MINUTES of the extraordinary general meeting ("**EGM**") of **MELTWATER B.V.** ("**Company**"), virtually held on 3 December 2021.

1. Opening of the meeting and announcements

Jetty Tukker, the Company's Dutch lawyer at Houthoff welcomes all participants. She explains that due to the COVID-19 measures that are in place, the shareholders cannot attend this meeting in person. The Company's shareholders, including others entitled to attend the meeting, who wish to attend the meeting have been provided the opportunity to participate in the meeting via Zoom.

Votes will be cast on the basis of a power of attorney ("**POA**") if a shareholder has signed and returned that POA. She explains that the meeting will be chaired by Jørn Lyseggen as chair and opens the meeting on his behalf at 17:00 CET. Jetty Tukker gives the floor to Jørn Lyseggen who thanks all participants for joining. Jørn Lyseggen asks Jetty Tukker to take the role of secretary of the meeting ("**Secretary**") and guide the meeting through the formalities, which role is accepted by Jetty Tukker.

The Secretary starts with some procedural items. She establishes that Jørn Lyseggen represents the Company's board of directors ("**Board**"). She states that the members of the Board who are not present at the meeting have been given the opportunity to advise on the subjects to be raised for discussion in this meeting within the meaning of section 2:227 paragraph 7 of the Dutch Civil Code. The Secretary states that John Box, Meltwater's CEO, and Lena Shishkina, Meltwater's CFO, are joining this meeting. Furthermore, Ageeth Panman, from Houthoff, joins the EGM for the purpose of drafting the minutes of the meeting.

The Secretary explains that the voting by investors recorded in the VPS system is executed through DNB Bank ASA by the grant of proxies to DNB Bank ASA. DNB Bank ASA has appointed the chair of the meeting to represent DNB Bank ASA at this meeting. DNB Bank ASA is the registered holder of 278,627,188 ordinary shares, representing a same number of votes (91.8908% of the total votes). Part of the shares held by DNB Bank ASA have not been voted for.

The chair has been granted proxies from several shareholders, including DNB Bank ASA, representing 179,851,779 ordinary shares, representing a same number of votes (being 59.3148% of the total issued capital). Furthermore, Maurits Schmitz, lawyer from Stibbe who also joins this meeting, has been granted proxies from four (4) shareholders, representing 268,200 ordinary shares, representing a same number of votes (0.08845% of the total issued capital).

Furthermore, Stichting Administratiekantoor Meltwater Holding has informed the Board that no voting directions have been given to Stichting Administratiekantoor Meltwater Holding and that as no directions have been received, it shall abstain from voting on the corresponding shares in accordance with article 7.9 of the Employee Stock Purchase Plan.

The Board has been informed that no questions have been submitted prior to the meeting.

The Secretary has been informed by the Board that all Dutch law requirements concerning convening and holding of the general meeting have been met and that according to the Company's articles of association valid resolutions may be adopted in respect of all items on the agenda.

The Secretary moves to the second item on the agenda.

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 Secretary gives the floor to Lena Shishkina for the second agenda item, being the update on the transfer of the Company's current admission to trading on Euronext Growth Oslo to a main listing at Oslo Børs.

Lena Shishkina explains that as announced on 12 April 2021, the Company is preparing for a main listing at Oslo Børs and has initiated the formal steps towards an application for transfer of its current admission to trading on Euronext Growth Oslo. The main reason for the relisting and the move of trading venue to Oslo Børs is to facilitate greater liquidity in the Company's shares and attracting new prospective shareholders in order to build a more diversified shareholder base, thereby seeking to enhance the Company's access to the capital markets for financing of potential growth opportunities in the future.

The Company is currently preparing a prospectus for the relisting, which will have to be approved by the Dutch Authority for the Financial Markets (the "**AFM**"), as competent authority under the EU Prospectus Regulation. The prospectus will include, and following the relisting the Company will have to prepare, financial statements in accordance with the International Financial Reporting Standards (IFRS) as adopted by the EU. The Company has therefore migrated from the existing Dutch GAAP accounting standards to IFRS. It is expected that the prospectus will be approved and the relisting will take place later this month (December 2021), subject to approvals from the AFM and Oslo Børs. As a result of the relisting, the admission to trading on Euronext Growth Oslo will terminate from the time of and subject to the relisting.

The Secretary thanks Lena Shishkina for the update and moves to the next item on the agenda.

