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Annual Shareholders Meeting Flow Traders N.V.

8 May 2019

Disclaimer

This presentation contains “forward-looking statements” which relate to, without limitation, our plans, objectives, strategies, future operational performance, and anticipated developments in the industry in which we operate. These forward-looking statements are characterized by words such as “anticipate”, “estimate”, “believe”, “intend”, “plan”, “predict”, “may”, “will”, “would”, “should”, “continue”, “expect” and similar expressions, but these expressions are not the exclusive means of identifying such statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause circumstances or our actual results, performance or achievements to be materially different from any future circumstances, results, performance or achievements expressed or implied by such statements. Such factors include, among other things, reduced levels of overall trading volume and lower margins; dependence upon prime brokers, ETP issuers, trading counterparties, CCPs and custodians; losing access to an important exchange or other trading venue; occurrence of a systemic market event; incurrance of trading losses; failures or disruption of our trading platform or our or third-party technical infrastructure; risks associated with operational elements of our business and trading generally; ineffective risk management systems, processes and strategies; intense competition in our business; dependence on continued access to sources of liquidity; capacity constraints of computer and communications systems; dependence on third-party software, infrastructure or availability of certain software systems; damage to our reputation and the reputation of our industry; loss of key staff or failure to attract and retain other highly skilled professionals; changes to applicable regulatory requirements; compliance with applicable laws and regulatory requirements, including those specific to our industry; enhanced media and regulatory attention and its impact upon public perception of us or of companies in our industry; and other risks.

The forward-looking statements contained in this document are based on assumptions, beliefs and expectations that we have made in light of our experience in the industry, as well as our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances. Although we believe that the expectations reflected in such forward-looking statements are reasonable at this time, we cannot assure you that such expectations will prove to be correct. Given the risks and uncertainties associated with forward-looking statements, you are cautioned not to place undue reliance on such forward-looking statements.

Such forward-looking statements speak only as of the date on which they are made. Accordingly, other than as required by applicable law or the rules of the stock exchange on which our securities are listed, we do not undertake any obligation to update or revise any of them, whether as a result of new information, future events or otherwise. Any forward-looking statements should not be regarded as a representation or warranty by us or any other person with respect to the achievement of the results set out in such statements or that the underlying assumptions used will in fact be the case. If any of these risks and uncertainties materialize, or if any of our underlying assumptions prove to be incorrect, our actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected.

Statements regarding the market, industry and trends, including the FX market and development in ETP Assets under Management in certain markets, ETP value traded in certain markets and Flow Traders' competitive position are based on outside data and sources.

Agenda – 1

1. Opening and announcements
2. Corporate Reports
 - a. Annual report
 - b. Management Board remuneration
 - c. Adoption of the annual accounts (voting item)
 - d. Dividend policy
 - e. Determination of dividend (voting item)
3. Discharge of Management Board members (voting item)
4. Discharge of Supervisory Board members (voting item)
5. Composition Management Board (voting item)
 - a. Proposed reappointment of Dennis Dijkstra as member of the Management Board and Chief Executive Officer (voting item)
6. Composition Supervisory Board (voting item)
 - a. Proposed reappointment of Eric Drok as member of the Supervisory Board
 - b. Proposed reappointment of Roger Hodenius as member of the Supervisory Board
 - c. Proposed reappointment of Olivier Bissierier as member of the Supervisory Board

Agenda – 2

7. Authority to issue shares and restrict or exclude pre-emptive rights (voting item)
 - a. Authority to issue shares (voting item)
 - b. Authority to restrict or exclude pre-emptive rights (voting item)
8. Authority to acquire own shares (voting item)
9. Authority to cancel own shares (voting item)
10. Auditor (voting item)
11. Any other business and closing

1. Opening and announcements

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2. Corporate Reports

- A. Annual Report
- B. Management Board remuneration
- C. Adoption of the annual accounts (voting item)
- D. Dividend policy
- E. Determination of dividend (voting item)

2. Corporate Reports

A. Annual Report

- 1. Management Board report*
- 2. Supervisory Board report*
- 3. Accountant statements*
- 4. Q&A*

- B. Management Board remuneration
- C. Adoption of the annual accounts (voting item)
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2018 was a record year for Flow Traders, confirming its growth strategy

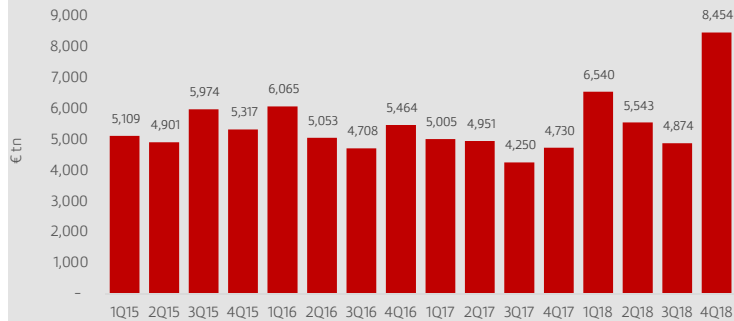
Flow Traders' disciplined execution on its growth strategy resulted in more products traded, more counterparties and more venues connected to

