



Voting results Annual General Meeting of Shareholders TKH Group N.V. 6 May 2019 at 14.30 hrs. Location: 't Hagen, Scholtenhagenweg 36, in Haaksbergen (the Netherlands)

For each item for voting on the agenda counts:

- a. Number of shares for which valid votes were cast: 41,806,766
- b. Percentage of the issued capital represented by the shares held by other parties referred to under a.: 99.7%
- c. Total number of valid votes cast: 41,806,766

Agenda item 2c – Adoption of the annual financial statements for the 2018 financial year

- number of votes in favour of the resolution: 41,783,249.
- number of votes against the resolution: 0.
- abstentions: 23,517.

The proposal is passed with 99.94% of the valid casted votes.

Agenda item 2e – Declaration of the dividend for 2018 and the timing of its payment.

- number of votes in favour of the resolution: 41,806,766.
- number of votes against the resolution: 0.
- abstentions: 0.

The proposal is passed unanimously.

Agenda item 2f - Discharge of the members of the Executive Board for their management duties.

- number of votes in favour of the resolution: 41,783,249.
- number of votes against the resolution: 0.
- abstentions: 23,517.

The proposal is passed with 99.94% of the valid casted votes.

Agenda item 2h - Discharge of the members of the Supervisory Board for their supervisory duties.

- number of votes in favour of the resolution: 41,783,249.
- number of votes against the resolution: 0.
- abstentions: 23,517.

The proposal is passed with 99.94% of the valid casted votes.

Agenda item 3 – Remuneration Supervisory Board.

- number of votes in favour of the resolution: 41,806,568.
- number of votes against the resolution: 198.
- abstentions: 0.

The proposal is passed with 99.99% of the valid casted votes.

Agenda item 4 – The engagement of the external auditor to audit the annual financial statements for the 2020 financial year.

- number of votes in favour of the resolution: 41,806,766.
- number of votes against the resolution: 0.
- abstentions: 0.

The proposal is passed unanimously.

Agenda item 5 - Authorization of the Executive Board to acquire shares in the company.

- number of votes in favour of the resolution: 41,801,601.
- number of votes against the resolution: 0.
- abstentions: 5,165.

The proposal is passed with 99.99% of the valid casted votes.

Agenda item 6a1 – Reappointment of the Executive Board as the competent authority to decide on the issuance of ordinary shares and cumulative financing preference shares.

- number of votes in favour of the resolution: 41.792.611.
- number of votes against the resolution: 14.155.
- abstentions: 0.

The proposal is passed with 99.97% of the valid casted votes.

Agenda item 6a2 - Reappointment of the Executive Board as the competent authority to decide on the restriction or exclusion of shareholders' pre-emptive rights with respect to the issuance shares referred to under a1.

- number of votes in favour of the resolution: 41,780,650.
- number of votes against the resolution: 26,116.
- abstentions: 0.

The proposal is passed with 99.94% of the valid casted votes.

Haaksbergen, 14 May 2019