3. Conversion of the Company into a Dutch public company with limited liability

The Secretary explains that this agenda item includes the conversion of the Company into a Dutch public company with limited liability. Under Norwegian law, only public limited liability companies can be listed on Oslo Børs, a regulated market. Under this agenda item it is therefore proposed to convert the Company into a Dutch public company with limited liability (*naamloze vennootschap*) ("**Conversion**").

In relation to the Conversion the articles of association of the Company will be amended according to the draft drawn up by DLA Piper Nederland N.V.

In accordance with Dutch law, an auditor has certified in accordance with the relevant provisions of the Dutch Civil Code that the equity of the Company on a day within five months prior to the conversion was at least equal to the paid and claimed part of the share capital at the time of the conversion.

The Secretary puts the agenda item 3, the proposal to convert the Company into a Dutch public company with limited liability, to a vote and establishes that the following votes are cast on this proposal:

- 180,119,509 shares vote in favour (99.99% of the present or represented shares);
- 0 shares abstain from voting;
- 470 shares vote against.

It is established that the proposal to convert the Company into a Dutch public company with limited liability is adopted.

The Secretary moves to the next item on the agenda.

4. Amendment of the articles of association of the Company and authorisation to sign the deed of conversion and amendment

The Secretary explains that under agenda item 4a it is proposed to amend and restate the articles of association of the Company in connection with the conversion and the relisting and to align the articles of association with the requirements and market practice in this respect, all in accordance with the draft deed of conversion and amendment of the articles of association drawn up by DLA Piper Nederland N.V.

The Secretary furthermore explains that the nominal value of the shares of a Dutch N.V. should at least be €0.01. Therefore the proposal also includes the conversion of the nominal value of the shares from U.S. dollar into euro and the increase of the nominal value of each share from US$0.0001 to €0.01, whereby the difference in nominal value per share will be paid up out of the share premium reserve maintained by the Company for all shares in the Company's capital.

The Secretary puts the agenda item 4a, the proposal to amend and restate the articles of association of the Company in connection with the conversion and the relisting and to align the articles of association with the requirements and market practice in this respect, in accordance with the draft deed of conversion and amendment of the articles of association drawn up by DLA Piper Nederland N.V., to a vote and establishes that the following votes are cast on this proposal:

- 173,074,205 shares vote in favour (96.09% of the present or represented shares);
- 6,196,551 shares abstain from voting;
- 849,223 shares vote against.

It is established that the proposal to amend and restate the articles of association of the Company is adopted.

The Secretary moves to the second part of this agenda item (item 4b), being the authorisation of each member of the Board 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 notarial deed of conversion and amendment of the articles of association, and puts the proposal to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 173,074,205 shares vote in favour (96.09% of the present or represented shares);
- 6,196,551 shares abstain from voting;
- 849,223 shares vote against.

It is established that the proposal to authorise each member of the Board 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 of the articles of association is adopted.

The Secretary moves to the next item on the agenda.

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

The Secretary explains that at the annual general meeting of the Company held on 30 June 2021, the Board has been authorised to issue shares or to resolve to grant rights to subscribe for a certain percentage of shares linked to the issued share capital of the Company as at 30 June 2021. As a result of the conversion, the nominal value of the shares will increase from US$0.0001 to €0.01. The total issued share capital of the Company on the date of conversion will amount to EUR 3,032,155.34. The Company wishes to maintain the authorisation at the same level as approved at the annual general meeting on 30 June 2021.

The Company is in the process of implementing a new long term incentive plan for employees ("**LTI Plan 2022**"). The purpose of the LTI Plan 2022 is to replace the current long term incentive plan which is expiring, to maintain and strengthen the Company's ability to attract and retain highly competent employees, and to provide a means to encourage ownership and proprietary interest in the Company. Awards under the LTI Plan 2022 will be made in the form of options, performance share units and/or restricted share units as deemed appropriate by the Board. These will represent conditional rights to receive a number of shares, generally subject to continued engagement during the vesting period. Other conditions may also be determined by the Board for each grant. The LTI Plan 2022 is considered by the Board to be appropriate for the Company's global presence and work force, and well suited to promote the interests of the Company and its shareholders. The plan is also based on consultations with and advice from a recognised third-party incentive scheme advisory firm.

Under the terms of the LTI Plan 2022, a typical vesting will be over a period of four years, starting on the date of grant. If a participant remains employed with the Company, the vesting will typically occur as follows: 25% on the first anniversary of the date of grant and 75% on a quarterly basis over the following three-year period until 100% on the fourth anniversary of the date of grant. The grant value will be determined by the Board and considering the Company's and the individual performance, relevant market practice, external benchmark data and other factors.

