

Minutes of the Annual General Meeting of Shareholders of Fyber N.V. held on 29 June 2021

Fyber N.V., a public limited company (*naamloze vennootschap*), having its seat in Amsterdam, the Netherlands, its address at Wallstraße 9-13, 10179, Berlin, Germany, registered in the trade register under number 54747805 (the "Company"), held its Annual General Meeting of shareholders in Amsterdam at the offices of Stibbe N.V. on Tuesday 29 June 2021, at 2:30 pm CET.

Chairperson

Verena Wrodnigg-Fladischer was appointed by the Supervisory Board of the Company to act as chairperson of the meeting (the "Chairperson"), such in accordance with Article 36.1 of the articles of association of the Company (the "Articles of Association").

Agenda item 1 – Opening and announcements

The Chairperson opened the Annual General Meeting of Shareholders (the "AGM") and introduced Manon Cremers, partner and civil law notary with Stibbe N.V.

The Chairperson appointed Manon Cremers as secretary of the AGM in accordance with article 37.1 of the Articles of Association of the Company (hereafter the "Secretary") and asked her to prepare the minutes of the proceedings of the meeting.

The Chairperson made some practical announcements:

- (i) the meeting was convened by a notice that was placed on the website of the Company on 18 May 2021 and a press release has been issued about its availability. The complete agenda for the meeting, the explanatory notes thereto and a proxy form have been available on the website of the Company as well as in the German Bundesanzeiger as of the day of the convocation. These documents were also available for inspection at the offices of the Company in Berlin. The formal requirements provided by Dutch law and the Articles of Association for the holding of a general meeting of shareholders have been complied with so legally valid resolutions can be adopted at this meeting.
- (ii) the issued capital of the Company consists of 552,189,286 ordinary shares with a nominal value of EUR 0.10 each, of which the Company holds 1,854,806 shares in its own share capital. According to the attendance list 2 shareholders are represented. Together they are authorized to cast 400,023,612 votes. In respect of the entire issued and outstanding share capital 72.69% of the share capital of the Company was represented.
- (iii) the language of the meeting will be in English.

The Chairperson then proceeded to the next agenda item.

Agenda item 2 – Annual Accounts 2020

(a) Report by the Management Board regarding the financial year 2020 (discussion)

The Chairperson tabled the Management Board Report on the business and results of operations for the financial year 2020 for discussion.

The meeting considered the Management Board Report included in pages 17 to 65 of the annual report.

Since no questions came up, the Chairperson then proceeded to the next agenda item.

(b) Advisory vote on the 2020 remuneration report for the financial year 2020 (vote)

The Chairperson explained that the remuneration report for the financial year 2020, including an overview of remuneration to individual members of the Management Board and of the Supervisory Board, has been drawn up in accordance with Dutch legislation implementing the amended European Shareholder Rights Directive (SRD II) and the existing remuneration policy.

The Chairperson proposed to cast an affirmative vote on the remuneration report 2020 included in pages 50 to 59 of the annual report.

The Chairperson noted that 400,023,612 votes were cast in favor of the proposal, so that it has been adopted by unanimous vote.

The Chairperson then proceeded to the next agenda item.

(c) Proposal to adopt the 2020 annual accounts and appropriation of losses (vote)

The Chairperson proposed to the General Meeting to adopt the 2020 annual accounts drawn up by the Management Board and approved by the Supervisory Board. The auditor of the Company has audited the annual accounts and issued an unqualified auditors' statement included in pages 187 to 199 of the annual report. The adoption of the 2020 annual accounts includes the proposal of the Management Board to allocate the losses of the Company for the financial year 2020 to the accumulated deficit.

The Chairperson noted that 400,023,612 votes were cast in favor of the proposal, so that it has been adopted by unanimous vote.

The Chairperson then proceeded to the next agenda item.

(d) Proposal to discharge the Management Board members from liability (vote)

The Chairperson proposed to the General Meeting, in accordance with article 29.2 of the Articles of Association of the Company, to discharge all members of the Management Board of the Company from all liability in relation to the exercise of their duties in the financial year 2020, to the extent that such exercise is apparent from the 2020 annual accounts or has been otherwise disclosed to the General Meeting prior to the adoption of the 2020 annual accounts.

The Chairperson noted that 400,023,612 votes were cast in favor of the proposal, so that it has been adopted by unanimous vote.

The Chairperson then proceeded to the next agenda item.

(e) Proposal to discharge the Supervisory Board members from liability (vote)

The Chairperson proposed to the General Meeting, in accordance with article 29.2 of the Articles of Association of the Company, to discharge all members of the Supervisory Board of the Company from all liability in relation to the exercise of their duties in the financial year 2020, to the extent that such exercise is apparent from the 2020 annual accounts or has been otherwise disclosed to the General Meeting prior to the adoption of the 2020 annual accounts.

The Chairperson noted that 400,023,612 votes were cast in favor of the proposal, so that it has been adopted by unanimous vote.

Close of the meeting

The Chairperson thanked the persons present at the meeting for their contribution to the meeting and closed the meeting.

A copy of these minutes will be sent to the Management Board in order to enable the Management Board to keep record of the resolutions adopted. These minutes are adopted on 29 June 2021 by the Chairperson and the Secretary of the meeting and signed by the Chairperson and the Secretary as evidence thereof.



Chairperson

Secretary

Signed: Verena Wrodnigg-Fladischer

Signed: Manon Cremers