

Extract from the minutes of the General Meeting of Shareholders of Ordina N.V. with its offices in Nieuwegein, held on 26 April 2018 at 14:30 hours, at the offices of the company Ordina N.V., Ringwade 1 in Nieuwegein.

In his capacity as chairman of the Supervisory Board of Ordina N.V., Mr. J.G. van der Werf 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. 27,1% 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. No remarks.
- 2f. The meeting resolves to adopt the Financial Statements for the financial year ending 31 December 2017 by a majority of 99% of the votes cast.
- 2g.1 The meeting resolves by unanimous vote to amend the reservation and dividend policy in accordance with the proposal.
- 2g.2 The meeting resolves by unanimous vote to i) distribute a cash dividend of 2 euro cents per share, to be charged to the net profit for 2017, 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 in function in the year 2017 or part thereof 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 of Shareholders 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 2017 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 of Shareholders prior to the adoption of said financial statements.
4. The meeting resolves by unanimous vote to appoint Mrs. C.E. (Caroline) Princen as a member of the Supervisory Board of Ordina N.V. for a consecutive period of four years. Per the end of the meeting, the Supervisory Board appoints her chairperson.
5. The meeting resolves by unanimous vote to amend the Supervisory Board's remuneration, in accordance with the proposal.
- 6a. 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 26 April 2018. This authorisation pertains to a maximum of ten per cent (10%) of the paid up and subscribed share capital as per 26 April 2018.

- 6b. 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 26 April 2018. Said designation pertains to a maximum of five per cent (5%) of the issued capital at the close of trading on 26 April 2018.
- 6c. 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 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 26 April 2018.
7. The meeting resolves by unanimous vote to reappoint Ernst & Young Accountants LLP as the external auditor of Ordina N.V. for the financial years 2019 and 2020.
8. No remarks.
9. 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 26 April 2018.

J.G. van der Werf
Chairman of the meeting

H.E. Mulder
Secretary to the meeting