

# Royal BAM Group nv

## Summary adopted resolutions General Meeting of 17 April 2019

The General Meeting of Royal BAM Group nv dated 17 April 2019 in Bunnik has adopted the following resolutions.

### Agenda item 4

The 2018 financial accounts were adopted as proposed.

<b>Casted votes in favour</b>	88,239,915	99.95%
<b>Casted votes against</b>	41,539	0.05%
<b>Total casted votes</b>	88,281,454	100%
<b>Votes withheld</b>	133,659	

### Agenda item 5

The dividend was adopted.

<b>Casted votes in favour</b>	88,175,605	99.73%
<b>Casted votes against</b>	236,903	0.27%
<b>Total casted votes</b>	88,412,508	100%
<b>Votes withheld</b>	4,605	

### Agenda item 6a

The decisions made by the members of the Executive Board in their conduct of the business during the 2018 financial year have been ratified.

<b>Casted votes in favour</b>	87,169,398	99.95%
<b>Casted votes against</b>	41,531	0.05%
<b>Total casted votes</b>	87,210,929	100%
<b>Votes withheld</b>	1,204,974	

### Agenda item 6b

The supervision exercised by the members of the Supervisory Board during the 2018 financial year in respect of the Executive Board's conduct of business has been ratified.

<b>Casted votes in favour</b>	87,189,119	99.95%
<b>Casted votes against</b>	41,525	0.05%
<b>Total casted votes</b>	87,230,644	100%
<b>Votes withheld</b>	1,187,259	

Agenda item 8

Mrs C.M.C. Mahieu has been re-appointed as a member of the Supervisory Board.

<b>Casted votes in favour</b>	88,366,086	99.97%
<b>Casted votes against</b>	27,233	0.03%
<b>Total casted votes</b>	88,393,319	100%
<b>Votes withheld</b>	3,579	

Agenda item 9a

The Executive Board has been authorised to issue and grant rights to acquire ordinary shares and Class F cumulative preference shares.

<b>Casted votes in favour</b>	88,135,992	99.71%
<b>Casted votes against</b>	257,793	0.29%
<b>Total casted votes</b>	88,393,785	100%
<b>Votes withheld</b>	3,168	

Agenda item 9b

The Executive Board has been authorised to restrict or exclude pre-emptive rights in the event of an issue of or granting of rights to acquire ordinary shares.

<b>Casted votes in favour</b>	87,073,887	98.51%
<b>Casted votes against</b>	1,315,722	1.49%
<b>Total casted votes</b>	88,389,609	100%
<b>Votes withheld</b>	8,292	

Agenda item 10

The Executive Board has been authorised to arrange for the acquisition of ordinary shares in the Company's capital.

<b>Casted votes in favour</b>	87,283,265	98.78%
<b>Casted votes against</b>	1,076,645	1.22%
<b>Total casted votes</b>	88,359,910	100%
<b>Votes withheld</b>	31,366	

Agenda item 11

Ernst & Young Accountants LLP has been re-appointed as external auditor responsible for auditing the 2020 financial statements.

<b>Casted votes in favour</b>	88,347,849	99.95%
<b>Casted votes against</b>	40,945	0.05%
<b>Total casted votes</b>	88,388,794	100%
<b>Votes withheld</b>	3,106	

The number of issued shares: 278,779,019.

The number of shares eligible to vote: 273,296,017.

The total votes that could be casted based on the attendance list: 88,433,070.

The percentage of the total issued share capital present in the meeting was: 32.36%.

Clarification:

- Line 1: column 2 reflects the total number of valid votes casted in favour of the proposal and column 3 the percentage that this number represents of the total valid votes casted.
- Line 2: column 2 reflects the total number of valid votes casted against the proposal and column 3 reflects the percentage that this number represents of the total valid votes casted.
- Line 3: column 2 the total number of valid votes casted (= the total number of shares for which votes have been validly casted in favour and against) and column 3 reflects the percentage of valid votes casted.
- Line 4: column 2 the number of abstentions.