

## Extraordinary General Meeting of Shareholders Van Lanschot Kempen N.V., held on 11 October 2017

### AGENDA

Agenda item	discussion item	voting item
2 Proposal to return capital to shareholders	X	
3a Proposal to agree to amend the Articles of Association in compliance with the draft Deed of Amendment of the Articles of Association (Part 1) to raise the nominal amount of each Class A ordinary share by one euro per Class A ordinary share, charged to the share premium reserve		X
3b Proposal to agree to amend the Articles of Association in compliance with the draft Deed of Amendment of the Articles of Association (Part 2) and to return the amount of one euro per Class A ordinary share to the relevant shareholders		X

### VOTING RESULTS

On the registration date of the meeting, the issued share capital amounted to € 41,146,668.- consisting of 41,146,668 Class A ordinary shares of € 1 each. Each share or depositary receipt for share carries the right to cast one vote on the registration date. A total of 134,106 depositary receipts for shares were held by Van Lanschot Kempen NV itself. The present or represented and registered shareholders or holders of depositary receipts for shares could cast a total of 41,012,562 valid votes during the meeting.

Agenda item	Number of shares for which valid votes have been casted	Percentage of issued share capital	Number of votes IN FAVOUR	Number of votes AGAINST	Number of ABSTENTIONS	Proposal passed	Proposal not passed	Remarks
3a	41,012,562	99.7%	41,012,561	-	1	X (100%)		
3b	41,012,562	99.7%	41,012,562	-	-	X (100%)		