



RESOLUTIONS

TAKEN BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF KONINKLIJKE KPN N.V.
HELD ON APRIL 13, 2016 IN THE HAGUE

The Annual General Meeting of Shareholders of Koninklijke KPN N.V., held on April 13, 2016 in The Hague, resolved:

1. To adopt the financial statements for the financial year 2015 (*agenda item 4*).
2. To adopt a dividend for the financial year 2015 of € 0.114 per share, resulting in a final dividend of € 0.05 per share (*agenda item 6*).
3. To amend the articles of association in accordance with the proposals as published and to give proxy to effect the amendments (*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 2015 (*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 2015 (*agenda item 9*).
6. To appoint Ernst & Young Accountants LLP as the external auditor for the financial year 2017 (*agenda item 10*).
7. To reappoint Mr. P.A.M. van Bommel as member of the Supervisory Board (*agenda item 12*).
8. 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 October 13, 2017. The number of shares to be acquired shall be limited by the maximum of 10% of issued capital per 13 April 2016 (*agenda item 14*).
9. 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 13 April 2016 (*agenda item 15*).
10. 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 13 April 2016 and ending 13 October 2017. The number of ordinary shares to be issued shall be limited to a maximum of 10% of the issued capital per 13 April 2016 (*agenda item 16*).
11. 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 13 April 2016 and ending 13 October 2017. This authority shall be limited to a maximum of 10% of the issued capital per 13 April 2016 (*agenda item 17*).

VOTING RESULTS PER AGENDA ITEM

At the meeting, 121 shareholders with entitlement to vote were registered. These shareholders were jointly entitled to exercise 3,062,460,228 votes, representing 71.89% 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 13, 2016 per agenda item:

Agenda item 4. The proposal to adopt the financial statements for the financial year 2015 has been adopted

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,062,363,860
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,363,860
Number of votes cast "for"	3,034,225,909
Percentage of votes "for"	99.97%
Number of votes cast "against"	961,455
Percentage of votes "against"	0.03%
Number of votes cast "withheld"	27,176,496

Agenda item 6. The proposal to adopt a dividend over the financial year 2015 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,062,357,332
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,357,332
Number of votes cast "for"	3,027,109,980
Percentage of votes "for"	99.87%
Number of votes cast "against"	3,830,205
Percentage of votes "against"	0.13%
Number of votes "withheld"	31,417,147

Agenda item 7. The proposals to amend the articles of association have been adopted

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,062,393,645
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,393,645
Number of votes cast "for"	3,035,319,204
Percentage of votes "for"	99.99%
Number of votes cast "against"	352,934
Percentage of votes "against"	0.01%
Number of votes "withheld"	26,721,507

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 have been cast	3,062,326,597
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,326,597
Number of votes cast “for”	2,966,528,476
Percentage of votes “for”	98.57%
Number of votes cast “against”	42,912,994
Percentage of votes “against”	1.43%
Number of votes “withheld”	52,885,127

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 have been cast	3,062,324,606
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,324,606
Number of votes cast “for”	2,966,526,756
Percentage of votes “for”	98.57%
Number of votes cast “against”	42,913,673
Percentage of votes “against”	1.43%
Number of votes “withheld”	52,884,177

Agenda item 10. The proposal to appoint the external auditor for the financial year 2017 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,061,365,456
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.86%
Number of validly cast votes	3,061,365,456
Number of votes cast “for”	3,029,758,003
Percentage of votes “for”	99.97%
Number of votes cast “against”	785,005
Percentage of votes “against”	0.03%
Number of votes “withheld”	30,822,448



Agenda item 12. The proposal to reappoint Mr. P.A.M. van Bommel as member of the Supervisory Board has been adopted

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,062,326,197
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,326,197
Number of votes cast “for”	2,743,213,101
Percentage of votes “for”	90.37%
Number of votes cast “against”	292,422,779
Percentage of votes “against”	9.63%
Number of votes “withheld”	26,690,317

Agenda item 14. 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 have been cast	3,062,294,618
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,294,618
Number of votes cast “for”	3,032,497,470
Percentage of votes “for”	99.93%
Number of votes cast “against”	2,072,686
Percentage of votes “against”	0.07%
Number of votes “withheld”	27,724,462

Agenda item 15. The proposal to reduce the capital through cancellation of own shares has been adopted

OVERVIEW VOTES	
Number of shares for which votes have been cast	3,062,305,119
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,305,119
Number of votes cast “for”	3,035,387,840
Percentage of votes “for”	99.99%
Number of votes cast “against”	228,847
Percentage of votes “against”	0.01%
Number of votes “withheld”	26,688,432

Agenda item 16. 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 have been cast	3,062,304,284
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,304,284



Number of votes cast “for”	3,000,094,303
Percentage of votes “for”	98.83%
Number of votes cast “against”	35,521,324
Percentage of votes “against”	1.17%
Number of votes “withheld”	26,688,657

Agenda item 17. 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	3,062,323,016
Percentage of issued capital that was represented by the number of shares for which votes have been cast	71.89%
Number of validly cast votes	3,062,323,016
Number of votes cast “for”	2,946,614,025
Percentage of votes “for”	97.07%
Number of votes cast “against”	89,016,470
Percentage of votes “against”	2.93%
Number of votes “withheld”	26,692,521