

RESOLUTIONS

TAKEN BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF ROYAL KPN N.V.
HELD ON APRIL 12, 2023 IN ROTTERDAM

The Annual General Meeting of Shareholders of Royal KPN N.V., held on April 12, 2023 in Rotterdam, resolved:

1. To adopt the financial statements for the financial year 2022 (*agenda item 3*).
2. To accept the remuneration report in the fiscal year 2022 (*agenda item 4*).
3. To adopt a dividend for the financial year 2022 of eurocent 14.3 per share, resulting in a final dividend of eurocent 9.5 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 2022 (*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 2022 (*agenda item 8*).
6. To appoint Ernst & Young Accountants LLP as the external auditor for the financial year 2024 (*agenda item 9*).
7. To reappoint Mrs. J.C.M. Sap as member of the Supervisory Board (*agenda item 11*).
8. To appoint Mr. B.J. Noteboom as member of the Supervisory Board (*agenda item 12*).
9. To appoint Mr. F. Heemskerk as member of the Supervisory Board (*agenda item 13*).
10. To appoint Mr. H.H.J. Dijkhuizen as member of the Supervisory Board (*agenda item 14*).
11. 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 12 October, 2024. The number of shares to be acquired shall be limited by the maximum of 10% of issued capital per 12 April, 2023 (*agenda item 15*).
12. 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 12 April, 2023 (*agenda item 16*).
13. To designate 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 12 April, 2023 and ending 12 October, 2024. The number of ordinary shares to be issued shall be limited to a maximum of 10% of the issued capital per 12 April, 2023 (*agenda item 17*).
14. To designate 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 12 April, 2023 and ending 12 October, 2024. This authority shall be limited to a maximum of 10% of the issued capital per 12 April, 2023 (*agenda item 18*).

VOTING RESULTS PER AGENDA ITEM

At the meeting, 24 shareholders with entitlement to vote were present, including 23 that attended in person and 1 virtual participant. These shareholders, together with the shareholders that gave their proxy to the civil-law notary in advance, were jointly entitled to exercise 3,087,175,137 votes, representing 76.71% 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 12, 2023 per agenda item:

Agenda item 3. The proposal to adopt the financial statements for the financial year 2022 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	3,084,822,904
Percentage of votes "for"	99.99%
Number of votes cast "against"	317,971
Percentage of votes "against"	0.01%
Number of votes cast "withheld"	2,025,136

Agenda item 4. The remuneration report for the fiscal year 2022 received a positive advice

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	2,944,553,349
Percentage of votes "for"	96.56%
Number of votes cast "against"	104,926,107
Percentage of votes "against"	3.44%
Number of votes cast "withheld"	37,686,555

Agenda item 6. The proposal to adopt a dividend over the financial year 2022 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	3,086,567,709
Percentage of votes "for"	100.00%
Number of votes cast "against"	147,255
Percentage of votes "against"	0.00%
Number of votes "withheld"	451,047

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast “for”	3,024,547,373
Percentage of votes “for”	98.14%
Number of votes cast “against”	57,324,450
Percentage of votes “against”	1.86%
Number of votes “withheld”	5,294,188

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast “for”	3,024,508,845
Percentage of votes “for”	98.14%
Number of votes cast “against”	57,363,928
Percentage of votes “against”	1.86%
Number of votes “withheld”	5,293,238

Agenda item 9. The proposal to appoint the external auditor for the financial year 2024 has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast “for”	3,075,881,578
Percentage of votes “for”	99.86%
Number of votes cast “against”	4,390,869
Percentage of votes “against”	0.14%
Number of votes “withheld”	6,893,564

Agenda item 11. 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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	2,885,147,349
Percentage of votes "for"	93.47%
Number of votes cast "against"	201,547,487
Percentage of votes "against"	6.53%
Number of votes "withheld"	471,175

Agenda item 12. The proposal to appoint Mr. B.J. Noteboom as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	2,991,893,734
Percentage of votes "for"	97.22%
Number of votes cast "against"	85,577,984
Percentage of votes "against"	2.78%
Number of votes "withheld"	9,694,293

Agenda item 13. The proposal to appoint Mr. F. Heemskerk as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast "for"	3,003,125,794
Percentage of votes "for"	97.29%
Number of votes cast "against"	83,554,292
Percentage of votes "against"	2.71%
Number of votes "withheld"	485,925

Agenda item 14. The proposal to appoint Mr. H.H.J. Dijkhuizen as member of the Supervisory Board has been adopted.

OVERVIEW VOTES	
Number of shares for which votes are cast at the meeting	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,166,011
Number of votes cast “for”	3,002,176,361
Percentage of votes “for”	97.26%
Number of votes cast “against”	84,515,707
Percentage of votes “against”	2.74%
Number of votes “withheld”	473,943

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,165,809
Number of votes cast “for”	3,074,645,927
Percentage of votes “for”	99.63%
Number of votes cast “against”	11,295,377
Percentage of votes “against”	0.37%
Number of votes “withheld”	1,224,505

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,165,809
Number of votes cast “for”	3,083,661,421
Percentage of votes “for”	99.90%
Number of votes cast “against”	3,039,534
Percentage of votes “against”	0.10%
Number of votes “withheld”	464,854

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,165,809
Number of votes cast "for"	2,343,013,615
Percentage of votes "for"	98.62%
Number of votes cast "against"	32,892,011
Percentage of votes "against"	1.38%
Number of votes "withheld"	711,260,183

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	3,087,175,137
Percentage of issued capital that was represented by the number of shares for which votes are cast at the meeting	76.71%
Number of validly cast votes	3,087,165,809
Number of votes cast "for"	2,327,413,319
Percentage of votes "for"	75.40%
Number of votes cast "against"	759,273,644
Percentage of votes "against"	24.60%
Number of votes "withheld"	478,846