- Flow Traders realized a Net Trading Income in 2018 of € 383.4 million, a record level
- Flow Traders Total Value Traded grew by 23% Y-o-Y
- This was supported by marketshare gains in all regions and a strong growth of OTC trading in especially the US
- Opening new office in Hong Kong supported our profile in the APAC region enormously
- Landmark begin of FX liquidity providing in the EMEA region has confirmed Flow Traders abilities to diversify trading
- 2018 Fixed Costs grew 7% Y-o-Y, which is well within guidance of max. 15% fixed cost growth annually
- ETP market growth drivers kept pushing the ETP sector to new highs again in 2018. ETP Assets under Management continued to set new highs
- Proposed final dividend of €1.00 brings total dividend for FY18 to €2.35, implying 68% dividend pay out ratio and 39% dividend CAGR since 2010
- Strategy going forward will entail further diversification of trading, expansion in venues and counterparties

It is Flow Traders' ambition to become the one-stop shop liquidity platform for investors in financial products globally

Market circumstances in 2018 supported the performance of Flow Traders

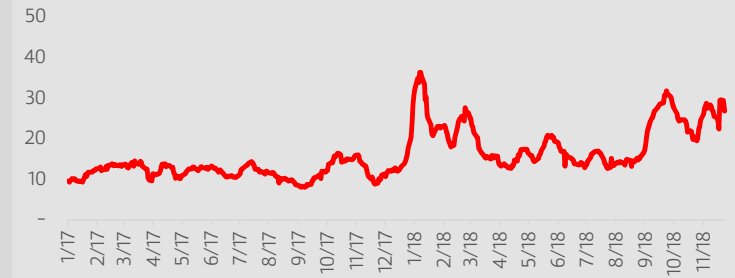
ETP Value Traded development



GENERAL EVENTS IMPACTING GLOBAL MARKETS

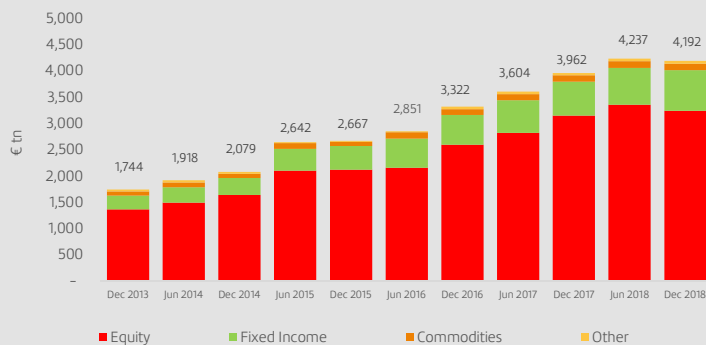
- Developments around Brexit had an impact on market sentiment in Europe
- Discussions between US and China influenced global sentiments in 2H18
- Political developments in US caused a government shutdown
- More Central Banks let go of QE programs
- Caution on 2019 outlook entered the market, causing volatility to increase in 4Q18

Realized market volatility on daily basis (*)



(*): Based on realized volatility in SPY, MSEC, NKY and MXEF. Source Bloomberg

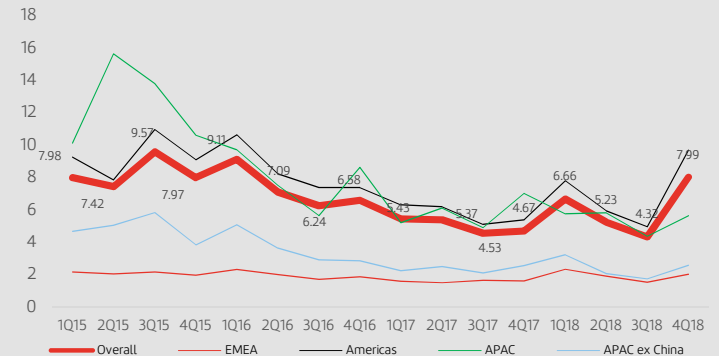
ETP AuM development on Half Year basis



DEVELOPMENTS ETP MARKET

- Global ETP AuM dipped versus June 2018, reaching € 4.19tn end 2018 as Equity ETPs saw outflows from selling pressure in markets
- Global ETP Value Traded grew 34% Y-o-Y in 2018, with 4Q18 being highest value traded since begin 2015
- 4Q18 ETP Value Traded increase was mostly realized in the US
- Global realized volatility picked up considerably in 4Q18

ETP Velocity



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Improving market circumstances in 2018 led to further market share gains in every region

EMEA

- Flow Traders ETP market share continued to grow, consolidating our number 1 position on-screen as well as OTC in the EMEA market
- Flow Traders ETP Value Traded reached €474bn, 13% higher YoY, comparing to a 6% increase in market ETP Value Traded YoY
- MiFID 2 supported the growth in number of counterparties
- Multiple FX Prime Brokers are now setup, allowing for further growth of value traded in FX
- Flow Traders opened a branch office in London and is prepared for all Brexit scenarios

