

**Annual General Meeting of Shareholders of TIE Kinetix N.V. (the "Company"), to be held on Friday March 27, 2020, 10.00 CET in Breukelen (Van der Valk Hotel Breukelen).**

Agenda:

1. Welcome and announcements.\*
2. a. Proposal to set the minutes of the shareholders meeting held on March 29, 2019.
3. a. Financial report of the Executive Board regarding the financial year 2019.\*  
b. Operational report of the Executive Board regarding the financial year 2019, preview 2020 growth strategy and developments FLOW.\*
4. a. Proposal for adoption of the financial statements 2019.  
b. Proposal for appropriation of Net result.  
c. Proposal to discharge the members of the Executive Board.  
d. Proposal to discharge the members of the Supervisory Board.
5. Proposal to sell Google Adwords / Demand Generation
6. Proposal to advise on the Remuneration report FY 2019, subject to art. 2:136b, section 2 Dutch Civil Code.
7. Proposal to update the Remuneration Policy as from March 27, 2020, subject to art. 2:135a Dutch Civil Code.
8. Any other business and closing.\*

(\* ) These agenda items do not require a voting process.

The Annual General Meeting of Shareholders will be held in Breukelen, Stationsweg 91 (Van der Valk Hotel Breukelen).

The agenda with explanatory notes (Dutch only), the financial statements 2019 and further meeting documents are available via the Company's corporate website ( <https://tiekinetic.com/en/annual-general-meeting-2020> ).

### *Record Time*

For this meeting, those entitled to vote and/or attend the Annual General Meeting of Shareholders are those who:

- a. on Friday February 28, 2020, after processing of all debit entries and transfers (the "Record Time") are registered in the administration of the Intermediaries of Euroclear Nederland ("Intermediaries"); and
- b. have duly registered for participation in the Annual General Meeting of Shareholders.

### *Participation in the Annual General Meeting of Shareholders*

A shareholder who chooses to participate in the General Meeting of Shareholders may apply via his bank in writing until 10:00 CET on Friday March 13, 2020, to Van Lanschot Kempen Wealth Management N.V., Beethovenstraat 300, 1077 WZ Amsterdam, The Netherlands at which application a confirmation must be submitted from the Intermediaries in whose administration that holder of shares is registered, that the shares concerned were registered in the name of that holder on the Record Time. The acknowledgement of receipt provided will be valid as an attendance card to the meeting. Van Lanschot Kempen Wealth Management N.V. shall arrange for deposit of these applications at the Company's office address.

### *Proxy and Instruction to Vote*

A shareholder who chooses to have himself represented at the General Meeting of Shareholders by a third party must - in addition to the application requirements stated above - provide the Company with a proxy to that effect. For the granting of a proxy, shareholders are required to use a form, which can be obtained via Van Lanschot Kempen Wealth Management N.V., (telefax number: +31 (0)20 3489549 or email address: proxyvoting@kempen.nl) or from the Company (telephone number: +31 (0)88 3698000; email address: investor.relations@tiekinetix.com) and can also be downloaded from the Company's website (investorcenter.tiekinetix.com) (Dutch only). The completed form, duly completed by the shareholder, must have been received by Van Lanschot Kempen Wealth Management N.V. by 10:00 CET on Friday March 13, 2020 ultimately. Receipt of proxy forms can be rejected after this time deadline.

Participation in the meeting can be made dependent on identification of the participants.

On the date of the notice for Annual General Meeting of Shareholders, the Company had 1,627,281 shares issued, each representing one vote.

**TIE Kinetix N.V. - Breukelen, February 14, 2020**