Algemene Vergadering van Aandeelhouders

14 april 2021

kpn. Het netwerk van Nederland

Safe harbor

Alternative performance measures and management estimates
This financial report contains a number of alternative performance measures (non-GAAP figures) to provide readers with additional financial information that is regularly reviewed by management, such as EBITDA and Free Cash Flow ('FCF'). These non-GAAP figures should not be viewed as a substitute for KPN's GAAP figures and are not uniformly defined by all companies including KPN's peers. Numerical reconciliations are included in KPN's quarterly factsheets and in the Integrated Annual Report 2020. KPN's management considers these non-GAAP figures, combined with GAAP performance measures and in conjunction with each other, most appropriate to measure the performance of the Group and its segments. The non-GAAP figures are used by management for planning, reporting (internal and external) and incentive purposes. KPN's main alternative performance measures are listed below. The figures shown in this financial report are based on continuing operations and were rounded in accordance with standard business principles. As a result, totals indicated may not be equal to the precise sum of the individual figures.

Financial information is based on KPN's interpretation of IFRS as adopted by the European Union as disclosed in the Integrated Annual Report 2020 and do not take into account the impact of future IFRS standards or interpretations. Note that certain definitions used by KPN in this report deviate from the literal definition thereof and should not be considered in isolation or as a substitute for analyses of the results as reported under IFRS as adopted by the European Union. KPN defines revenues as the total of revenues and other income. Adjusted revenues are derived from revenues (including other income) and are adjusted for the impact of incidentals. KPN defines EBITDA as operating result before depreciation (including impairments) of PP&E and amortization (including impairments) of intangible assets. Adjusted EBITDA after leases ('adjusted EBITDA AL') is derived from EBITDA and is adjusted for the impact of restructuring costs and incidentals ('adjusted') and for lease costs, including depreciation of right-of-use assets and interest on lease liabilities ('after leases' or 'AL'). KPN defines Gross Debt as the nominal value of interest-bearing financial liabilities representing the net repayment obligations in Euro, excluding derivatives, related collateral, and leases, taking into account 50% of the nominal value of the hybrid capital instruments. In its Leverage Ratio, KPN defines Net Debt as Gross Debt less net cash and short-term investments, divided by 12 month rolling adjusted EBITDA AL excluding major changes in the composition of the Group (acquisitions and disposals). The Lease adjusted leverage ratio is calculated as Net Debt including lease liabilities divided by 12 month rolling adjusted EBITDA excluding major changes in the composition of the Group (acquisitions and disposals). Operational Free Cash Flow is defined as adjusted EBITDA AL minus capital expenditures (Capex) being expenditures on PP&E and software. Free Cash Flow ('FCF') is defined as cash flow from continuing operating activities plus proceeds from real estate, minus Capex. Return on capital employed (ROCE) is calculated by the net operating profit less adjustments for taxes divided by capital employed, on a 4-quarter rolling basis. Net operating profit is the adjusted EBITA (excluding incidentals and amortization of other intangibles and including restructuring costs). KPN defines capital employed as the carrying amount of operating assets and liabilities, which excludes goodwill and the other intangibles. All market share information in this financial report is based on management estimates based on externally available information, unless indicated otherwise. For a full overview on KPN's non-financial information, reference is made to KPN's quarterly factsheets available on ir.kpn.com.

Forward-looking statements
Certain statements contained in this financial report constitute forward-looking statements. These statements may include, without limitation, statements concerning future results of operations, the impact of regulatory initiatives on KPN's operations, KPN's and its joint ventures' share of new and existing markets, general industry and macro-economic trends and KPN's performance relative thereto and statements preceded by, followed by or including the words "believes", "expects", "anticipates", "will", "may", "could", "should", "intends", "estimate", "plan", "goal", "target", "aim" or similar expressions. These forward-looking statements rely on a number of assumptions concerning future events and are subject to uncertainties and other factors, many of which are outside KPN's control that could cause actual results to differ materially from such statements. A number of these factors are described (not exhaustively) in the Integrated Annual Report 2020. All forward-looking statements and ambitions stated in this financial report that refer to a growth or decline, refer to such growth or decline relative to the situation per 31 December 2020, unless stated otherwise.