AMERICAS

- Flow Traders ETP market share was around 2% in 2018 as trading circumstances improved and Flow Traders grew its presence
- Flow Traders ETP Value Traded reached €391bn, which is a 60% increase YoY, comparing to a 39% increase in market ETP Value Traded YoY
- Number of counterparties continued to grow to above 110, OTC Value Traded in ETPs continued to grow every quarter

APAC

- Flow Traders ETP market share improved in 2018, supported by the offices in Hong Kong and Singapore
- Flow Traders ETP Value Traded (ex China) reached €35bn, which is a 51% increase YoY, comparing to a 30% increase in market ETP Value Traded (ex China) YoY
- Flow Traders started providing liquidity on Eurex also during Asian trading hours
- Hong Kong office became regulated in 2018 and won 4 awards at the HKEX Awards end 2018

Financial Results

P&L overview 2018 shows tight grip on cost control while facilitating growth

Consolidated			
<i>In millions of euro</i>	FY18	FY17	FY16
Net Trading Income	383.4	166.0	250.0
Employee expenses (fixed)	36.1	32.2	26.5
Technology expenses	35.4	37.3	34.8
Other expenses	19.3	15.2	12.4
Fixed operational expenses	90.7	84.7	73.6
Employee expenses (variable)	92.9	25.2	57.7
Total operational expenses	183.6	109.9	131.3
EBITDA	199.8	56.0	118.7
Depreciation / Amortisation	9.0	7.2	6.3
Write offs tangible assets	0.3	0.5	2.8
(Profit) or loss on subsidiaries	(3.4)	(0.1)	0.2
Profit Before Tax	193.9	48.4	109.4
Tax	33.0	8.8	17.5
Net Profit	160.9	39.6	91.9
<i>EPS (in €)</i>	<i>3.46</i>	<i>0.85</i>	<i>1.98</i>
<i>EBITDA margin (in %)</i>	<i>52%</i>	<i>34%</i>	<i>47%</i>

Fixed expenses per employee	2018	2017	2016
	89,327	87,463	88,989

FTE	2018	2017	2016
	436 (+11%)	394 (+16%)	341

Fixed Technology expenses	2018	2017	2016
	-5%	+7%	+27%

Fixed operational expenses	2018	2017	2016
	+7%	+16%	+11%

Flow Traders' balance sheet remains conservative and unleveraged

Condensed Balance Sheet (in €m)

Assets	31 Dec 2018	31 Dec 2017	31 Dec 2016
Trading capital	424.7	271.8	343.3
Property, equip. and intang. assets	30.2	28.8	23.2
Other receivables	23.3	21.1	25.9
Total assets	478.1	321.8	392.3
Equity & liabilities			
Bonus liabilities	97.8	49.7	98.9
Other liabilities	39.3	18.0	23.3
Total liabilities	137.0	67.7	122.2
Total equity	341.1	254.1	270.1

Balance sheet:

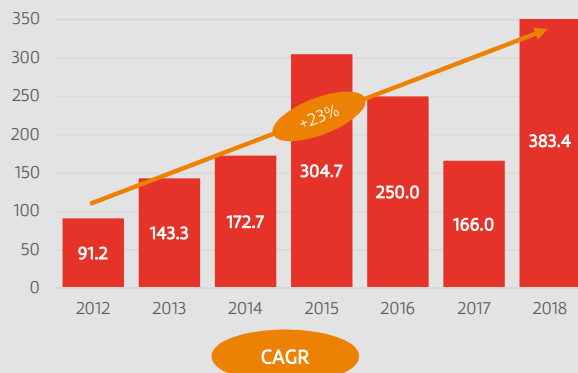
- Straightforward balance sheet as Flow Traders holds no debt
- Balance sheet is influenced by level of trading activity Flow Traders conducts
- It impacts trading capital, tax liabilities and other liabilities including bonus as the variable compensation is tied to the operational profit
- Property, Equipment and intangible assets are rather stable through time
- Bonus liability currently not included as capital, but acts as cushion in reality for any operational losses

Conservative risk management and strong balance sheet allow for high dividend returns

Flow Traders – A leading technology-enabled liquidity provider

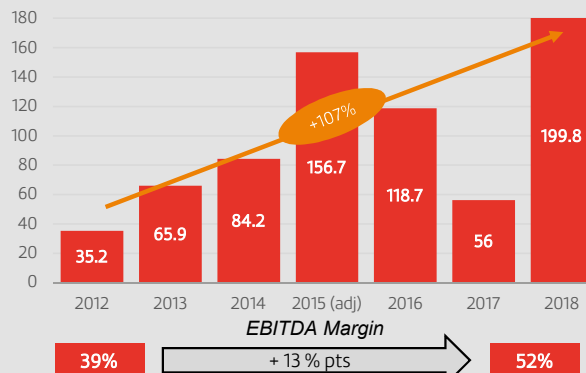
- A global focused liquidity provider, with strong presence in Europe and expanding across the US and Asia
- Core business in providing ETP liquidity with increasing diversification into other asset classes
- Technological expertise and proprietary trading platform, creating a critical competitive advantage
- Highly robust, real-time risk management framework with multiple lines of defense
- A strong financial track record of growth, high margins and high returns through dividend

