

Annual General Meeting of Shareholders Van Lanschot Kempen N.V., held on 31 May 2018

AGENDA

Agenda item	discussion item	voting item
2a	Report of the Supervisory Board	X
2b	Report of the Statutory Board for 2017	X
2c	Compliance with the 2016 Corporate Governance Code	X
3a	Implementation of Statutory Board remuneration policy for 2017	X
3b	Adoption of 2017 financial statements	X
3c	Payment of a cash dividend of € 1.45 per Class A ordinary share	X
4a	Discharge of the members of the Statutory Board from liability for their conduct of Van Lanschot Kempen's affairs in the 2017 financial year	X
4b	Discharge of the members of the Supervisory Board from liability for their supervision of Van Lanschot Kempen's affairs in the 2017 financial year	X
5a	Notification of the intended reappointment of members to the Statutory Board: Richard Bruens	X
5b	Notification of the intended reappointment of members to the Statutory Board: Arjan Huisman	X
5c	Notification of the intended reappointment of members to the Statutory Board: Constant Korthout	X
6	Remuneration of the Statutory Board	X
7	Remuneration of the Supervisory Board	X
8	Appointment of the auditors	X
9a	Notification of vacancy and profile; opportunity to make a recommendation	X
9b	Appointment of Maarten H. Muller as a member of the Supervisory Board	X
9c	Announcement of the vacancies that will arise on the day of the Annual General Meeting of Shareholders in 2019	X
10	Grant of authority to repurchase own shares and/or depository receipts for such shares	X
11a	Extension of the power of the Statutory Board to issue Class A ordinary shares	X
11b	Extension of the powers of the Statutory Board to limit or exclude pre-emption rights when Class A ordinary shares are issued	X

VOTING RESULTS

On the registration date of the meeting, the issued share capital amounted to € 41,361,668 consisting of 41,361,668 Class A ordinary shares of € 1 each. A total of 169,041 depository receipts for shares were held by Van Lanschot Kempen NV itself. As a result, a maximum of 41,192,627 valid votes could be exercised during the meeting. Each share or depository receipt for share carries the right to cast one vote. Stichting Administratiekantoor van gewone aandelen A Van Lanschot Kempen exercised 13,623,368 (33%) votes during the meeting.

Agenda item	Number of shares for which valid votes could be casted	Percentage of issued share capital	Number of votes IN FAVOUR	Number of votes AGAINST	Number of ABSTENTIONS	Proposal passed	Proposal not passed	Remarks
3b	41,192,579	99.6%	41,021,739	100	170.740	X (99.9%)		
3c	41,192,604	99.6%	41,192,588	-	16	X (100%)		
4a	41,192,604	99.6%	40,927,213	91.173	174.218	X (99.8%)		
4b	37,324,409	90.2%	37,057,454	91.073	175.882	X (99.8%)		
6	41,192,604	99.6%	25,529,467	15,662,811	326	X (61.9%)		
7	41,192,604	99.6%	40,277,438	905.936	9.230	X (97.8%)		
8	41,192,504	99.6%	41,184,472	7.960	72	X (99.9%)		
9b	41,192,604	99.6%	41,171,453	21.035	116	X (99.9%)		
10	41,192,603	99.6%	41,184,553	125	7,925	X (99.9%)		
11a	41,192,603	99.6%	39,097,663	2,094,897	43	X (94.9%)		
11b	41,192,503	99.6%	38,413,547	2,778,913	43	X (93.3%)		