

**Voting results of the General Meeting of Shareholders of Van Lanschot N.V.,  
held on 6 May 2010**

Agenda item:

2. a) Report of the Supervisory Board  
**Discussion item, not subject to vote**
  
2. b) Report of the Board of Managing Directors for 2009  
**Discussion item, not subject to vote**
  
3. a) Adoption of the financial statements for 2009  
**Passed**  
- number of votes in favour : 38,393,349  
- number of votes against : 170  
- number of abstentions : none
  
3. b) Dividend  
**Discussion item, not subject to vote**
  
4. a) Proposal to discharge the members of the Board of Managing Directors for their conduct of the Company's affairs during the 2009 financial year  
**Passed**  
- number of votes in favour : 38,393,419  
- number of votes against : 100  
- number of abstentions : none
  
4. b) Proposal to discharge the members of the Supervisory Board for their supervision of the Company's affairs during the 2009 financial year  
**Passed unanimously / no abstentions**
  
5. Implementation of the Banking Code and explanation of corporate governance structure  
**Discussion item, not subject to vote**
  
6. Financial targets  
**Discussion item, not subject to vote**

7. Proposal to amend the remuneration policy for the members of the Board of Managing Directors

**Passed \***

- number of votes in favour : 38,391,994  
- number of votes against : 1,370  
- number of abstentions : 155

\* Passed. The fixed salary of Mr F.G.H. Deckers has been set at €650,000 and his compensation on dismissal has been set at two years fixed annual salary, and will apply for the period to the end of his current term of office. The contributions for pension and disability insurance have been set at 23% and 2.82% respectively of Mr Deckers' fixed annual salary.

8. Proposal to change the remuneration for the members of the Supervisory Board

**Passed**

- number of votes in favour : 38,393,294  
- number of votes against : 70  
- number of abstentions : 155

9. Composition of the Supervisory Board

a) Notification of vacancy and profile  
**Discussion item, not subject to vote**

b) Opportunity to make a recommendation for the appointment of a Supervisory Board member  
**No recommendations were made**

c) Subject to the suspensive condition that the Annual General Meeting of Shareholders does not recommend any other person, the meeting is notified of the Supervisory Board's recommendation to reappoint Mr G.P. van Lanschot as a member of the Supervisory Board  
**Discussion item, not subject to vote**

d) Subject to the suspensive condition that the Annual General Meeting of Shareholders does not recommend any other person, it is proposed that Mr van Lanschot be reappointed as a member of the Supervisory Board for a four-year period as at the closing of the meeting  
**Passed**  
- number of votes in favour : 38,373,168  
- number of votes against : 251  
- number of abstentions : 20,100

e) Announcement of the vacancies due to arise at the Annual General Meeting of Shareholders in 2011  
**Discussion item, not subject to vote**

10. Announcement of intended appointment of Mr A.J. Huisman as a member of the Board of Managing Directors  
**Discussion item, not subject to vote. Mr Huisman was appointed as a member of the Board of Managing Directors for a period of four years with effect from 6 May 2010. His remuneration is in line with the new remuneration policy approved under agenda item 7.**
11. Announcement of intended reappointment of Mr F.G.H. Deckers as a member (and as chairman) of the Board of Managing Directors  
**This agenda item was removed. The Supervisory Board indicated that it plans to announce the intended reappointment of Mr Deckers during the Annual General Meeting of Shareholders in 2011.**
12. Grant of authority to repurchase treasury shares or depositary receipts for shares  
**Passed unanimously / no abstentions**
13. Extension of powers of the Board of Managing Directors
- a) Extension of power of the Board of Managing Directors to issue ordinary A shares and ordinary B shares  
**Passed**
- |                             |              |
|-----------------------------|--------------|
| - number of votes in favour | : 38,393,477 |
| - number of votes against   | : 42         |
| - number of abstentions     | : none       |
- b) Extension of power of Board of Managing Directors to limit or exclude pre-emption rights upon the issue of ordinary A shares and ordinary B shares  
**Passed**
- |                             |              |
|-----------------------------|--------------|
| - number of votes in favour | : 38,393,477 |
| - number of votes against   | : 42         |
| - number of abstentions     | : none       |