Under agenda item 5a. it is proposed to the general meeting to delegate to the Board, subject to the execution of the deed of conversion and amendment of the articles of association, for the period of 18 months commencing on the calendar day following the date of conversion, the right to resolve 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, up to a maximum of 10% of the issued share capital of the Company as at the calendar day following the date of conversion, thereby maintaining the authorisation at the same level as approved at the annual general meeting on 30 June 2021.

The Secretary puts the agenda item 5a, delegation to the Board regarding the issue of shares or rights to subscribe for shares for general corporate purposes, to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 179,851,309 shares vote in favour (99.85% of the present or represented shares);
- 0 shares abstain from voting;
- 268,670 shares vote against.

It is established that the proposal delegation to the Board regarding the issue of shares or rights to subscribe for shares for general corporate purposes is adopted.

The Secretary moves on to agenda item 5b.

The Secretary explains under this agenda item it is proposed to the general meeting to delegate to the Board, subject to the execution of the deed of conversion and amendment of the articles of association for the period of 18 months commencing on the calendar day following the date of Conversion, the right to resolve 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 up to a maximum of 10% of the issued share capital of the Company as at the calendar day following the date of conversion, thereby maintaining the authorisation at the same level as approved at the annual general meeting on 30 June 2021.

The Secretary puts the agenda item 5b to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 171,131,700 shares vote in favour (95.01% of the present or represented shares);
- 0 shares abstain from voting;
- 8,988,279 shares vote against.

It is established that the proposal delegation to the Board regarding the issue of shares or rights to subscribe for shares for M&A transactions is adopted.

The Secretary moves on to agenda item 5c.

The Secretary explains that under the next agenda item it is proposed to the general meeting to delegate to the Board, subject to the execution of the deed of conversion and amendment of the articles of association, for a period of 3 years commencing on the calendar day following the date of conversion, the right to resolve to issue shares or to grant rights to subscribe for shares in the capital of the Company in connection with the LTI Plan 2022 up to a maximum of 5% of the issued share capital of the Company as at the calendar day following the date of conversion.

The Secretary puts the agenda item 5c to a vote.

The Secretary establishes that the following votes are cast on this proposal:
- 168,821,870 [shares vote in favour (93.73% of the present or represented shares);
- 6,964 shares abstain from voting;
- 11,291,145 shares vote against.

It is established that the proposal delegation to the Board regarding the issue of shares or rights to subscribe for shares for the Company's LTI Plan 2022 is adopted.

The Secretary moves on to agenda item 5d.

The Secretary explains that under this agenda item it is proposed to the general meeting to delegate to the Board, subject to the execution of the deed of conversion and amendment of the articles of association, to limit or exclude pre-emptive rights in respect of the delegations to the Board under the previous agenda items.

The Secretary puts the agenda item 5d to a vote.

The Secretary establishes that the following votes are cast on this proposal:
- 168,253,252 shares vote in favour (93.41% of the present or represented shares);
- 0 shares abstain from voting;
- 11,866,727 shares vote against.

It is established that the proposal restrictions of pre-emptive rights is adopted.

The Secretary moves on to the following item on the agenda.

6. Repurchase of shares and adoption of the balance sheet as at 30 June 2021

The Secretary explains that at the annual general meeting held on 30 June 2021, the Board has been authorised to acquire fully paid-up shares in the Company's capital up to a maximum of 10% of the total issued share capital of the Company as at 30 June 2021. As a result of the conversion, the nominal value of the shares will increase from US$0.0001 to €0.01 and as a consequence thereof the total issued share capital of the Company on the date of conversion will amount to EUR 3,032,155.34.

The Secretary furthermore explains that in order to maintain the authorisation at the same level as approved at the annual general meeting on 30 June 2021, under this agenda item 6a it is proposed to the general meeting to authorise the Board for a period of 18 months commencing on the calendar day following the date of conversion, subject to the execution of the deed of conversion and amendment, to acquire, in one or more transactions, fully paid shares or depositary receipts (whether or not listed) in the Company's capital either through a purchase on a multilateral trading facility, stock exchange or otherwise up to a maximum of 10% of the total issued share capital of the Company as at the calendar day following the date of conversion, for a minimum price, excluding expenses, of the nominal value of the shares or depositary receipts concerned and a maximum price equal to 110% of:

(x) the volume weighted average trading price, as quoted on Euronext Growth Oslo or the Oslo Børs (in case of admission to listing and trading at Oslo Børs) of the shares or depositary receipts, the so-called VWAP, during a specified period not exceeding 15 trading days ending on a specified date prior the date of repurchase (such period and such date to be determined by the Board, which period shall fall within the two-month period prior the date of repurchase); or

(y) for accelerated repurchase arrangements, the VWAP for over the term of the arrangement.