Net Trading Income (€m)



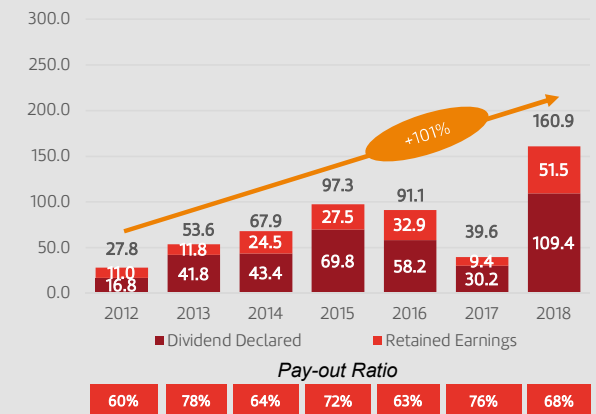
+23% top-line CAGR since 2012

EBITDA (€m)



NTI growth and operating leverage driving EBITDA margin expansion

Net Income and Dividends (€m)



Historically high dividend pay-out

1Q19 results showed relatively strong start of 2019 for Flow Traders

ETP market dynamics 1Q19

- VIX slowed down in 1Q19 to levels below 20-year average in especially February and March as markets recovered from weak market sentiment, witnessed in 4Q18
- Global Assets under Management (AuM**) invested in Exchange Traded Products (ETPs) at the end of 1Q19 reached €4.87 trillion, which is a 14% increase Q-o-Q
- Market ETP Value Traded declined 28% Q-o-Q in 1Q19, with biggest swings noticed in the US
- MiFID II effect on Values Traded in ETP market is predominantly visible with sustained higher traded volumes on MTFs

Market ETP Value Traded 1Q19:
€ 6.081 trillion (-28% Q-o-Q)

Global ETP AuM end 1Q19:
€ 4.875 trillion (+14% Q-o-Q)

Flow Traders performance 1Q19

- ETP Value Traded slowed down 5% Q-o-Q, but grew 8% Y-o-Y to €258.6 billion
- Value Traded in other products than ETPs slowed down 9% Q-o-Q, but grew 10% Y-o-Y to €738.1 billion
- NTI reached €63.1 million, against €74.1 million in 4Q18
- Fixed costs rose 8% Y-o-Y in 1Q19, impacted by IFRS 16 and the IFRS treatment of the Equity Participation plan for employees (FCIP)
- EBITDA margin 1Q19 was 42% compared to 46% in 4Q18
- Net Profit reached €19.2 million, resulting in an EPS of €0.41
- Dividend policy remains unchanged, Flow Traders targets to pay out at least 50% of its net profit
- Flow Traders will optimize trading capacities in APAC through centralization of dealing rooms in Hong Kong
- Flow Traders remains the leading market maker in ETPs in EMEA and is improving its position in the US and APAC

Flow Traders' ETP Value Traded 1Q19:
€ 258.6 billion (-5% Q-o-Q)

Flow Traders' non-ETP Value Traded 1Q19:
€ 738.1 billion (-9% Q-o-Q)

Flow Traders' NTI 1Q19:
€ 63.1 million (-15% Q-o-Q)

EPS 1Q19:
€ 0.41

Strategy update

Flow Traders grows by leveraging current platform and trading relationships

- Flow Traders historically has a strong foothold in ETPs, across all underlying asset classes
- Flow Traders is improving trading capabilities by growing scale in trading financial products while ETP trading remains core
- Flow Traders' best-in-class trading capabilities will enable expansion into new products and asset classes
- Ultimately, Flow Traders' ambition is to become a one-stop shop liquidity platform for investors in financial products globally

Flow Traders' current market coverage

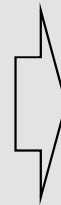
✓ Top coverage
 ✱ In progress
 ✗ No coverage

Asset class	Equity	Fixed Income	Commodities	FX
Products				
ETPs	✓	✓	✓	✓
Futures	✓	✓	✓	✓
Spot	✗	✱	✗	✓
FWD/NDF	✗	n/a	n/a	✱

Leveraging our scale and capabilities to diversify into new products & asset classes

Flow Traders' current addressable market

Flow Traders' future addressable market



2019: Strategy focuses on global growth through diversification and on operational leverage

Foundation built in recent years leads to 4 strategic focus areas for 2019 to enable organic growth:

