

**Extract from the minutes of the General Meeting of Ordina N.V. with its offices in Nieuwegein, held on 4 April 2019 at 14:30 hours, at the offices of the company Ordina N.V., Ringwade 1 in Nieuwegein.**

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In his capacity as chairman of the Supervisory Board of Ordina N.V., Mr. J. van Hall welcomes all those present and at 14:30 hours declares the meeting open.

1. The chairman notes that all formalities required to hold the meeting have been observed, and the meeting is therefore competent to pass legally binding resolutions.

Approx. 32,3% of the paid up share capital, is either present or represented at this meeting.

The chairman designates Ms. H.E. Mulder as the secretary to the meeting.

- 2a. No remarks.
- 2b. No remarks.
- 2c. No remarks.
- 2d. No remarks.
- 2e. The meeting resolves to adopt the Financial Statements for the financial year ending 31 December 2018 by a majority of 99% of the votes cast.
- 2f.1 No remarks.
- 2f.2 The meeting resolves by unanimous vote to i) distribute a cash dividend of 5 euro cents per share, to be charged to the net profit for 2018, and ii) add the remaining net profit to the general reserve.
- 3a. The meeting resolves by a majority of 99% of the votes cast to discharge the members of the Management Board for their management of the company, in so far as such management is apparent from the financial statements or from other information that has been submitted to the General Meeting prior to the adoption of said financial statements.
- 3b. The meeting resolves by a majority of 99% of the votes cast to discharge the members of the Supervisory Board in function in the year 2018 or part thereof for their supervision of the management of the company, in so far as such supervision is apparent from the financial statements or from other information that has been submitted to the General Meeting prior to the adoption of said financial statements.
4. The meeting resolves by a majority of 98% of the votes vast to reappoint Mr. J.G.H.M. (Jan) Niessen as a member of the Supervisory Board of Ordina N.V. for a consecutive period of four years.
- 5a. The meeting resolves by a majority of 99% of the votes cast to extend the authorisation of the Management Board to acquire treasury shares such within the parameters defined for same, for another 18-month period commencing on 4 April 2019. This authorisation pertains to a maximum of ten per cent (10%) of the paid up and subscribed share capital as per 4 April 2019.
- 5b. The meeting resolves by unanimous vote to extend the appointment of the Management Board, as the body competent to decide, with the approval of the Supervisory Board, to issue shares and to grant rights to subscribe for shares for an 18-month period commencing on 4 April 2019.Said designation pertains to a maximum of five per cent (5%) of the issued capital at the close of trading on 4 April 2019.

- 5c. The meeting resolves by a majority of 99% of the votes cast to extend the appointment of the Management Board, as the body competent to decide, with the approval of the Supervisory Board, to limit or exclude pre-emptive rights upon the issue of shares and the granting of rights to subscribe for shares, for an 18-month period commencing on 4 April 2019.
6. No remarks.
7. Close.

The chairman closes the meeting.

Thus drawn up in summary in Nieuwegein, in part for deposit in the Commercial Register in Utrecht, in accordance with article 2:96, paragraph 3, of the Dutch Civil Code, dated 4 April 2019.

J. van Hall  
Chairman of the meeting

H.E. Mulder  
Secretary to the meeting