The Secretary puts the agenda item 6a, to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 180,113,015 shares vote in favour (99.99% of the present or represented shares);
- 6,964 shares abstain from voting;
- 0 shares vote against.

It is established that the proposal authorisation of the Board to repurchase shares is adopted.

The Secretary moves to agenda item 6b, the adoption of the balance sheet as at 30 June 2021.

The Secretary explains that now that agenda item 6a has been adopted, the Board is authorised to resolve that the Company shall acquire its own fully paid-up shares if (i) the Company's equity, less the payment required to make the acquisition, does not fall below the sum of called-up and paid-in share capital and any statutory reserves, and (ii) the aggregate nominal value of the shares which the Company acquires, holds or holds as pledge or which are held by a subsidiary does not exceed 50% of the issued share capital.

For the application of the aforementioned, the amount of the net assets according to the last adopted balance sheet shall be decisive. Under this agenda item 6b it is proposed to the general meeting to adopt the unaudited balance sheet of the Company as at 30 June 2021, prepared in accordance with the accounting principles of the Company which are based on IFRS as adopted by the European Union.

The Secretary puts the agenda item 6b to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 180,041,947 shares vote in favour (99.96% of the present or represented shares);
- 78,032 shares abstain from voting;
- 0 shares vote against.

It is established that the proposal to adopt the balance sheet of the Company as at 30 June 2021 is adopted.

The Secretary moves on to the next agenda item.

7. Composition of the Board of Directors

The Secretary moves on to the next item on the agenda and explains that David Flannery has resigned as member of the Board of Directors effective per the end of this meeting. Under agenda item 7b the Board of Directors wishes to propose a new Non-Executive Director for appointment and consequently establish that the number of Non-Executive Directors will be five. It is furthermore proposed that the renumeration for new Non-Executive Directors will be set in accordance with the remuneration policy (to be discussed and submitted to the general meeting for adoption under the agenda item 8). A short introduction of the new Non-Executive Director has been made in the materials submitted for this meeting.

The Secretary puts the agenda item 7b, the appointment of Sang Kim as Non-Executive Director of the Company, to a vote. The proposal also includes that the renumeration for Sang Kim will be set in accordance with the remuneration policy (to be discussed and submitted to the general meeting for adoption under the agenda item 8).

The Secretary establishes that the following votes are cast on this proposal:

- 179,003,026 shares vote in favour (99.38% of the present or represented shares);
- 268,200 shares abstain from voting;
- 848,753 shares vote against.

It is established that the proposal to appoint Sang Kim as Non-Executive Director of the Company is adopted and that it is established that the number of Non-Executive Directors will be five (5). Sang Kim's remuneration will be set in accordance with the remuneration policy to be adopted.

The Secretary moves to the next item on the agenda.

8. Remuneration policy for the Directors

The Secretary explains that the remuneration policy for the Directors of the Company is discussed and submitted to the general meeting for adoption (under agenda item 8b). The remuneration policy provides for a market competitive remuneration package and fosters alignment of interests of directors with shareholders and stakeholders.

Remuneration Executive Directors
The remuneration of Executive Directors may consist of annual base salary, short-term incentive, long-term incentive and other benefits.

The annual base salary is set at a market competitive level to attract and retain the calibre of Executive Directors required to devise and execute the Company's strategy. The amount of annual base salary is reviewed by the Non-Executive Directors or the remuneration committee of the Board annually and in the event of the appointment of a new Executive Director. Various factors may be considered when determining any annual base salary changes, including, but not limited to, salary increases of the Company's global workforce, business performance, personal performance, the scope and nature of the role, relevant market benchmark data and local economic indicators, such as inflation and cost-of-living changes, to ensure that the remuneration is fair, sensible and market competitive. The actual annual base salary and any annual increases will be disclosed in the annual report.

The purpose of the short-term incentive is to ensure executive alignment with and focus on the annual business plan as set by Board. Performance measures and targets for those measures are set by the Non-Executive Directors. The short-term incentive is linked to a percentage of annual base salary. The short-term incentive is in principle settled in cash but, in order to encourage ownership and proprietary interest in the Company, the Non-Executive Directors have the possibility to determine that any short-term incentive awards are settled in shares in the capital of the Company.

