

**Voting results of the Extraordinary General Meeting of Shareholders of Kardan N.V.
of
August 25, 2015**

| | | | |
|--|-------------|--|-------------|
| Total issued ordinary shares | 123,022,256 | Total voting rights | 123,022,256 |
| Present/represented ordinary shares | 34,381,803 | Present/represented voting rights | 34,381,803 |

Agenda item 2

| | | | |
|-----------------------------------|------------|----------|------------|
| number of shares validly voted on | 34,381,803 | | |
| % of issued share capital | 27.94% | | |
| number of validly cast votes | 34,381,803 | For: | 34,381,803 |
| | | Against: | 0 |
| | | Abstain: | 0 |

Agenda item 3

| | | | |
|-----------------------------------|------------|----------|------------|
| number of shares validly voted on | 34,381,803 | | |
| % of issued share capital | 27.94% | | |
| number of validly cast votes | 34,381,803 | For: | 33,615,647 |
| | | Against: | 766,156 |
| | | Abstain: | 0 |

Agenda item 4a

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|--|------------|
| number of shares validly voted on | 34,381,803 |
| % of issued share capital | 27.94% |
| number of validly cast votes | 34,381,803 |

| | |
|----------|------------|
| For: | 24,333,157 |
| Against: | 10,048,646 |
| Abstain: | 0 |

Agenda item 4b

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|--|------------|
| number of shares validly voted on | 34,381,803 |
| % of issued share capital | 27.94% |
| number of validly cast votes | 34,381,803 |

| | |
|----------|------------|
| For: | 32,221,441 |
| Against: | 2,160,362 |
| Abstain: | 0 |
