

NOTICE EXTRAORDINARY GENERAL MEETING MELTWATER B.V.

Notice for the extraordinary general meeting ("**EGM**") of **Meltwater B.V.**, with registered office in Amsterdam, the Netherlands ("**Company**"), to be held on 3 December 2021 at 17:00 (CET).

Due to the Dutch law measures and recommendations relating to the coronavirus (COVID-19) and in accordance with the temporary Dutch COVID-19 Act ("**COVID-19 Act**"), shareholders cannot attend the EGM in person. The Company aims to assist its shareholders, including others entitled to attend the meeting, who wish to attend the EGM by providing the opportunity to participate in the EGM via video or telephone conference.

The EGM agenda includes the following items:

1. **Opening of the meeting and announcements**
2. **Update on the transfer of the Company's current admission to trading on Euronext Growth Oslo to a main listing at Oslo Børs (the "Relisting")** (*discussion*)
3. **Conversion of the Company into a Dutch public company with limited liability** (*voting item*)
4. **Amendment of the articles of association of the Company**
 - a. Amendment of the articles of association (*voting item*)
 - b. Authorisation of each member of the Board and as well as each (candidate) civil law notary and each lawyer of the law firm DLA Piper Nederland N.V., each of them individually, to sign the deed of conversion and amendment (*voting item*)
5. **Delegations to the Board regarding the issue of shares, the granting of rights to subscribe for shares and the exclusion or the restriction of pre-emptive rights**
 - a. Authorisation of the Board to issue shares or to grant rights to subscribe for shares in the capital of the Company against payment in cash or in kind for general corporate purposes (*voting item*)
 - b. Authorisation of the Board to issue shares or to grant rights to subscribe for shares in the capital of the Company against payment in cash or in kind for M&A transactions (*voting item*)
 - c. Authorisation of the Board to issue shares or to grant rights to subscribe for shares in the capital of the Company in connection with the LTI Plan 2022 (*voting item*)
 - d. Authorisation of the Board to limit or exclude pre-emptive rights with respect to the resolutions under (a), (b) and (c) (*voting item*)
6. **Repurchase of shares**
 - a. Authorisation of the Board to repurchase shares (*voting item*)
 - b. Adoption of the balance sheet of the Company as at 30 June 2021 (*voting item*)

7. **Composition of the Board**
 - a. Announcement regarding the composition of the Board (*discussion*)
 - b. Appointment of Mr Sang Kim as Non-Executive Director (*voting item*)
8. **Remuneration policy for the Directors**
 - a. Discuss the remuneration policy for the Directors (*discussion*)
 - b. Adopt the remuneration policy for the Directors (*voting item*)
9. **Remuneration of the Non-Executive Directors**
10. **Any other business**
11. **Close**

EGM DOCUMENTATION

The EGM documents consisting of:

- the agenda and explanatory notes to the agenda of the EGM;
 - the draft deed of conversion and amendment;
 - the unaudited balance sheet of the Company as at 30 June 2021;
 - the draft remuneration policy for the Directors;
 - for investors recorded in VPS: the proxy vote instruction (proxy to DNB); and
 - for other shareholders: the proxy form for other shareholders,
- are available on the Company's website (www.meltwater.com).

The EGM documents are also available for inspection at the offices of the Company (Singel 250, 1016 AB Amsterdam, the Netherlands). Copies may be obtained free of charge by shareholders and others entitled to attend the meeting.

COVID-19 AND VIRTUAL MEETING

Shareholders and others entitled to attend the meeting cannot attend the EGM in person, due to the measures of the Dutch government related to the coronavirus (COVID-19) and in accordance with the COVID-19 Act.

The shareholders are urged to register their votes in advance on the resolutions to be put to the EGM by registration of their proxy as referred to below.

INVESTORS RECORDED IN VPS

Investors recorded in the VPS system ("**VPS**") are not recorded in the shareholders register of the Company and any voting at the EGM will have to be executed through DNB Bank ASA ("**DNB**") by granting a duly and signed proxy to DNB.

Only investors who are registered on 30 November 2021, after the processing of settlements on that date, in VPS, will have the right to vote at the EGM via DNB.

Investors recorded in VPS need to specify their votes by marking the appropriate boxes on the proxy vote instruction. When properly executed, the proxy will be voted in the manner directed in the proxy vote instruction. If the proxy vote instruction is signed and returned without marking any appropriate boxes, the chair of the EGM, or failing the chair, any individual duly appointed by the chair of the EGM, will as true and lawful agent and proxy for DNB, be entitled to vote the relevant shares in favour on all items on the agenda for the EGM.

The proxy vote instruction for investors recorded in VPS is to be received by DNB Bank ASA, Registrars Department, Oslo, not later than 12:00 CET on 1 December 2021.

The address of DNB is: DNB Bank ASA, Registrars Dept., P.O. Box 1600 Sentrum, 0021 Oslo, Norway. Alternatively, send the proxy vote instruction by email to: vote@dnb.no within the aforementioned date and time.

SHAREHOLDERS (OTHER THAN INVESTORS RECORDED IN VPS)

The shareholders, other than investors recorded in VPS, who wish to vote are urged to deposit a duly completed and signed proxy form (including voting instructions). The proxy form is to be received by the Company by email (agm@meltwater.com) no later than 17:00 CET on 2 December 2021.

THE FOLLOWING CONCERNS HOLDERS OF DEPOSITARY RECEIPTS ONLY

In accordance with the Employee Stock Purchase Plan, a holder of Dutch depositary receipts can give direction to the Stichting Administratiekantoor Meltwater Holding (the "**Foundation**") as to the exercise of the voting rights on the shares that correspond to the depositary receipts.

If you would like to give voting directions, please send them no later than 2 December 2021 to equity@meltwater.com. If no voting directions are received on or before this date, the Foundation will not vote on the corresponding shares.

VIRTUAL ATTENDANCE

The Company wishes to assist its shareholders, including others entitled to attend the meeting, to attend the EGM electronically by providing an adequate opportunity to follow the meeting.

In order to obtain entry to the meeting shareholders must confirm their attendance in writing to the Company. Their registration is to be received by the Company at agm@meltwater.com no later than 17:00 CET on 3 December 2021. Upon registration and the request of virtual attendance a shareholder and other persons entitled to attend the EGM will receive an email with a link to login for the EGM. Shareholders, including others entitled to virtually attend the meeting, will be able to log in for (virtual) admission to the meeting on 3 December 2021 at 16:45 CET.

QUESTIONS

The Company understands that the EGM also serves as a forum for shareholders to engage with the Board. Therefore, the shareholders can submit questions prior to the EGM. The Company may summarize and bundle questions thematically or set further conditions to facilitate the smooth running of the EGM. Any question should relate to the business of the EGM and be submitted by no later than 18:00 CET on 1 December 2021 via agm@meltwater.com. Timely submitted questions will, possibly combined, be answered within reason during the EGM. Persons who submitted questions in advance may be given the opportunity to put follow-up questions during the EGM. The answers will be made available in the minutes of the EGM to be posted on the Company's website (www.meltwater.com).



FURTHER INFORMATION

For further information, please contact:

Meltwater Investor Relations

IR@meltwater.com