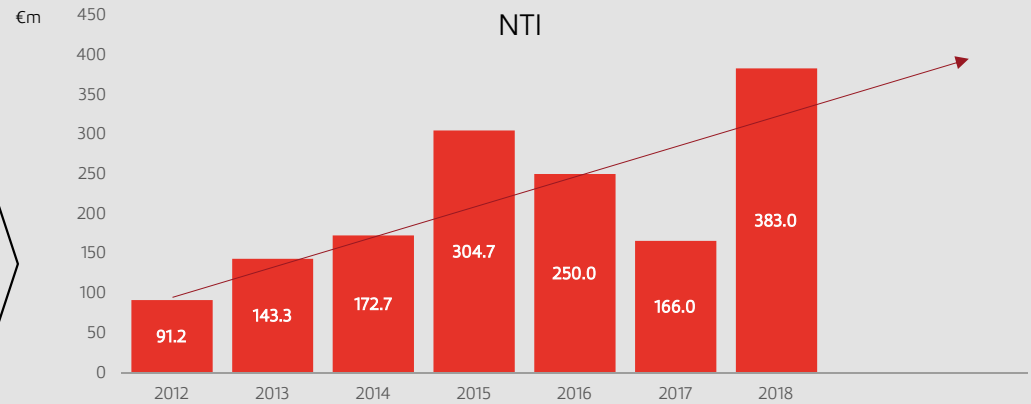
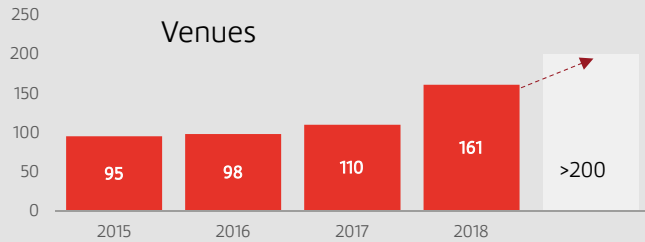
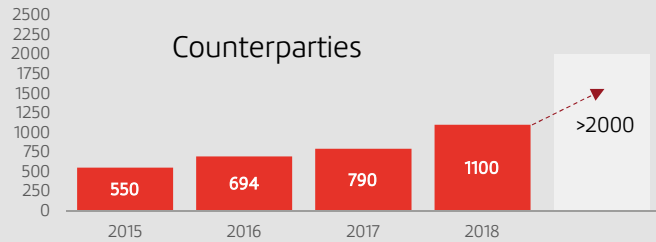
Expand presence in ETP trading,
especially in the Americas and APAC

Expand liquidity providing in ETPs
and the underlying products globally

Increase scale and efficiency of our
technology infrastructure

Continue to operate cost conscious,
with a max of 15% annual cost growth

Strategic roadmap 2025 : Increase presence and scale to grow NTI and reduce cyclical variation



- Future NTI growth will be supported by growth in all areas
- Cyclical NTI variation is expected to be reduced by diversification of trading

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2. Corporate Reports

A. Annual Report including corporate governance

- 1. Management Board report*
- 2. Supervisory Board report*
- 3. Accountant statements*
- 4. Q&A*

