

## Royal BAM Group nv

### Summary adopted resolutions General Meeting of 18 April 2018

The General Meeting of Royal BAM Group nv dated 18 April 2018 in Bunnik has adopted the following resolutions.

#### Agenda item 4

The 2017 financial accounts were adopted as proposed.

<b>Casted votes in favour</b>	86,961,805	100%
<b>Casted votes against</b>	976	0%
<b>Total casted votes</b>	86,969,284	100%
<b>Votes withheld</b>	6,503	

#### Agenda item 5

The dividend was adopted.

<b>Casted votes in favour</b>	86,945,193	100%
<b>Casted votes against</b>	4,135	0%
<b>Total casted votes</b>	86,949,381	100%
<b>Votes withheld</b>	53	

#### Agenda item 6a

The decisions made by the members of the Executive Board in their conduct of the business during the 2017 financial year have been ratified.

<b>Casted votes in favour</b>	85,742,812	99.80%
<b>Casted votes against</b>	173,992	0.20%
<b>Total casted votes</b>	86,969,371	100%
<b>Votes withheld</b>	1,052,567	

#### Agenda item 6b

The supervision exercised by the members of the Supervisory Board during the 2017 financial year in respect of the Executive Board's conduct of business has been ratified.

<b>Casted votes in favour</b>	85,753,477	99.82%
<b>Casted votes against</b>	155,777	0.18%
<b>Total casted votes</b>	86,965,371	100%
<b>Votes withheld</b>	1,056,117	

Agenda item 8

Mr E.J. Bax has been re-appointed as a member of the Executive Board.

<b>Casted votes in favour</b>	86,919,955	99.94%
<b>Casted votes against</b>	54,527	0.06%
<b>Total casted votes</b>	86,986,305	100%
<b>Votes withheld</b>	11,823	

Agenda item 9a

The Executive Board has been authorised to issue and grant rights to acquire ordinary shares and Class F cumulative preference shares.

<b>Casted votes in favour</b>	66,506,791	76.46%
<b>Casted votes against</b>	20,475,390	23.54%
<b>Total casted votes</b>	86,989,281	100%
<b>Votes withheld</b>	7,100	

Agenda item 9b

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

<b>Casted votes in favour</b>	65,440,090	75.23%
<b>Casted votes against</b>	21,542,483	24.77%
<b>Total casted votes</b>	86,989,081	100%
<b>Votes withheld</b>	6,508	

Agenda item 10

The Executive Board has been authorised to arrange for the acquisition of ordinary shares in the Company's capital.

<b>Casted votes in favour</b>	67,933,443	78.10%
<b>Casted votes against</b>	19,053,680	21.90%
<b>Total casted votes</b>	86,989,278	100%
<b>Votes withheld</b>	2,155	

Agenda item 11

Ernst & Young Accountants LLP has been re-appointed as external auditor responsible for auditing the 2019 financial statements.

<b>Casted votes in favour</b>	86,971,554	99.99%
<b>Casted votes against</b>	8,841	0.01%
<b>Total casted votes</b>	86,989,184	100%
<b>Votes withheld</b>	8,789	

The number of issued shares: 271,814,728.

The number of shares eligible to vote: 270,621,583.

The total votes that could be casted based on the attendance list: 86,994,923.

The percentage of the total issued share capital present in the meeting was: 31.84%.

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) and column 3 reflects the percentage of valid votes casted.
- Line 4: column 2 the number of abstentions.