

NOTICE AND INFORMATION ON ATTENDING THE GENERAL MEETING OF CM.COM N.V.

CM.com N.V. (the “Company” or “CM.com”) invites its shareholders to attend the virtual annual General Meeting, to be held on 30 April 2021 at 14.00 hours CET.

CM.com hereby convenes a fully virtual General Meeting, in accordance with the Dutch government’s temporary COVID-19 legislation (the “Emergency Act”). This means that shareholders will not be able to attend the General Meeting in person. Shareholders who have registered for the meeting are offered the following options in accordance with the Emergency Act: (i) to follow the General Meeting via a webcast; (ii) to submit questions before or follow-up questions during the meeting; and (iii) to vote prior to the General Meeting. CM.com encourages its shareholders to make use of the possibility to give a voting instruction in advance of the General Meeting.

AGENDA

1. OPENING

2. FINANCIAL YEAR 2020¹

- (a) Report of the Board² for the financial year 2020
- (b) Remuneration Report for the Management Board and Supervisory Board for the financial year 2020 (advisory vote)
- (c) Explanation of the policy on dividends and additions to reserves
- (d) Adoption of the 2020 Company and consolidated financial statements (vote)
- (e) Determination of the dividend over the financial year 2020 (vote)

3. DISCHARGE

- (a) Discharge of the Company’s Managing Directors from liability for their responsibilities in the financial year 2020 (vote)
- (b) Discharge of the Company’s Supervisory Directors from liability for their responsibilities in the financial year 2020 (vote)

4. AMENDMENT OF THE REMUNERATION POLICY FOR THE SUPERVISORY BOARD (VOTE)

5. AMENDMENT OF THE REMUNERATION POLICY FOR THE MANAGEMENT BOARD (VOTE)

6. REAPPOINTMENT OF THE EXTERNAL AUDITOR (VOTE)

7. AUTHORIZATION OF THE MANAGEMENT BOARD:

- (a) to issue shares and grant rights to acquire shares (vote)
- (b) to restrict or exclude pre-emptive rights (vote)

¹ On 21 February 2020, a legal merger was effected between the Company (at that time named: Dutch Star Companies ONE N.V.) as acquiring company, and CM.com B.V. as disappearing company (the “Merger”). The Company’s 2020 Financial Statements, the report of the Management Board and the Remuneration Report relate to pre-Merger activities of CM.com B.V. and the post-merger activities of the Company.

² Prior to the Merger, the Company had a one-tier board, consisting of both executive and non-executive directors. The Company’s articles of association were amended simultaneously with the Merger, whereby (i) the Company’s name was changed into CM.com N.V., and (ii) the Company’s board structure was changed from a one-tier board to a two-tier board. Any reference in this document to “Management Board” refers to the Company’s two-tier board as installed after the Merger.

- 8. AUTHORIZATION OF THE MANAGEMENT BOARD TO REPURCHASE SHARES UP TO 10% (VOTE)**
- 9. ANNOUNCEMENTS AND ANY OTHER BUSINESS**
- 10. CLOSING**

Availability of meeting documents and registration

The agenda with notes, the 2020 Annual Report, which contains the 2020 Financial Statements, the 2020 Remuneration Report, the information as meant in Section 2:392(1) of the Dutch Civil Code, the proposed revised remuneration policy for the Company's Supervisory Board and the proposed revised remuneration policy for the Company's Management Board are made available on <https://www.cm.com/investor-relations/corporate-governance/>. These documents may also be obtained free of charge from ABN AMRO Bank N.V. ("ABN AMRO"), e-mail: ava@nl.abnamro.com and are available for review by shareholders (by appointment) at the office of the Company.

Virtual General Meeting

In light of the evolving outbreak of COVID-19 (coronavirus) and the Emergency Act, the General Meeting will be entirely virtual. In line with the current guidelines of the Dutch government the number of Supervisory Board members and Management Board members attending the General Meeting will be limited. We would like to emphasize and encourage the use of the possibility of e-voting and proxy voting for all shareholders as referred to in the notice convening the General Meeting.