Additional information regarding estimated impact of divestments on FY 2019 financial figures
KPN's AGM 2021 presentation includes additional information regarding the estimated impact of divestments on the FY 2019 comparative financial figures for revenues, adjusted EBITDA AL, Operational Free Cash Flow and FCF, as KPN's Board of Management deems it important to provide readers with additional information on the financial impact of the following divestments: NLDC, International Network Services, Argeweb, and KPN Consulting. The impact of divestments as mentioned represents the estimated financial impact (transfer of revenues, addition of COGS and transfer of indirect costs) of the combined completed divestments as if the actual transfer of shares (closing) had taken place 12 months earlier. This information has been included for comparison reasons only and is not considered to be an alternative performance measure. Please note that the financial impact of divestments is based on management estimates, which have not and will not be audited.

Agendapunt #1

Opening en mededelingen

Duco Sickinghe

Voorzitter RvC

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Agendapunt #2

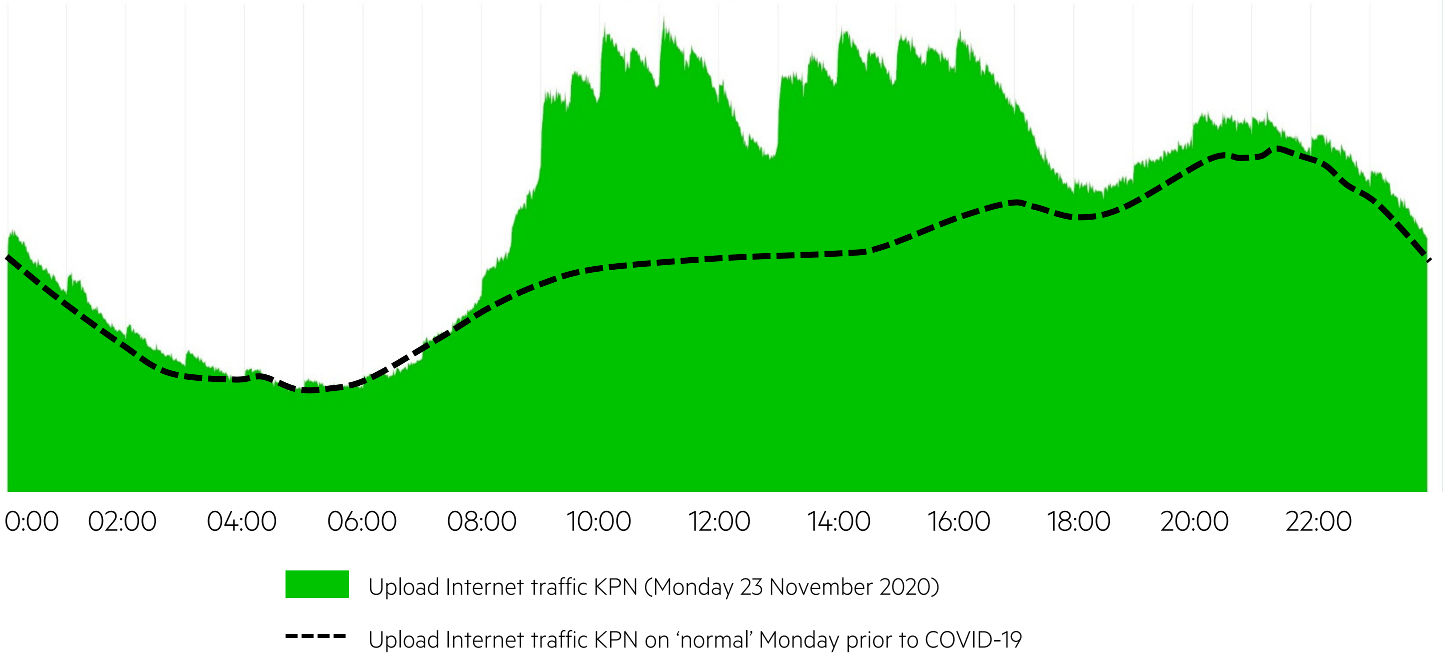
Verslag van de Raad van Bestuur
over het boekjaar 2020

