

Agenda with explanatory notes of the Extraordinary General Meeting of ad pepper media International N.V. (the "Company") to be held at 09.30 a.m. on Tuesday, 19 July 2022, at the offices of NautaDutilh (NautaDutilh N.V., Beethovenstraat 400, 1082 PR Amsterdam, The Netherlands)

The agenda of the meeting is as follows:

1. Opening
2. Appointment of the auditor for the 2022 financial year (voting item)
3. End of Extraordinary General Meeting

EXPLANATORY NOTES:

Re 2 – Appointment of Auditor

The withdrawal of the nomination of Mazars for appointment as the Company`s external auditor for the financial year 2022 from the agenda for the annual general meeting on 17 May 2022 has resulted in the requirement to convene an extraordinary general meeting for the purpose of appointing a new external auditor for the financial year 2022. It is proposed to appoint Ernst & Young Accountants LLP, with address: Antonio Vivaldistraat 150, 1083 HP Amsterdam, the Netherlands, as the external auditor charged with the auditing of the Annual Accounts for the financial year 2022. Ernst & Young Accountants LLP audited the Company`s annual accounts in preceding years, including 2021.