



IdB Holdings S.A. (“the Company”)

Notice to Shareholders - Annual General Meeting

Registered office: 58 rue Charles Martel
L-2134 Luxembourg
RCS Luxembourg B49 429

Annual General Meeting of the Shareholders to be held at 58 rue Charles Martel, L-2134 Luxembourg on 23 May 2016 at 12.00 noon (CET)

Agenda for Annual General Meeting

1. To receive and adopt the directors' report and the report of the auditor for the financial year ended 31 December 2015.
2. To receive and adopt the stand-alone financial statements of the Company for the financial year ended 31 December 2015.
3. To receive and adopt the consolidated financial statements of the Company for the financial year ended 31 December 2015.
4. To approve the allocation of the results of the Company for the financial year ended 31 December 2015.
5. To grant a discharge to the directors in respect of the execution of their mandates to 31 December 2015.
6. To re-appoint the current directors for a new term ending at the Annual General Meeting in 2017.
7. To re-appoint PricewaterhouseCoopers S.à r.l. as external auditor (réviseur d'entreprises) for a new term ending at the Annual General Meeting in 2017.

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

By order of the Board
28 April 2016

Registered office
58 rue Charles Martel
L-2134 Luxembourg

Notes

- (1) Shareholders registered as such on 19 May 2016 after closing of the books are entitled to attend and cast votes at the Annual General Meeting ("**AGM**").
- (2) 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 AGM. They may alternatively be represented by a proxy in writing.
- (3) Shareholders holding their shares through Euroclear or Clearstream who wish to attend the AGM, 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 meeting or appoint a proxy.
- (4) A form of Proxy is available at the website of the Company (www.idbholdingssa.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 19 May 2016.
- (5) The Proxy is specially authorised to vote on the items on the above agenda.
- (6) The Financial Statements, directors' reports and report of the auditor will be made available at the Company's registered office and will in addition be placed on the Company's website www.idbholdingssa.com and on the website of the Luxembourg Stock Exchange www.bourse.lu.