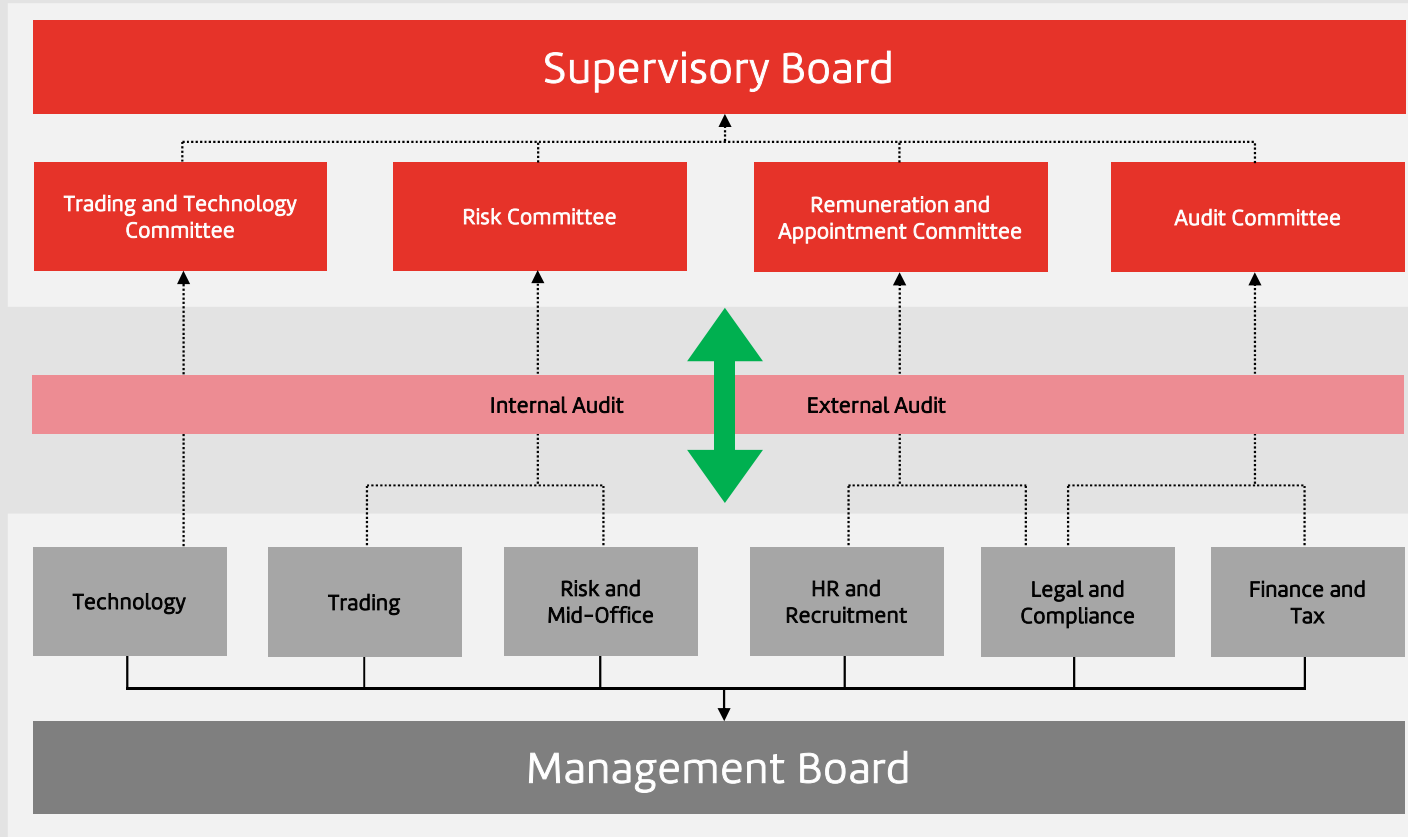
B. Management Board remuneration

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E. Determination of dividend (voting item)

Supervisory Board Report



Supervisory Board Report

Main topics in 2018

Succession Planning Management Board and Supervisory Board

Strategy

Senior Management

New legislation and regulation

Evaluation and Governance

Trading and Markets

Risk Management

External Auditor and Internal Audit Function

Employees and Culture

2. Corporate Reports

A. Annual Report including corporate governance

1. *Management Board report*
2. *Supervisory Board report*
3. *Accountant statements*
4. *Q&A*

B. Management Board remuneration

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**Annual General meeting
Flow Traders N.V.**

Presentation on the 2018 audit



The better the question. The better the answer.
The better the world works.



Agenda

- ▶ 2018 audit:
 - ▶ Scope
 - ▶ Strategy
 - ▶ Execution
- ▶ Audit Results
- ▶ Key audit matter
- ▶ Communication and interaction

2018 Audit



Audit Results

- ▶ We provided an unqualified auditors' report on the statutory and consolidated financial statements of Flow Traders N.V.
- ▶ We included in our auditor's report our view on going concern as well as the results of our work in relation to the director's report.

Key audit matter

- ▶ Fair value measurement of financial assets and liabilities for trading
- ▶ We evaluated the valuation process and verification by Risk- and Middle Office
- ▶ We performed our own independent testing through sampling
- ▶ We audited the fair value hierarchy and required disclosures

Communication en interaction

- ▶ Our reports
- ▶ Meetings and interaction
 - ▶ Finance department
 - ▶ Management Board
 - ▶ Supervisory Board and Audit committee
- ▶ Conclusive remarks

2. Corporate Reports

A. Annual Report including corporate governance

- 1. Management Board report*
- 2. Supervisory Board report*
- 3. Accountant statements*
- 4. Q&A*

B. Management Board remuneration

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Q&A

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General Remuneration Policy

Key elements of our remuneration practices

Aligned with the business, promoting prudent and risk-aware behavior

Remuneration elements: limited fixed pay; 'no profit, no variable pay'

Variable pay is deferred and subject to reduction or forfeiture

No guaranteed remuneration; limited severance pay; no other benefits

The General Remuneration Policy aims to
capture firm-wide overarching remuneration principles
in a comprehensive manner
For all staff, including members of the Management Board

Management Board Remuneration – target framework



Growth

- Strengthen the team
- Grow Institutional Trading
- Increase product venue coverage
- Open Hong Kong office and London branch office
- Expand into other asset classes/diversification



External Relationships

- Expand the number of prime brokers
- Ensure continuous compliance with rules and regulations and maintain positive relationships with regulators
- Keep the investor community properly informed
- Deepen relationships with issuers



Internal Process / Excellence

- Further improve technical infrastructure
- Expand analyst capacity
- Increase overall capital efficiency
- Optimize exposure management



People & Culture

- Launch second edition of employee share plan
- Further expand Flow Academy
- Stimulate rotation across offices
- Create and maintain a positive and challenging environment for employees

Test question

Test question: Will Ajax win tonight's match against Tottenham Hotspur?

1. For
2. Against
3. Abstain



Test question

Test question: Will Ajax win tonight's match against Tottenham Hotspur?

1. For
2. Against
3. Abstain

You may vote now



Test question

Test question: Will Ajax win tonight's match against Tottenham Hotspur?