Joost Farwerck
CEO
Chris Figee
CFO

COVID-19: A central role in society

COVID-19: Connection more important than ever

Clear home working patterns can be seen in outgoing internet traffic



Accelerate to grow supported by three key pillars

Three strategic pillars…

1. Leverage & expand superior networks
- Covering the Netherlands through fiber
- Low latency services via 5G and edge computing

2. Grow & strengthen customer footprint
- Outstanding digital experience
- Differentiated services for families and businesses

3. Simplify & streamline operating model
- New ways of digital working
- Continue strong and disciplined cost control program

…to support our ambition to

Connect the Netherlands to a sustainable future
- Leading the Dutch digitalization wave
- Recognized as ESG front runner

Grow mass-market service revenues and EBITDA
- Fiber fueling household revenue growth in B2C
- Segmented B2B approach, stabilize SME first

Provide attractive shareholder returns
- Covered by growing Free Cash Flow
- Progressive dividend, +3-5% annually

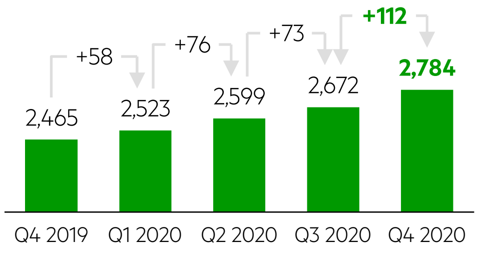
Highlights FY 2020

- **Delivered** on FY 2020 outlook
- **Growing** postpaid base, further stabilizing broadband base in Consumer
- **Awards** for fastest 5G network in NL, 5G Innovation, and best in mobile data
- **Accelerated** fiber rollout
- **Substantially** improving ROCE
- **Continued** progress on cost savings
- **COVID-driven** revenue pressure largely offset by cost control
- **Strong** balance sheet and liquidity position

Expand superior network: run-rate reached to deliver on ambitions

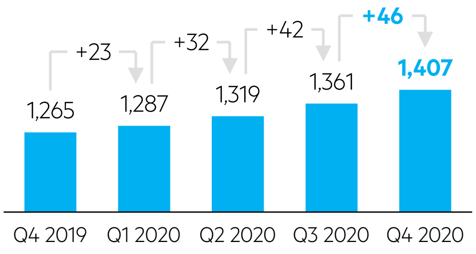
Continuously expanding fiber footprint

homes passed, k



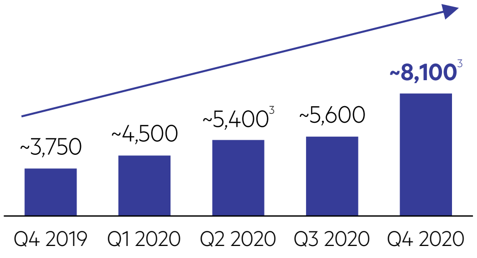
Solid FttH activation rate

homes activated, k



Weekly rollout steeply increasing

homes passed



2020:

+319k HP rollout[1]

+33k HP on 3rd party FttH

2020:

+142k HA

~45% activation rate[2]

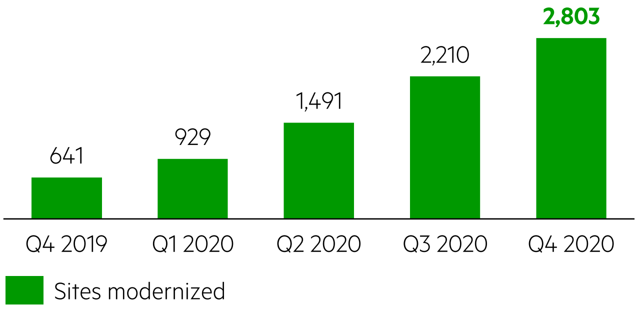
Active in **97** areas

~650k HP in announced or active construction phase

1. Incl 12k M&A 2. HA / HP 3. Excluding acquired homes passed

Award winning 5G network reaching majority of the Netherlands

Reaching ~70% of NL on new 700MHz spectrum[1]