For any further information with regard to the General Meeting, proxy voting possibilities, attendance of General Meeting through the webcast and further updates following the COVID-19 developments, we kindly ask you to visit our website (<https://www.cm.com/investor-relations/corporate-governance/>). We will continue to closely monitor the developments and will share any updates in this respect via our website when available.

Record date

Pursuant to the provisions in Section 2:119 of the Dutch Civil Code, attendance of and voting rights in the General Meeting of Friday 30 April 2021 accrue to those persons listed on Friday 2 April 2021 at the close of business (the 'Record Date') as shareholders of the Company ("Shareholders") in the records of intermediaries within the meaning of the Securities (Bank Giro Transactions) Act ("Intermediaries") or otherwise as being entitled to attend and/or to vote at the General Meeting of the Company.

Registration

Shareholders are entitled to cast votes for the shares they hold on the Record Date, provided they have registered for the General Meeting in time and in the way as described below.

Shareholders wishing to follow the webcast are requested to register on www.abnamro.com/evoting or through the Intermediaries who administrate their shares, no later than 17:00 hours CET on Friday 23 April 2021 with ABN AMRO. The Intermediaries must provide a statement to ABN AMRO on www.abnamro.com/intermediary no later than 13:00 hours CET on Monday 26 April 2021, listing the number of shares held by the respective Shareholder on the Record Date that are being submitted for registration. The Intermediaries are further requested to provide the relevant underlying shareholder's full address details in the statement to allow for efficient checking of shareholding on the Record Date.

The Shareholders will receive a confirmation of registration from ABN AMRO with a link to join the online General Meeting. If a Shareholder does not receive such confirmation of registration in time, the Shareholder (or its proxy holder) should turn to ABN AMRO or its Intermediary. The abovementioned requirements apply by analogy to other persons entitled to attend and/or to vote at the General Meeting of the Company as at the Record Date.

Proxies/Internet voting

Without prejudice to the registration requirements set out above, voting rights may be exercised by a person holding a written proxy. Shareholders can decide to give a voting instruction to Mr. L.J.M. Teunissen, civil law notary in Breda, the Netherlands, or in his absence the substitute designated by him, or to a third party, to vote on behalf of the shareholder prior to the General Meeting. The executed written proxy must be received by ABN AMRO no later than Friday 23 April 2021 at 17:00 hours CET at ava@nl.abnamro.com.

Shareholders wishing to exercise their voting right through a digital proxy may submit their voting instructions on www.abnamro.com/evoting until 17:00 hours CET on Friday 23 April 2021.

Virtual access

Registered persons entitled to attend the meeting can enter and follow the virtual General Meeting via the link provided by ABN AMRO Bank N.V.

Written questions

Prior to the meeting, registered shareholders can submit written questions related to the items included in the agenda for the General Meeting to our Investor Relations Manager Anneke Hoijtink (Anneke.hoijtink@cm.com) until 27 April 2021, 17:00 hours. CM.com will address these questions either before the General Meeting on our website, or during the General Meeting.

During the meeting, registered shareholders can submit written follow-up questions via the chat function. CM.com aims at answering these questions in the General Meeting. Questions which are not answered in the General Meeting will be answered within 24 hours after the General Meeting and published on our website.

Issued capital and voting rights

At the start of trading on Euronext Amsterdam on the date of this notice, the Company's issued share capital amounted to 28,738,970 ordinary shares, no shares were held in treasury. The total number of voting rights attached to the issued shares was 28,738,970.

Webcast

The General Meeting will be webcasted live and in full via the internet:
<https://www.cm.com/investor-relations/corporate-governance/>

Other matters

For further information, please go to: <https://www.cm.com/investor-relations/corporate-governance/> or contact CM.com's Investor Relations via Anneke.hoijtink@cm.com or on +31 643280788.

The Supervisory Board

The Management Board

Breda, 19 March 2021