscellaneous.

Shareholders are invited to attend and participate in the Meetings. If shareholders are unable to attend the Meetings but have questions or comments in connection with the above, please feel free to contact us prior to the Meetings.

By order of the Board

20 February 2020

Notes:

- i. The Extraordinary General Meeting will validly deliberate on the resolutions on its agenda only if at least 50% of the issued share capital is present or represented at the meeting and will validly be adopted only if approved by at least 2/3 of the votes cast at the Extraordinary General Meeting.
- ii. Shareholders registered as such on 20 February 2020 after closing of the books are entitled to attend and cast votes at the Meetings.
- iii. Ordinary Shares can be held in two ways:
 - a) as registered shares (the shareholders are included in the Company's shareholders' register);
 - b) in an account with an account holder of Euroclear or Clearstream. These shares are included in the Company's shareholders' register in the name of Euroclear or Clearstream.

Shareholders included in the shareholders' register of the Company are permitted to attend and vote at the Meetings. They may alternatively be represented by a proxy in writing.

- iv. Shareholders holding their shares through Euroclear or Clearstream who wish to attend the the Meetings, or want Euroclear or Clearstream to vote on their behalf, should contact their custodian bank to establish the correct procedure to attend and vote at the above Meetings or appoint a proxy.
- v. A form of Proxy is available at the website of the Company ([www. bluemarlinholdingsa.com](http://www.bluemarlinholdingsa.com)). The form of Proxy, to be valid, must be received at the registered office of the Company before 17.00 p.m. (CET) on 5 March 2020.
- vi. The Proxy is specially authorised to vote in favor on the items of the above agenda.