

**Voting results of the Annual General Meeting of Shareholders of Kardan N.V.
of May 29, 2019**

Total issued ordinary shares	123,022,256	Total voting rights	123,022,256
Present/represented ordinary shares	31,021,884	Present/represented voting rights	31,021,884

Agenda item 4: Adoption of the Financial Statements 2018

number of shares validly voted on	31,021,884		
% of issued share capital	25,2		
number of validly cast votes	31,021,884	For:	30,335,530
		Against:	0
		Abstain:	686,354
		Percentage in favour	97,7

Agenda item 7: Appointment of the external auditor 2019

number of shares validly voted on	31,021,884		
% of issued share capital	25,2		
number of validly cast votes	31,021,884	For:	31,021,884
		Against:	0
		Abstain:	0
		Percentage in favour	100

Agenda item 8: Discharge from liability of the Board members

number of shares validly voted on 31,021,884
% of issued share capital 25,2
number of validly cast votes 31,021,884

For: 28,741,166
Against: 2,280,718
Abstain: 0
Percentage in favour 92,6

Agenda item 9: Authorization of the Board to continue the negotiations with Debenture Holders and to reach definitive debt settlement agreement with Debenture Holders

number of shares validly voted on 31,021,884
% of issued share capital 25,2
number of validly cast votes 31,021,884

For: 31,021,884
Against: 0
Abstain: 0
Percentage in favour 100

Agenda item 10.1: Authorization to the Board to issue shares and/or rights to subscribe for shares to the Debenture Holders and-to limit or exclude pre-emptive rights, for a period of 5 years as of May 29, 2019

number of shares validly voted on 31,021,884
% of issued share capital 25,2
number of validly cast votes 31,021,884

For: 30,955,089
Against: 66,795
Abstain: 0
Percentage in favour 99,7

Agenda item 10.2: Authorization to the Board to limit or exclude preemptive rights in relation to the issuance referred to under 10.1 for a period of 5 years as of May 29, 2019

number of shares voted on 31,021,884
 % of issued share capital 25,2
 number of validly cast votes 31,021,884

For: 30,955,089
 Against: 66,795
 Abstain: 0
 Percentage in favour 99,7

Agenda item 11: CEO Variable Remuneration

number of shares voted on 31,021,884
 % of issued share capital 25,2
 number of validly cast votes 31,021,884

For: 28,648,347
 Against: 2,373,537
 Abstain: 0
 Percentage in favour 92,4

Agenda item 12: Authorization of the Board to resolve for the Company to acquire its own shares for a period of 18 months, as of May 29, 2019

number of shares voted on 31,021,884
 % of issued share capital 25,2
 number of validly cast votes 31,021,884

For: 28,645,849
 Against: 2,376,035
 Abstain: 0
 Percentage in favour 92,3