1. For
2. Against
3. Abstain

Voting is closed

2. Corporate Reports

- A. Annual Report including corporate governance
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- E. Determination of dividend (voting item)

Agenda item 2c (voting item)

Adoption of annual accounts

It is proposed to adopt the annual accounts for the financial year 2018 as drawn up by the Management Board and signed by the Management Board and the Supervisory Board. Ernst & Young Accountants LLP has audited the annual accounts and has issued an unqualified auditor's report and has presented the audit results.

Agenda item 2c

- Adoption of the 2018 annual accounts
 1. For
 2. Against
 3. Abstain



Agenda item 2c

- Adoption of the 2018 annual accounts
 1. For
 2. Against
 3. Abstain

You may vote now



Agenda item 2c

- Adoption of the 2018 annual accounts
 1. For
 2. Against
 3. Abstain

Voting is closed



2. Corporate Reports

- A. Annual Report including corporate governance
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2. Corporate Reports

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- E. Determination of dividend (voting item)

Agenda item 2e (voting item)

- Determination of dividend

It is proposed to the General Meeting that a total cash dividend of € 2.35 per share will be paid out to shareholders for the financial year 2018, subject to a 15% Dutch dividend withholding tax (dividendbelasting). An interim cash dividend of € 1.35 per share has been paid out on 13 August 2018. This means that the final cash dividend proposal to the General Meeting is € 1.00 per share.

Agenda item 2e

- Determination of dividend
 1. For
 2. Against
 3. Abstain

Agenda item 2e

- Determination of dividend
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 2e

- Determination of dividend
 1. For
 2. Against
 3. Abstain

Voting is closed

3. Discharge of Management Board members (voting item)

It is proposed to discharge the members of the Management Board from liability in respect of the performance of their management duties to the extent that such performance is apparent from the annual accounts over the financial year 2018 or has been otherwise disclosed to the General Meeting before the resolution is adopted.

Agenda item 3 (voting item)

- Discharge of Management Board members
 1. For
 2. Against
 3. Abstain

Agenda item 3 (voting item)

- Discharge of Management Board members
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 3 (voting item)

- Discharge of Management Board members
 1. For
 2. Against
 3. Abstain

Voting is closed

4. Discharge of Supervisory Board members (voting item)

It is proposed to discharge the members of the Supervisory Board from liability in respect of the performance of their supervisory duties to the extent that such performance is apparent from the annual accounts over the financial year 2018 or has been otherwise disclosed to the General Meeting before the resolution is adopted.

Agenda item 4 (voting item)

- Discharge of Supervisory Board members
 1. For
 2. Against
 3. Abstain

Agenda item 4 (voting item)

- Discharge of Supervisory Board members
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 4 (voting item)

- Discharge of Supervisory Board members
 1. For
 2. Against
 3. Abstain

Voting is closed

5. Composition Management Board (voting item)

- a. Proposed reappointment of Dennis Dijkstra as member of the Management Board and CEO (voting item)

Agenda item 5a (voting item)

Proposed reappointment of Dennis Dijkstra as member of the Management Board and CEO.

It is proposed to reappoint Dennis Dijkstra as a Management Board member and Chief Executive Officer (“CEO”) of the Company following the Supervisory Board’s nomination for a second term of four years starting on 8 May 2019 (i.e. ending on 8 May 2023).

Agenda item 5a (voting item)

- Proposed reappointment of Dennis Dijkstra as member of the Management Board and CEO
 1. For
 2. Against
 3. Abstain

Agenda item 5a (voting item)

- Proposed reappointment of Dennis Dijkstra as member of the Management Board and CEO
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 5a (voting item)

- Proposed reappointment of Dennis Dijkstra as member of the Management Board and CEO
 1. For
 2. Against
 3. Abstain

Voting is closed

6. Composition Supervisory Board (voting item)

- a. Proposed reappointment of Eric Drok as member of the Supervisory Board
- b. Proposed reappointment of Roger Hodenius as member of the Supervisory Board
- c. Proposed reappointment of Olivier Bisselier as member of the Supervisory Board

Agenda item 6a (voting item)

Proposed reappointment of Eric Drok as member of the Supervisory Board

In accordance with the Articles of Association of the Company, the Supervisory Board proposes to reappoint Eric Drok as member of the Supervisory Board with effect from 8 May 2019 for a second term of four years (i.e. ending on 8 May 2023).

Agenda item 6a (voting item)

- Proposed reappointment of Eric Drok as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Agenda item 6a (voting item)

- Proposed reappointment of Eric Drok as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 6a (voting item)

- Proposed reappointment of Eric Drok as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Voting is closed

Agenda item 6b (voting item)

Proposed reappointment of Roger Hodenius as member of the Supervisory Board

In accordance with the Articles of Association of the Company, the Supervisory Board proposes to reappoint Roger Hodenius as member of the Supervisory Board with effect from 8 May 2019 for a second term of four years (i.e. ending 8 May 2023).