Executive Directors are eligible for awards in the form of RSUs. These represent conditional rights to receive a number of shares, subject to continued engagement during the vesting period. The RSUs will vest over a period of four years. The RSUs will vest as follows: 25%

on the first anniversary of the date of appointment and 75% on a quarterly basis over the following three-year period (6.25% per quarter) until 100% on the fourth anniversary of the date of appointment. The award value will be set by the Non-Executive Directors. The maximum award value of RSUs is equal to 50% of the Executive Director's annual base salary. The actual long-term incentive award, the applicable vesting period and a summary of any additional material conditions attached to each grant will be disclosed in the annual remuneration report.

The Secretary furthermore explains that other benefits for which the Executive Directors are eligible are intended to be competitive in the relevant market and may evolve from year to year. The Executive Directors may be eligible for benefits such as health insurance, disability and life insurance, a directors' and officers' liability insurance, mobility allowance or travel expenses, housing allowance, fitness allowance, representation costs and to participate in whatever all-employee benefits plans may be offered at any given point.

Remuneration Non-Executive Directors

The remuneration of the Non-Executive Directors shall be determined by the General Meeting and shall reflect the time spent and responsibilities of their roles. In order to ensure alignment between the Non-Executive Directors and the Company's value creation, the Non-Executive Directors will be rewarded in the form of RSUs. They represent conditional rights to receive a number of shares, subject to continued engagement during the vesting period.

The RSUs will vest over a period of four years and the vesting period starts on the date of appointment. If a participant remains employed with the Company, the RSUs will vest as follows: 25% on the first anniversary of the date of appointment and 75% on a quarterly basis over the following three-year period (6.25% per quarter) until 100% on the fourth anniversary of the date of appointment. RSUs that are unvested at the time a director ceases to be a director of the Company as a result of the relevant director on its own initiative terminating, resigning or retiring (other than as a result of permanent incapacity due to ill health) will lapse.

The RSUs to be awarded to the Non-Executive Directors is as follows:
Senior Non-Executive Director: US$200,000 per annum, to be settled in the form of RSUs
Other Non-Executive Directors: US$100,000 per annum, to be settled in the form of RSUs

The RSUs include any fee for being a member of a committee of the Board. The grant value of the RSUs will be determined based on a 30-day volume weighted average share price prior to each grant. Non-Executive Directors will be reimbursed for all reasonable business expenses incurred in the course of performing their duties.

The Secretary moves on to agenda item 8b, the proposal to adopt the remuneration policy for the Directors as proposed by the Board, and puts this agenda item to a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 167,845,005 shares vote in favour (93.19% of the present or represented shares);
- 0 shares abstain from voting;
- 12,274,974 shares vote against.

It is established that the proposal to adopt the remuneration policy for the Directors as proposed by the Board is adopted.

The Secretary moves on to the following item on the agenda.

9. Remuneration of the Non-Executive Directors

The Secretary explains that pursuant to article 15 paragraph 14 under b. of articles of association as included in the deed of conversion and amendment, the general meeting will establish the remuneration for each Non-Executive Director with due observance of any rules and regulations as applicable to the Company, including the Company's remuneration policy for the Directors.

Under this agenda item it is proposed to the general meeting to determine that the remuneration to the awarded to the Senior Non-Executive Director is US$200,000 per annum and the remuneration for the other Non-Executive Directors is US$100,000 per annum, in each case to be settled in the form of RSUs as per the Company's remuneration policy. The RSUs include any fee for being a member of a committee of the Board. In addition, the Non-Executive Directors will be reimbursed for all reasonable business expenses incurred in the course of performing their duties.

The Secretary puts this agenda item a vote.

The Secretary establishes that the following votes are cast on this proposal:

- 179,270,756 shares vote in favour (99.53% of the present or represented shares);
- 0 shares abstain from voting;
- 849,223 shares vote against.

It is established that the proposal to determine the renumeration of the Non-Executive Directors is adopted.

The Secretary concludes that that was the last voting item on the agenda and confirms that

that the proposals 3, 4a, 4b, 5a up to and including 5d, 6a, 6b, 7b, 8b, and 9 have all been adopted by the meeting.

10. + 11. Any other business and closing

Jørn Lyseggen states that there is no more business to be discussed and he closes the meeting at 17.41 CET

Recent development: the Company was converted into a Dutch public company with limited liability (*naamloze vennootschap*) on 6 December 2021.

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- Signature page of minutes of Meltwater B.V.'s extraordinary general meeting -

Signed: 7 December 2021

Chair: /s/ Jørn Lyseggen

Secretary: /s/ Jetty Tukker