

Voting results of the General Meeting of Shareholders of Van Lanschot NV, held on 11 May 2011

A total of 40,832,385 valid votes were able to be exercised at the meeting in respect of each of the voting items listed below. This represents 99.5% of the issued share capital. For each voting item a total of 40,832,385 valid votes were exercised.

Agenda item

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| <p>2. a) Report of the Supervisory Board
Discussion item, not subject to vote</p> <p>2. b) Report of the Board of Managing Directors for 2010
Discussion item, not subject to vote</p> | <p>6. Proposal to amend the remuneration policy for members of the Board of Managing Directors
Passed
– number of votes in favour : 40,832,185
– number of votes against : none
– number of abstentions : 200</p> |
| <p>3. a) Adoption of the financial statements for 2010
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> | <p>7. Announcement of the intended reappointment of Mr Deckers as a member of the Board of Managing Directors with effect from 1 January 2012
Discussion item, not subject to vote</p> |
| <p>3. b) Proposal to distribute a dividend of € 0.70 per share in cash on the ordinary A shares and ordinary B shares
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> | <p>8. Amendment to the Articles of Association
Passed
– number of votes in favour : 40,822,385
– number of votes against : none
– number of abstentions : 10,000</p> |
| <p>4. a) Proposal to discharge the members of the Board of Managing Directors for their conduct of the Company's affairs during the 2010 financial year
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> | <p>9. Changes in the profile outline of the Supervisory Board
Discussion item, not subject to vote</p> |
| <p>4. b) Proposal to discharge the members of the Supervisory Board for their supervision of the Company's affairs during the 2010 financial year
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> | <p>10. Composition of the Supervisory Board
a) Notification of vacancies and profiles; opportunity to make a recommendation
No recommendations were made
b) Proposal to reappoint Mr de Swaan as a member of the Supervisory Board
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> |
| <p>5. Implementation of the Banking Code and explanation of corporate governance structure
Discussion item, not subject to vote</p> | <p>c) Proposal to reappoint Mr Slippens as a member of the Supervisory Board
Passed
– number of votes in favour : 40,832,385
– number of votes against : none
– number of abstentions : none</p> |

d) Proposal to reappoint Mr Duron as a member of the Supervisory Board

Passed

- number of votes in favour : 40,832,385
- number of votes against : none
- number of abstentions : none

e) Proposal to appoint Ms Kersten as a member of the Supervisory Board

Passed

- number of votes in favour : 40,830,329
- number of votes against : 2,056
- number of abstentions : none

11. Grant of authority to repurchase own shares or depositary receipts for shares

Passed

- number of votes in favour : 40,832,385
- number of votes against : none
- number of abstentions : none

12. 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 : 40,642,665
- number of votes against : 189,720
- number of abstentions : none

12. 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 : 40,832,384
- number of votes against : 1
- number of abstentions : none