Agenda item 6b (voting item)

- Proposed reappointment of Roger Hodenius as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Agenda item 6b (voting item)

- Proposed reappointment of Roger Hodenius as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 6b (voting item)

- Proposed reappointment of Roger Hodenius as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Voting is closed

Agenda item 6c (voting item)

Proposed reappointment of Olivier Bissierier as member of the Supervisory Board

In accordance with the Articles of Association of the Company, the Supervisory Board proposes to reappoint Olivier Bissierier as member of the Supervisory Board with effect from 8 May 2019 for a second term of three years (i.e. ending on 8 May 2022).

Agenda item 6c (voting item)

- Proposed reappointment of Olivier Bissierier as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Agenda item 6c (voting item)

- Proposed reappointment of Olivier Bissierier as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 6c (voting item)

- Proposed reappointment of Olivier Bissierier as member of the Supervisory Board
 1. For
 2. Against
 3. Abstain

Voting is closed

7. Authority to issue shares and restrict or exclude pre-emptive rights

- a. Authority to issue shares (voting item)
- b. Authority to restrict or exclude pre-emptive rights (voting item)

Agenda item 7a (voting item)

Authority to issue shares

It is proposed to renew the authority of the Management Board, subject to the Supervisory Board's approval, to issue ordinary shares or to grant rights to subscribe for ordinary shares for a period of 18 months from the date of this General Meeting (i.e. up to and including 8 November 2020) for up to 10% of the total number of shares issued at the time of the General Meeting for any purposes.

Agenda item 7a (voting item)

- Authority to issue shares
 1. For
 2. Against
 3. Abstain

Agenda item 7a (voting item)

- Authority to issue shares
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 7a (voting item)

- Authority to issue shares
 1. For
 2. Against
 3. Abstain

Voting is closed

Agenda item 7b (voting item)

Authority to restrict or exclude pre-emptive rights

It is proposed to renew the authority of the Management Board, subject to the Supervisory Board's approval, to restrict or exclude applicable pre-emptive rights when issuing ordinary shares or granting rights to subscribe for ordinary shares as set out in item 7a for a period of 18 months from the date of this General Meeting (i.e. up to and including 8 November 2020).

Agenda item 7b (voting item)

- Authority to restrict or exclude pre-emptive rights
 1. For
 2. Against
 3. Abstain

Agenda item 7b (voting item)

- Authority to restrict or exclude pre-emptive rights
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 7b (voting item)

- Authority to restrict or exclude pre-emptive rights
 1. For
 2. Against
 3. Abstain

Voting is closed

8. Authority to acquire own shares (voting item)

Authority to acquire own shares

It is proposed to renew the authority of the Management Board, subject to the Supervisory Board's approval, to acquire shares in the capital of the Company, either through purchase on a stock exchange or otherwise. The authority will apply for a period of 18 months from the date of this General Meeting (i.e. up to and including 8 November 2020), under the following conditions:

- (i) up to 10% of the total number of shares issued at the time of the General Meeting;*
- (ii) provided that the Company will not hold more shares in stock than 10% of the issued share capital; and*
- (iii) at a price (excluding expenses) not less than the nominal value of the shares and not higher than the opening price on Euronext Amsterdam on the day of repurchase plus 10%.*

Agenda item 8 (voting item)

- Authority to acquire own shares
 1. For
 2. Against
 3. Abstain

Agenda item 8 (voting item)

- Authority to acquire own shares
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 8 (voting item)

- Authority to acquire own shares
 1. For
 2. Against
 3. Abstain

Voting is closed

9. Authority to cancel own shares (voting item)

Authority to cancel own shares

It is proposed - which proposal has been approved by the Supervisory Board- to cancel any or all shares in the share capital of the Company held or repurchased by the Company under the authorization referred to under agenda item 8. The number of shares that will be cancelled (whether or not in one or more parts) shall be determined by the Management Board, but may not exceed 10% of the issued share capital at 9 May 2019. The cancellation may be executed in one or more parts. Taken into consideration the relevant statutory provisions, cancellation may not be effected earlier than two months after a resolution to cancel shares is adopted and publicly announced.

Agenda item 9 (voting item)

- Authority to cancel own shares
 1. For
 2. Against
 3. Abstain

Agenda item 9 (voting item)

- Authority to cancel own shares
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 9 (voting item)

- Authority to cancel own shares
 1. For
 2. Against
 3. Abstain

Voting is closed

10. Auditor (voting item)

Auditor (voting item)

In accordance with the recommendations of the Audit Committee, the Supervisory Board proposes to reappoint Ernst & Young Accountants LLP as external auditor of the Company for the current financial year.

Agenda item 10 (voting item)

- Auditor
 1. For
 2. Against
 3. Abstain

Agenda item 10 (voting item)

- Auditor
 1. For
 2. Against
 3. Abstain

You may vote now

Agenda item 10 (voting item)

- Auditor
 1. For
 2. Against
 3. Abstain

Voting is closed

11. Any other business and closing

When you leave the AGM would you be so kind to return your chipcard and keypad

Thank you!