

Royal BAM Group nv

Summary adopted resolutions Annual General Meeting of 13 April 2022

The Annual General Meeting of Royal BAM Group nv dated 13 April 2022 has adopted the following resolutions.

Agenda item 2b

The application of the remuneration policy for the Executive Board regarding 2021 was adopted by advisory vote as proposed.

Casted votes in favour	86,931,138	96.13%
Casted votes against	3,502,708	3.87%
Total casted votes	90,433,846	100%
Votes withheld	1,669,316	

Agenda item 2c

The application of the remuneration policy for the Supervisory Board regarding 2021 was adopted by advisory vote as proposed.

Casted votes in favour	90,412,958	98.41%
Casted votes against	1,463,287	1.59%
Total casted votes	91,876,245	100%
Votes withheld	226,667	

Agenda item 4

The 2021 financial accounts were adopted as proposed.

Casted votes in favour	90,198,377	99.94%
Casted votes against	57,896	0.06%
Total casted votes	90,256,273	100%
Votes withheld	1,831,887	

Agenda item 5a

The decisions made by the members of the Executive Board in their conduct of the business during the 2021 financial year were ratified as proposed.

Casted votes in favour	87,664,625	97.13%
Casted votes against	2,594,424	2.87%
Total casted votes	90,259,049	100%
Votes withheld	1,844,111	

Agenda item 5b

The supervision exercised by the members of the Supervisory Board during the 2021 financial year in respect of the Executive Board's conduct of business was ratified as proposed.

Casted votes in favour	87,641,997	97.14%
Casted votes against	2,582,069	2.86%
Total casted votes	90,224,066	100%
Votes withheld	1,864,244	

Agenda item 6

Mr L.F. den Houter was appointed as a member of the Executive Board as proposed.

Casted votes in favour	91,046,404	99.14%
Casted votes against	793,091	0.86%
Total casted votes	91,839,495	100%
Votes withheld	248,816	

Agenda item 7

The amendments to the remuneration policy for the Executive Board were adopted as proposed.

Casted votes in favour	84,021,608	91.55%
Casted votes against	7,754,940	8.45%
Total casted votes	91,776,548	100%
Votes withheld	334,345	

Agenda item 8a

The Executive Board was authorised to issue and grant rights to acquire ordinary shares and Class F cumulative preference shares as proposed.

Casted votes in favour	88,591,291	96.46%
Casted votes against	3,251,097	3.54%
Total casted votes	91,842,388	100%
Votes withheld	253,337	

Agenda item 8b

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

Casted votes in favour	86,027,627	93.67%
Casted votes against	5,809,329	6.33%
Total casted votes	91,836,956	100%
Votes withheld	273,919	

Agenda item 9

The Executive Board was authorised to arrange for the acquisition of ordinary shares in the Company's capital as proposed.

Casted votes in favour	90,365,598	99.86%
Casted votes against	126,517	0.14%
Total casted votes	90,492,115	100%
Votes withheld	1,618,760	

Agenda item 10

Ernst & Young Accountants LLP has been re-appointed as external auditor responsible for auditing the 2023 financial statements.

Casted votes in favour	89,990,594	99.09%
Casted votes against	827,302	0.91%
Total casted votes	90,817,896	100%
Votes withheld	1,292,979	

The number of total issued shares: 279,407,449.

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

The total votes that could be casted based on the attendance list: 92,128,098.

The percentage of the total issued share capital to vote, present in the meeting was: 33,71%

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.