



## Annual General Meeting of Shareholders Van Lanschot NV, held on 14 May 2013

### Agenda

| Agenda item  | Discussion item | Voting item |
|--|-----------------|-------------|
| 2a Report of the Supervisory Board   | X               |             |
| 2b Report of the Board of Managing Directors for 2012  | X               |             |
| 3 Adoption of 2012 financial statements and appropriation of result  |                 | X           |
| 4a Proposal to discharge the members of the Board of Managing Directors for the 2012 financial year  |                 | X           |
| 4b Proposal to discharge the members of the Supervisory Board for the 2012 financial year  |                 | X           |
| 5 Amendment to the Articles of Association   |                 | X           |
| 6 Change in the Supervisory Board Profile Outline  | X               |             |
| 7 Composition of the Supervisory Board   |                 |             |
| 7a Announcement of vacancies and profiles; opportunity to make recommendation  |                 | X           |
| 7b Proposal to reappoint Mr Streppel as a member of the Supervisory Board  |                 | X           |
| 7c Announcement of the vacancy due to arise at the Annual General Meeting of Shareholders in 2014  | X               |             |
| 8 Appointment of external auditor  |                 | X           |
| 9 Grant of authority to repurchase own shares or depository receipts for own shares  |                 | X           |
| 10a Extension of the power of the Board of Managing Directors to issue ordinary shares   |                 | X           |
| 10b Extension of the power of the Board of Managing Directors to limit or exclude the pre-emption right in the event of the issue of ordinary shares |                 |             |

### Voting results

On the registration date of the meeting the issued share capital amounted to € 41,016,668, consisting of 41,016,668 ordinary shares of € 1 each. 117,548 depository receipts for shares were held by Van Lanschot NV itself. As a result a maximum of 40,899,120 valid votes could be exercised during the meeting. Each share or depository receipt for share carries the right to cast one vote.

| Agenda item | Number of shares for which valid votes were cast <sup>1</sup> | Percentage of issued share capital | Number of votes IN FAVOUR | Number of votes AGAINST | Number of ABSTENTIONS | Proposal passed | Proposal not passed | Remarks                      |
|-------------|---|------------------------------------|---------------------------|-------------------------|-----------------------|-----------------|---------------------|------------------------------|
| 3           | 40,899,120  | 99.7%                              | 40,898,154                | –                       | 966                   | X               | –                   |                              |
| 4a          | 40,899,120  | 99.7%                              | 40,898,154                | –                       | 966                   | X               | –                   |                              |
| 4b          | 40,899,120  | 99.7%                              | 40,898,154                | –                       | 966                   | X               | –                   |                              |
| 5           | 40,899,120  | 99.7%                              | 40,899,120                | –                       | –                     | X               | –                   |                              |
| 7a          |   |                                    |                           |                         |                       |                 |                     | no recommendations were made |
| 7b          | 40,899,120  | 99.7%                              | 40,898,154                | –                       | 966                   | X               | –                   |                              |
| 8           | 40,899,120  | 99.7%                              | 40,899,120                | –                       | –                     | X               | –                   |                              |
| 9           | 40,899,120  | 99.7%                              | 40,899,120                | –                       | –                     | X               | –                   |                              |
| 10a         | 40,899,120  | 99.7%                              | 40,899,120                | –                       | –                     | X               | –                   |                              |
| 10b         | 40,899,120  | 99.7%                              | 40,899,120                | –                       | –                     | X               | –                   |                              |

<sup>1</sup> Is equal to the total number of valid votes cast for each item.