Excellent 5G position

- Differentiated 5G services
- **Leading 5G ecosystem**
- Leading in Security
- Track record in critical networks and innovation

Umlaut Connect test
Outstanding network (954 points)
Leading data category
5G Innovation Award

Ookla
Fastest 5G network in NL

umlaut connect — 5G INNOVATION AWARD 2021 — KPN 1/2021

umlaut connect — OUTSTANDING — MOBILE BENCHMARK THE NETHERLANDS — KPN 1/2021

SPEEDTEST by OOKLA

1. Population coverage

kpn

B2C: Encouraging base and revenue trend

Key take-aways

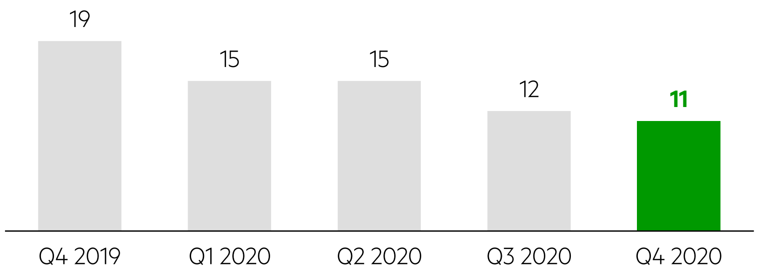
- Slightly growing fixed revenues due to price adjustments, the success of SuperWiFi and fiber
- Mobile revenue trend improving due to stabilizing base and improving trend postpaid ARPU
- Increase in fiber service revenues more than offset the decline in copper service revenue for the first time in Q4 2020
- NPS[1] lower driven by increasing customer usage and expectations, IPTV interface changes, and pressure on customer support capacity during lockdown

Adjusted revenues (€ m)

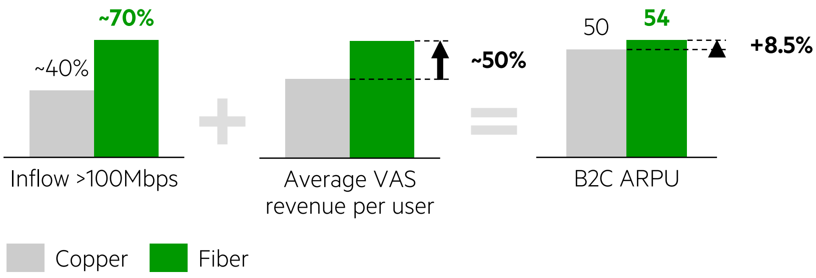
	FY 2019	FY 2020	Δ y-on-y
Fixed revenues	1,916	1,918	+0.1%
Mobile revenues	999	944	-5.5%
Total adj. Consumer revenues	**2,916**	**2,863**	**-1.8%**

Increase fiber service revenues higher than copper service revenue decline

Consumer NPS lower due to IPTV and COVID[1]



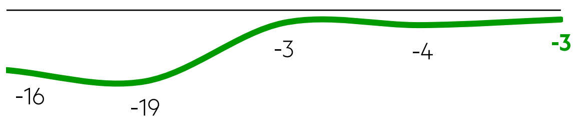
Customers increasingly willing to pay for quality (FY 2020)



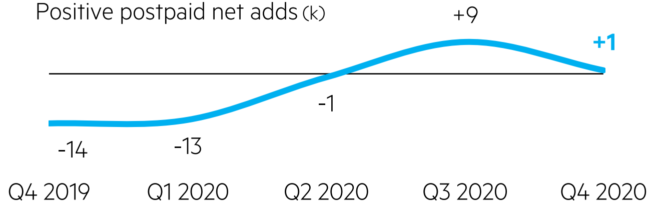
1. Source: Kantar TNS

B2C: Base and revenue trends turning in the right direction

Stabilizing broadband net adds (k)[1]



Positive postpaid net adds (k)



