

Royal BAM Group nv

Summary adopted resolutions General Meeting of 19 April 2017

The General Meeting of Royal BAM Group nv dated 19 April 2017 in Bunnik has adopted the following resolutions.

Agenda item 2d

The 2016 financial accounts were adopted as proposed.

Casted votes in favour	104,328,169	99.95%
Casted votes against	49,923	0.05%
Total casted votes	104,379,149	100%
Abstention	1,057	

Agenda item 3

The dividend was adopted.

Casted votes in favour	103,700,675	99.36%
Casted votes against	672,237	0.64%
Total casted votes	104,388,149	100%
Abstention	15,237	

Agenda item 4

The decisions made by the members of the Executive Board in their conduct of the business during the 2016 financial year have been ratified.

Casted votes in favour	103,702,632	99.36%
Casted votes against	672,043	0.64%
Total casted votes	104,388,121	100%
Abstention	13,446	

Agenda item 5

The supervision exercised by the members of the Supervisory Board during the 2016 financial year in respect of the Executive Board's conduct of business has been ratified.

Casted votes in favour	103,690,347	99.35%
Casted votes against	677,188	0.65%
Total casted votes	104,387,164	100%
Abstention	19,629	

Agenda item 6a

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

Casted votes in favour	68,717,448	65.93%
Casted votes against	35,513,929	34.07%
Total casted votes	104,383,174	100%
Abstention	151,797	

Agenda item 6b

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

Casted votes in favour	65,916,587	63.18%
Casted votes against	38,419,089	36.82%
Total casted votes	104,384,149	100%
Abstention	48,473	

Agenda item 7

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

Casted votes in favour	103,505,637	99.19%
Casted votes against	850,137	0.81%
Total casted votes	104,383,329	100%
Abstention	27,555	

Agenda item 8a

Mr G. Boon has been appointed as a member of the Supervisory Board.

Casted votes in favour	104,301,829	99.96%
Casted votes against	43,441	0.04%
Total casted votes	104,378,595	100%
Abstention	33,325	

Agenda item 8b

Ms H. Valentin has been appointed as a member of the Supervisory Board.

Casted votes in favour	103,788,012	99.97%
Casted votes against	27,538	0.03%
Total casted votes	104,378,595	100%
Abstention	563,045	

Agenda item 8c

The remuneration of the Supervisory Board was adopted.

Casted votes in favour	80,039,426	76.72%
Casted votes against	24,292,614	23.28%
Total casted votes	104,346,495	100%
Abstention	14,455	

The number of issued shares: 271,814,728.

The number of shares eligible to vote: 270,621,583.

The total votes that could be casted based on the attendance list: 104,402,568.

The percentage of the total issued share capital present in the meeting was: 38.57%.

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) and column 3 reflects the percentage of valid votes casted.
- Line 4: column 2 the number of abstentions.