

Proxy voting form

Holders of bearer shares

This proxy voting form (the 'Form') enables you to authorise and instruct the independent third party nominated on this form to vote by proxy for you on the resolutions stated below ('Voting Instructions') at the Annual General Meeting of Royal BAM Group nv (the 'Company') to be held virtually on Wednesday 14 April 2021 at 14.00 CET via a webcast at an online platform accessible for shareholders, for which the registration date, as defined in the articles of association of the Company, is 18.00 CET on Wednesday 17 March 2021 (the 'Registration Date').

The undersigned,

Name : _____
Address : _____

acting as holder of shares of Royal BAM Group nv – under the conditions appended to this Form – authorises and instructs:

IQ EQ Financial Services B.V. with its registered office in Amsterdam

to represent him/her at the aforementioned Annual General Meeting of Royal BAM Group nv, to address that meeting on his/her behalf and to vote by proxy for him/her at the meeting in the manner indicated below.

The undersigned confirms that the number of shares for which this authorisation and instruction is provided, is _____ and that he/she has made the proper application to attend the above Annual General Meeting of Royal BAM Group nv as stipulated in the notice for this meeting.

Please indicate your Voting Instructions* by clearly marking the appropriate box with a cross, using a pen with blue or black ink.

Resolution	For	Against	Abstain
2.b Application of the remuneration policy for the Executive Board regarding 2020			
2.c Application of the remuneration policy for the Supervisory Board regarding 2020			
4 Adoption of the 2020 financial statements			
5.a Discharge of the members of the Executive Board for their management in the financial year 2020			
5.b Discharge of the members of the Supervisory Board for their supervision of the management in the financial year 2020			
6.a Amendments to the remuneration policy for the Executive Board regarding the objectives of the long term incentive			

6.b	Amendments to the remuneration policy for the Executive Board regarding the removal of the TSR circuit breaker and vesting cap from the long term incentive			
7.a	Appointment of Dr N.M. Skorupska as a member of the Supervisory Board			
7.b	Re-appointment of Mr G. Boon as a member of the Supervisory Board			
7.c	Re-appointment of Mr M.P. Sheffield as a member of the Supervisory Board			
8.a	Issue respectively grant rights to acquire ordinary shares and cumulative preference shares F			
8.b	Restrict or exclude pre-emptive rights upon issuing respectively granting rights to acquire ordinary shares			
9	Authorisation for the Executive Board to have the Company acquire ordinary shares in the Company's capital			
10	Re-appointment of Ernst & Young Accountants LLP as external auditor responsible for auditing the 2022 financial statements			

** Reference is made to the conditions appended to this Form.*

By signing this Form you declare your acceptance of the appended conditions.

Signed at _____ on _____ 2021.

Signature

The following conditions apply to this Form:

- 1 If a Voting Instruction on a particular resolution has not been shown or the box has not been marked in the prescribed manner, the proxy vote on that resolution will be treated as invalid.
- 2 The number of proxy votes to be cast relates to all the shares held by you at the Registration Date, after all transactions up to that time have been recorded.
- 3 Your right to alienate any or all of the shares after the Registration Date is unaffected by your having given proxy and Voting Instructions under this Form.
- 4 By signing this Form you confirm that you will hold the voting rights conferred by all the shares held by you at the Registration Date, after all transactions up to that time have been recorded.
- 5 The precise wording of the resolutions may be abbreviated on this Form.
- 6 The convocation notice of the Annual General Meeting and the agenda together with explanatory notes are published on the website of the Company, www.bam.com.
- 7 Giving proxy and Voting Instructions under this Form does not involve any cost to you.
- 8 If you hold shares in a professional or business capacity on behalf of third parties, additional conditions may apply.
- 9 Proxy and Voting Instructions are given subject to the right of substitution and are governed by the laws of the Netherlands.