

FOTEX HOLDING Société Européenne
Registered office: 272, rue de Neudorf, L-2222 Luxembourg
RCS Luxembourg: B146938

Convening notice

FOTEX HOLDING Société Européenne
(the "Company")

hereby notifies its Shareholders that the Annual General Meeting of the Company

will be held at 2:30 p.m. (Luxembourg time) on May 29th, 2020 at the registered office of the Company with the following agenda:

AGENDA

- 1.) Presentation and approval of the reports established by the Board of Directors of the Company concerning the Company's annual statutory accounts as at December 31st, 2019 and the consolidated financial statements as at December 31st, 2019;
- 2.) Presentation and approval of the reports established by the Auditors of the Company concerning the Company's annual statutory accounts as at December 31st, 2019 and the Company's consolidated financial statements as at December 31st, 2019;
- 3.) Presentation and approval of the Company's annual statutory accounts as at December 31st, 2019 and the consolidated financial statements as at December 31st, 2019;
- 4.) Allocation of the results;
- 5.) Decision on distribution of dividends;
- 6.) Discharge to the Board of Directors, the Audit Committee;
- 7.) Election of the Board of Directors, establishment of their remuneration;
- 8.) Election of the Audit Committee, establishment of their remuneration;
- 9.) Election of the Statutory Auditor to audit the statutory annual accounts of the Company;
- 10.) Election of the Auditor to audit the consolidated financial statements of the Company;
- 11.) Miscellaneous.

Any shareholder who holds one or more ordinary shares (*actions ordinaires*) of the Company on May 15th, 2020 at 24:00 (Luxembourg time) shall have the right to cast a vote at the general meeting of the shareholders (also referred to as the "Meeting"). This date is the day of the proof of share ownership (the "Record Date"). The deposit of the shares after the record date is not requested by the Company to the exercise of voting rights.

As a result of the coronavirus and the COVID-19 crisis, the Luxembourg government, based on article 32(4) of the Luxembourg Constitution, declared a state of emergency for a period of three months. Under the emergency powers granted by the Constitution, the Government enacted by way of a decree a number of temporary measures. Among these are provisions allowing all Luxembourg companies, private or listed, to hold their shareholders' meetings (including the annual general meetings) without any person attending in person in order to prevent the spreading of the virus at such meetings.

Accordingly, the Company informs its shareholders that they may participate in the Meeting and exercise their shareholders' rights exclusively by appointing a special proxy chosen by the Company and mentioned in the proxy form which has been made available to all shareholders.

The precondition of the voting by proxy is the registration of the shareholder's ownership right in the stock register on the Record Date.

The shareholders who wish to exercise their voting rights by proxy shall deposit their proxy forms at the registered office of the Company by no later than May 22nd, 2020 at noon. The proxy forms may be submitted to the Company by mail at Fotex Holding, Société Européenne, 272, rue de Neudorf, L-2222 Luxembourg or by fax at +352 2899 9661 or by e-mail at info@fotex.lu. Only proxy forms provided on the website of the Company (www.fotex.lu) shall be used and will be taken into account.

The shareholders who wish to cast their vote by proxy should also provide the Company with the relevant documentation evidencing their ownership of the shares by no later than May 22nd, 2020 at noon. Such documentation may be submitted to the Company by mail at Fotex Holding, Société Européenne, 272, rue de Neudorf, L-2222 Luxembourg or by fax at +352 2899 9661 or by e-mail at info@fotex.lu. In addition to the proxy form, the shareholders shall also verify their identity by a copy of an identity card or passport or, in the case of companies, a copy of the company's registration documents and specimens of signatures by email preceding the Meeting.

The registration of the shareholders based on the submitted proxy forms shall start at the place of the Meeting half an hour before the opening of the Meeting.

Every certificate of a share of EUR 0.42 face value entitles a shareholder to one vote in the Meeting. A shareholder can vote with his proxy form indicating the strength of the voting power to be exercised in the Meeting.

One (1) or more shareholders holding together at least five (5) % of the share capital of the Company have the right to put items on the agenda of the Meeting and to table draft resolutions for items included or to be included on the agenda of the Meeting.

These requests shall be in writing and sent to the Company by postal services or electronic means at 272, rue de Neudorf, L-2222 Luxembourg or at info@fotex.lu. They shall be accompanied by a justification of a draft resolution to be adopted in the Meeting. Furthermore, they shall indicate the postal or electronic address at which the Company may acknowledge receipt of these requests.

In addition, these requests shall be received by the Company not later than on the twenty-second (22) day prior to the date of the Meeting. The Company shall acknowledge receipt of the requests within forty-eight (48) hours from receipt.

The Company then shall publish a revised agenda not later than on the fifteenth (15) day prior to the date of the Meeting.

All the documents which will be submitted to the Meeting are available on the website of the Company (www.fotex.lu).

Luxembourg, April 29th, 2020

FOTEX HOLDING Société Européenne
The Board of Directors