

**Kids Brands House N.V.
LA Waalre, the Netherlands
Official Report of the
Annual General Meeting of Shareholders**

On this day, July 31st of the year 2018 the Annual General Meeting of Shareholders of Kids Brands House N.V. (the 'Company') was held at the corporate seat of the Company, Laan van Diepenvoorde 3, 5582 LA Waalre, the Netherlands.

Present were:

- Harald Hepperle, Member of the Management Board;
- Kemal Özgür Bender, Member of the Supervisory Board (chairman of AGM);
- Andy van Hoof, notary, De Cooker Notariaat;

1. Opening;

After having opened the meeting at approximately 14:00 hours, the chairman concluded that 1,683,645 shares were represented at this meeting representing approximately 53.4% of total share capital.

2. Report of the Supervisory Board in respect of the financial year 2016/2017;

Regarding the report of the Supervisory Board for the financial year 2016/2017 all questions of the shareholders present were full and satisfactorily answered by the chairman.

3. Approval of the annual accounts for the financial year 2016/17;

The annual accounts for the financial year 2016/2017 were adopted (in favour 431,765 votes, abstained from voting 1,000,000 votes, against 251,880 votes).

4. Distribution of the result for the financial year 2016/17;

The general meeting decided to add the result for the financial year 2016/2017 to the general reserves of the Company unanimously (1,683,645 affirming votes).

5. Discharge of the Members of the Management Board with respect to the performance of their duties during the financial year 2016/17;

The resolution to discharge the Members of the Management Board was adopted (in favour 431,765 votes, abstained from voting 1,000,000 votes, against 251,880 votes).

6. Discharge of the Members of the Supervisory Board with respect to the performance of their duties during the financial year 2016/17;

The resolution to discharge the Members of the Supervisory Board was adopted (in favour 431,765 votes, abstained from voting 1,000,000 votes, against 251,880 votes).

7. Proposal to increase the number of Members in the Supervisory Board up to four Members;

The resolution to increase the number of Members in the Supervisory Board up to four Members were adopted unanimously (1,683,645 affirming votes).

8. Proposal to appoint Dr. Florian Pfingsten, who has declared to accept this appointment, as new Member of the Supervisory Board of the Company until the Annual General Meeting held in 2021

The resolution to appoint Dr. Florian Pfingsten as a new Member of the Supervisory Board were adopted unanimously (1,683,645 affirming votes).

9. Proposal to appoint Jens Baechle, who has declared to accept this appointment, as new Member of the Supervisory Board of the Company until the Annual General Meeting held in 2021;

The resolution to appoint Jens Baechle as a new Member of the Supervisory Board were adopted unanimously (1,683,645 affirming votes).

10. Adoption of remuneration policy of the Supervisory Board; effective from August 01, 2018, an ordinary Member of the Supervisory Board, not being the Chairman of the Supervisory Board, will receive an annual remuneration of 12.000,00 Euro. The remuneration of the Chairman of the Supervisory Board is 15.000,00 Euro per year.

The adoption of remuneration policy of Supervisory Board were adopted unanimously (1,683,645 affirming votes).

11. Proposal to authorize the Management Board to distribute shares in the capital of the Companies subsidiaries as interim dividend or as chargeable to the capital reserves of the Company;

The resolution to authorize the Management Board to distribute shares in the capital of the Companies subsidiaries as interim dividend or as chargeable to the capital reserves of the Company were adopted unanimously (1,683,645 affirming votes).

12. Proposal to authorize the Management Board to cancel, wholly or in part, the distributable reserves of the Company by converting such reserves into shares and distribute these shares to the shareholders at the same ratio as the pre-emptive right of the shareholders;

The resolution to authorize the Management Board to cancel, wholly or in part, the distributable reserves of the Company by converting such reserves into shares and distribute these shares to the shareholders at the same ratio as the pre-emptive right of the shareholders were adopted unanimously (1,683,645 affirming votes).

13. Proposal to give approval (Article 2:94 Dutch Civil Code) to the Management Board for all acts in law concerning the payment on the shares to be issued;

The resolution to give approval (Article 2:94 Dutch Civil Code) to the Management Board for all acts in law concerning the payment on the shares to be issued were adopted unanimously (1,683,645 affirming votes).

14. Proposal to authorize the Management Board to acquire for valuable consideration shares in the Company for a period of 18 months. The number of shares to be acquired shall be limited by the maximum percentage of shares the Company may hold in its capital at any moment. This acquisition may take place by all kinds of agreements, including on a Stock Exchange. The price per share may not be less than the par value and not more than 110% of the Stock Exchange Price. For purpose of the foregoing the Stock Exchange Price will be the average of the closing price on the Munich Stock Exchange of the last five days on which business was done, preceding the date of acquisition;

The resolution to authorize the Management Board to acquire for valuable consideration shares in the Company for a period of 18 months were rejected unanimously (against 1,683,645 votes).

15. Appointment of auditor for the fiscal year 2017/18;

The general meeting decided (unanimously 1,683,645 affirming votes) to appoint VERSTEGEN accountants en adviseurs, NL-3300 AN Dordrecht as auditors for the financial year 2017/2018.

16. Miscellaneous;

- *The general meeting decided to relocate the company headquarter address to Haarstraat 27, NL - 4201 JA Gorinchem.*
- *The general meeting decided to sell the participation 4,8% of Vinna AG.*
- *No further subjects were discussed.*

17. Closing.

The chairman closed the meeting at approximately 15:05 hours.

Waalre, July 31, 2018

Özgür Kemal Bender
(Chairman of meeting)