Higher fixed ARPU

€ 50

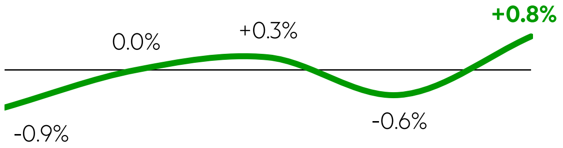
+4.0% y-on-y

Stable mobile ARPU

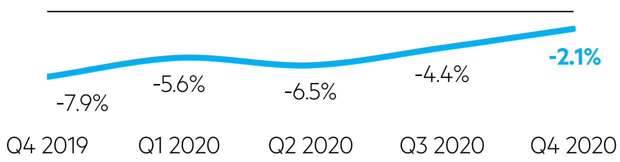
€ 17

-1.1% y-on-y

Fixed revenue growth



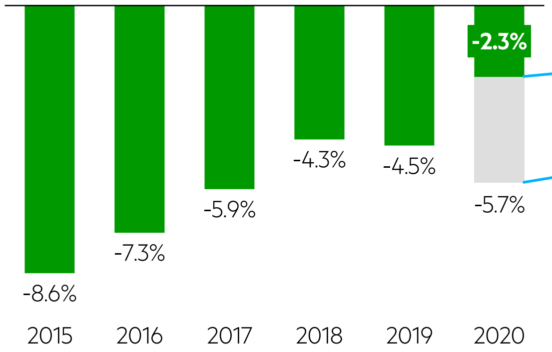
Mobile service revenue trend improving



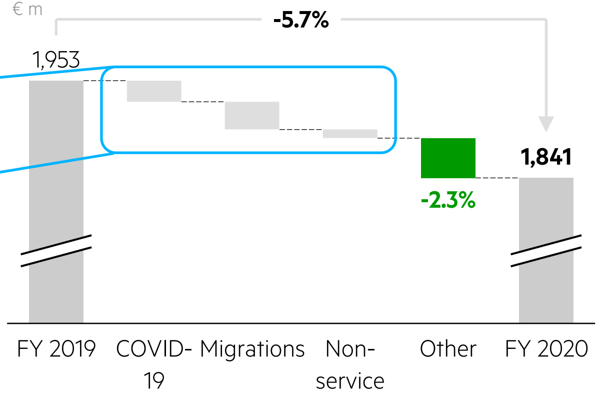
1. Corrected for migrations to and new customers of small business propositions

B2B: Moving in the right direction despite revenue challenges

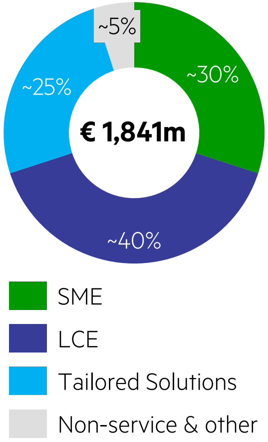
Underlying B2B revenue trend improving[1]



Revenue trend impacted by COVID and migrations[1]



FY 2020 revenues by customer segment



1. All figures corrected for impact of M&A, revenues 2017-2019 excluding hardware

B2B: Revenue pressure largely driven by strategic actions and COVID-19

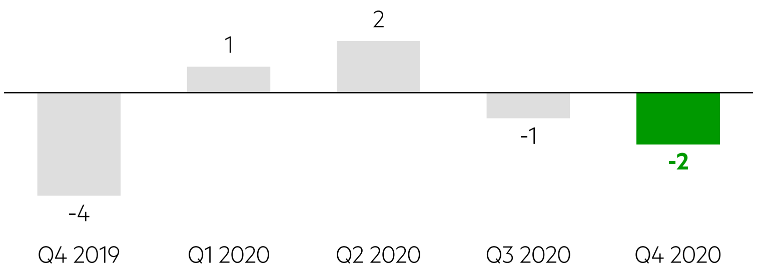
Key take-aways

- Communication Services impacted by customer migrations to target portfolio and loss of roaming revenues
- SME customer migrations nearly completed, LCE customer migrations on track[1]
- B2B NPS[2] increased from -4 to -2 due to improved scores SME and LCE customers, partly offset by increased customer expectations

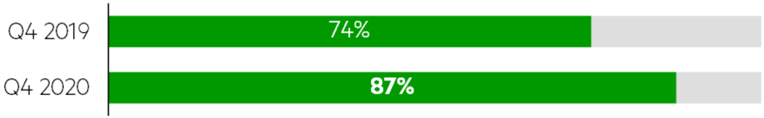
Segment revenues (€ m)

