

RESOLUTIONS

TAKEN BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF ROYAL KPN N.V.
HELD ON APRIL 13, 2022 IN ROTTERDAM

The Annual General Meeting of Shareholders of Royal KPN N.V., held on April 13, 2022 in Rotterdam, resolved:

1. To adopt the financial statements for the financial year 2021 (*agenda item 3*).
2. To approve the remuneration report for the fiscal year 2021 (*agenda item 4*).
3. To adopt a dividend for the financial year 2021 of eurocent 13.6 per share, resulting in a final dividend of eurocent 9.1 per share (*agenda item 6*).
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 2021 (*agenda item 7*).
5. To discharge the members of the Supervisory Board from all liability in relation to the exercise of their duties in the financial year 2021 (*agenda item 8*).
6. To appoint Ernst & Young Accountants LLP as a the external auditor for the financial year 2023 (*agenda item 9*).
7. To appoint Ms. K. Koelemeijer as member of the Supervisory Board (*agenda item 11*).
8. To appoint Ms. C. Vergouw as member of the Supervisory Board (*agenda item 12*).
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 13 October, 2023. The number of shares to be acquired shall be limited by the maximum of 10% of issued capital per 13 April, 2022 (*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 13 April, 2022 (*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 13 April, 2022 and ending 13 October, 2023. The number of ordinary shares to be issued shall be limited to a maximum of 10% of the issued capital per 13 April, 2022 (*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 13 April, 2022 and ending 13 October, 2023. This authority shall be limited to a maximum of 10% of the issued capital per 13 April, 2022 (*agenda item 18*).

VOTING RESULTS PER AGENDA ITEM

At the meeting, 22 shareholders with entitlement to vote were registered, including 19 that registered for in-person attendance and 3 for virtual participation. These shareholders, together with the shareholders that gave their proxy to the civil-law notary in advance, were jointly entitled to exercise 3,142,656,240 votes, representing 76.25% of the issued share capital.

Resolutions of the annual General Meeting of Shareholders (AGM) of Royal KPN N.V. (the "Company") held on Wednesday, April 13, 2022 per agenda item:

Agenda item 3. The proposal to adopt the financial statements for the financial year 2021 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,562
Number of votes cast "for"	3,141,663,372
Percentage of votes "for"	100%
Number of votes cast "against"	19,393
Percentage of votes "against"	0%
Number of votes cast "withheld"	966,797

Agenda item 4. The remuneration report for the fiscal year 2021 received a positive advice and was approved.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast "for"	3,021,301,717
Percentage of votes "for"	97.45%
Number of votes cast "against"	79,191,044
Percentage of votes "against"	2.55%
Number of votes cast "withheld"	42,156,553

Agenda item 6. The proposal to adopt a dividend over the financial year 2021 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,134,952,121
Percentage of votes “for”	99.76%
Number of votes cast “against”	7,573,628
Percentage of votes “against”	0.24%
Number of votes “withheld”	123,565

Agenda item 7. 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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,040,033,156
Percentage of votes “for”	96.81%
Number of votes cast “against”	100,329,588
Percentage of votes “against”	3.19%
Number of votes “withheld”	2,286,570

Agenda item 8. 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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.5%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,037,780,994
Percentage of votes “for”	96.8%
Number of votes cast “against”	100,329,705
Percentage of votes “against”	3.2%
Number of votes “withheld”	4,538,615

Agenda item 9. The proposal to appoint the external auditor for the financial year 2023 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,130,484,760
Percentage of votes “for”	99.82%
Number of votes cast “against”	5,576,787
Percentage of votes “against”	0.18%
Number of votes “withheld”	6,587,767

Agenda item 11. The proposal to appoint Ms. K. Koelemeijer as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,057,187,500
Percentage of votes “for”	97.68%
Number of votes cast “against”	72,759,704
Percentage of votes “against”	2.32%
Number of votes “withheld”	12,702,110

Agenda item 12. The proposal to appoint Ms. C. Vergouw as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,118,547,820
Percentage of votes “for”	99.64%
Number of votes cast “against”	11,398,702
Percentage of votes “against”	0.36%
Number of votes “withheld”	12,702,792

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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,136,869,169
Percentage of votes “for”	99.84%
Number of votes cast “against”	4,975,847
Percentage of votes “against”	0.16%
Number of votes “withheld”	804,298

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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,142,013,113
Percentage of votes “for”	99.98%
Number of votes cast “against”	513,104
Percentage of votes “against”	0.02%
Number of votes “withheld”	123,097

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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,105,622,068
Percentage of votes “for”	98.83%
Number of votes cast “against”	36,890,723
Percentage of votes “against”	1.17%
Number of votes “withheld”	136,523

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	3,142,656,240
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.25%
Number of validly cast votes	3,142,649,314
Number of votes cast “for”	3,094,749,763
Percentage of votes “for”	98.48%
Number of votes cast “against”	47,759,154
Percentage of votes “against”	1.52%
Number of votes “withheld”	140,397