



RESOLUTIONS

TAKEN BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF KONINKLIJKE KPN N.V.
HELD ON APRIL 10, 2019 IN ROTTERDAM

The Annual General Meeting of Shareholders of Koninklijke KPN N.V., held on April 10, 2019 in Rotterdam, resolved:

1. To amend the remuneration policy in accordance with the proposal as published (*agenda item 4*).
2. To adopt the financial statements for the financial year 2018 (*agenda item 5*).
3. To adopt a dividend for the financial year 2018 of 13.3 eurocent per share, resulting in a final dividend of 8 eurocent per share (*agenda item 7*).
4. To discharge the members of the Board of Management from all liability in relation to the exercise of their duties in the financial year 2018 (*agenda item 8*).
5. To discharge the members of the Supervisory Board from all liability in relation to the exercise of their duties in the financial year 2018 (*agenda item 9*).
6. To appoint Ernst & Young Accountants LLP as a the external auditor for the financial year 2020 (*agenda item 10*).
7. To reappoint Mrs. J.C.M. Sap as member of the Supervisory Board (*agenda item 12*).
8. To reappoint Mr. P.F. Hartman as member of the Supervisory Board (*agenda item 13*).
9. To authorize the Board of Management, with the approval of the Supervisory Board, to acquire the company's own ordinary shares for a period of 18 months until 10 October 2020. The number of shares to be acquired shall be limited by the maximum of 10% of issued capital per 10 April 2019 (*agenda item 15*).
10. To reduce the issued capital through cancellation of own shares. The number of shares to be cancelled shall be limited by the maximum of 10% of issued capital per 10 April 2019 (*agenda item 16*).
11. To designate of the Board of Management, with the approval of the Supervisory Board, as the competent body to issue ordinary shares and to grant rights to subscribe for ordinary shares for a period of 18 months, starting 10 April 2019 and ending 10 October 2020. The number of ordinary shares to be issued shall be limited to a maximum of 10% of the issued capital per 10 April 2019 (*agenda item 17*).
12. To designate of the Board of Management, with the approval of the Supervisory Board, as the competent body to restrict and to exclude statutory pre-emptive rights of existing shareholders upon the issuance of ordinary shares or the granting of rights to subscribe for ordinary shares, for a period of 18 months, starting 10 April 2019 and ending 10 October 2020. This authority shall be limited to a maximum of 10% of the issued capital per 10 April 2019 (*agenda item 18*).



VOTING RESULTS PER AGENDA ITEM

At the meeting, 93 shareholders with entitlement to vote were registered and 6 virtual participants were participating. These shareholders were jointly entitled to exercise 2.937.759.692 votes, representing 70,02% of the issued share capital.

Resolutions of the annual General Meeting of Shareholders (AGM) of Koninklijke KPN N.V. (the "Company") held on Wednesday, April 10, 2019 per agenda item:

Agenda item 4. The proposal to amend the remuneration policy been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,635
Number of votes cast "for"	2,868,635,586
Percentage of votes "for"	98.30
Number of votes cast "against"	49,574,126
Percentage of votes "against"	1.70
Number of votes "withheld"	19,545,923

Agenda item 5. The proposal to adopt the financial statements for the financial year 2018 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,633
Number of votes cast "for"	2,934,038,138
Percentage of votes "for"	99.97
Number of votes cast "against"	917,187
Percentage of votes "against"	0.03
Number of votes cast "withheld"	2,800,308

Agenda item 7. The proposal to adopt a dividend over the financial year 2018 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,635
Number of votes cast "for"	2,901,063,500
Percentage of votes "for"	98.78



Number of votes cast “against”	35,790,695
Percentage of votes “against”	1.22
Number of votes “withheld”	897,440

Agenda item 8. The proposal to discharge the members of the Board of Management from liability has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,633
Number of votes cast “for”	2,873,706,539
Percentage of votes “for”	98.30
Number of votes cast “against”	49,622,128
Percentage of votes “against”	1.70
Number of votes “withheld”	14,426,966

Agenda item 9. The proposal to discharge the members of the Supervisory Board from liability has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,633
Number of votes cast “for”	2,874,016,614
Percentage of votes “for”	98.31
Number of votes cast “against”	49,312,143
Percentage of votes “against”	1.69
Number of votes “withheld”	14,426,876

Agenda item 10. The proposal to appoint the external auditor for the financial year 2020 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,634
Number of votes cast “for”	2,933,327,437
Percentage of votes “for”	99.88
Number of votes cast “against”	3,515,299
Percentage of votes “against”	0.12
Number of votes “withheld”	908,898



Agenda item 12. The proposal to reappoint Mrs. J.C.M. Sap as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,584
Number of votes cast “for”	2,932,833,896
Percentage of votes “for”	99.96
Number of votes cast “against”	1,081,639
Percentage of votes “against”	0.04
Number of votes “withheld”	3,840,049

Agenda item 13. The proposal to reappoint Mr. P.F. Hartman as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,755,634
Number of votes cast “for”	2,874,022,363
Percentage of votes “for”	97.86
Number of votes cast “against”	62,823,579
Percentage of votes “against”	2.14
Number of votes “withheld”	909,692

Agenda item 15. The proposal to authorize the Board of Management to resolve that the Company may acquire its own shares has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,636
Number of votes cast “for”	2,922,322,574
Percentage of votes “for”	99.52
Number of votes cast “against”	13,951,828
Percentage of votes “against”	0.48
Number of votes “withheld”	1,477,234



Agenda item 16. The proposal to reduce the capital through cancellation of own shares has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,623
Number of votes cast “for”	2,930,892,997
Percentage of votes “for”	99.80
Number of votes cast “against”	5,956,678
Percentage of votes “against”	0.20
Number of votes “withheld”	901,948

Agenda item 17. The proposal to designate the Board of Management as the competent body to issue ordinary shares has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,625
Number of votes cast “for”	2,907,963,998
Percentage of votes “for”	99.02
Number of votes cast “against”	28,884,347
Percentage of votes “against”	0.98
Number of votes “withheld”	903,280

Agenda item 18. The proposal to designate the Board of Management as the competent body to restrict or exclude pre-emptive rights upon issuing ordinary shares has been adopted.

OVERVIEW VOTES	
Number of shares for which votes have been cast	2,937,759,692
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	70.02%
Number of validly cast votes	2,937,751,626
Number of votes cast “for”	2,743,540,684
Percentage of votes “for”	93.42
Number of votes cast “against”	193,308,651
Percentage of votes “against”	6.58
Number of votes “withheld”	902,291