	FY 2019	FY 2020	Δ y-on-y (excl. divestments[3])
Communication Services	1,274	1,128	-9.5%
IT Services	273	265	-0.8%
Professional Services	411	428	+4.1%
KPN Consulting	77	17	n.m.
Other	8	3	-58%
Adjusted revenues	**2,043**	**1,841**	**-5.7%**

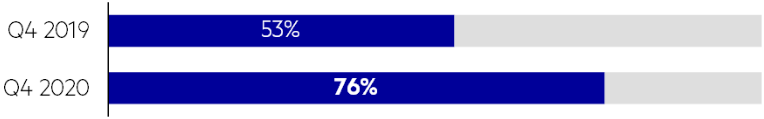
Business NPS improved y-on-y[2]



SME customer migrations nearly completed[1]



LCE customer migrations on track[1]



1. Eligible customers migrated from traditional voice and legacy broadband services
2. Source: Kantar TNS
3. Corrected for the impact of divestments (International Network Services, Argeweb, and KPN Consulting)

Wholesale: Sustainable growth from open access model

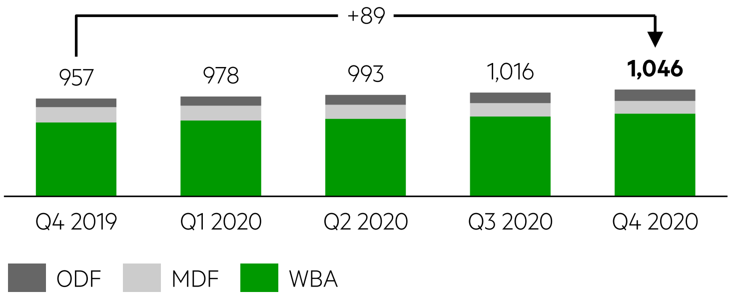
Key take-aways

- Solid growth in fixed revenues driven by higher broadband base
- Added 89k broadband lines and 30k mobile customers
- Continuing open Wholesale policy based on voluntary offers and long-term contracts

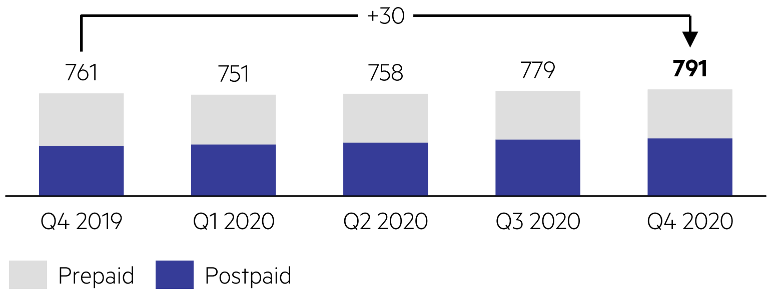
Adjusted revenue trend (€ m)

	FY 2019	FY 2020	Δ y-on-y (excl. divestments[1])
Mobile service revenues	139	140	+0.2%
Fixed revenues	489	484	+6.4%
Adjusted revenues	**627**	**624**	**+5.3%**

Broadband customer base (k)



Mobile customer base (k)



1. Corrected for impact of divestments (NLDC)

ESG milestones and ambitions recognized by leading benchmarks

Important milestones crossed...

2011 ✓
100% green energy

Carbon neutral for own operations
2015 ✓

2020 ✓
>30% gender diversity at Board level

...and an ambitious agenda

>30% women in senior management
2023

2025
~100% circular

Carbon neutral without offsets
2030

2040
-50% CO_2e emission in supply chain vs 2014

Rankings & awards in 2020

CDP DISCLOSURE INSIGHT ACTION A LIST 2020 CLIMATE

Member of Dow Jones Sustainability Indices Powered by the S&P Global CSA

MSCI ESG RATINGS AAA (CCC B BB BBB A AA AAA)

The RepTrak Company™

PLATINUM Top 1% 2020 ecovadis Sustainability Rating

Robust FY results

Adjusted revenues
€ 5,275m
-3.9%
FY 2019
€ 5,486m

Adj. net indirect opex savings
€ 137m
Since January 2019
€ 278m

Adjusted EBITDA AL
€ 2,320m
+0.1%
FY 2019
€ 2,317m

Net profit
€ 561m
-8.7%
FY 2019
€ 614m

ROCE
10.1%
+80bps
FY 2019
9.3%

Leverage ratio
2.3x
FY 2019
2.2x

Operational Free Cash Flow
€ 1,172m
-2.5%
FY 2019
€ 1,202m

Capex
€ 1,147m
+2.9%
FY 2019
€ 1,115m

FCF (excl. TEFD dividend)
€ 765m
+5.4%
FY 2019
€ 726m

FY adjusted revenues -3.9% y-on-y
- **-2.4% excl. impact divestments**
- Growth in Consumer Fixed and Wholesale was offset by lower revenues in Business and Consumer Mobile

FY adjusted EBITDA AL +0.1% y-on-y
- **+1.4% excl. impact divestments**
- Effect of lower revenues fully offset by disciplined cost control

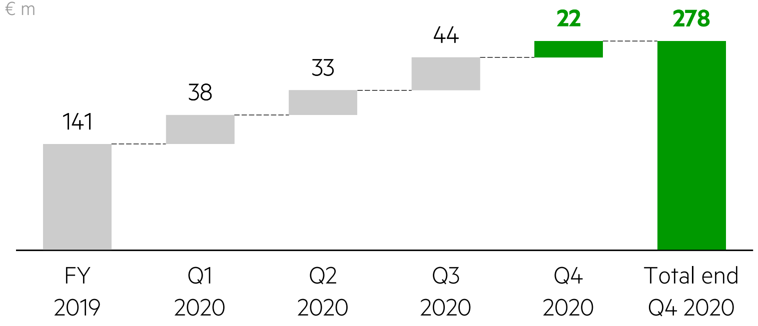
FY FCF of € 765m (+5.4% y-on-y)
- **+6.6% excl. impact divestments**
- Higher Capex and increased investments in working capital fully offset by lower cash interest paid and cash restructuring

ROCE of 10.1%
- +80bps y-on-y

Key figures for FY 2019 are not corrected for impact of divestments (NLDC, International Network Services, Argeweb and KPN Consulting)

Strong cost savings track record and next wave cost savings

Strong cost savings since start



New wave cost savings program (2021-2023)

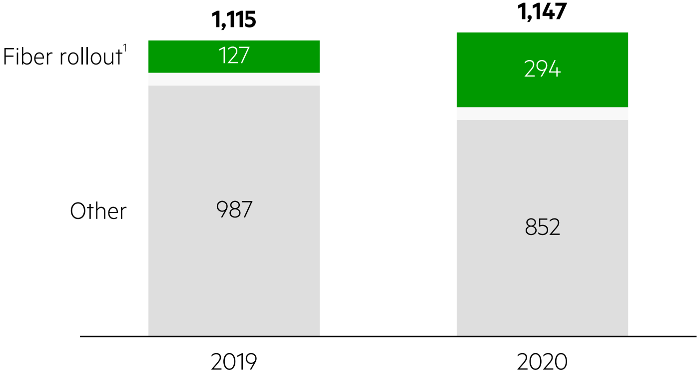
>€ 250m

net indirect opex[1]
(~15% of 2020 indirect cost base)

1. Net indirect opex after leases, adjusted for the impact of restructuring costs and incidentals and corrected for divestments

Making clear investment decisions: accelerate fiber

Increasing fiber investments (€ m)



2020 driven by accelerated fiber rollout

2021 not to exceed € 1,200m

Capex / sales[2] (%)

	2019	2020
Fiber rollout	2.4	5.6
Other	18.1	16.2
Total	**20.5**	**21.8**

1. Fiber rollout Capex includes rollout in overlay and new built areas, M&A, active equipment, and rollout communication
2. Corrected for impact of divestments

Strong underlying cash generation

(€m)	FY 2019	FY 2020	Δ y-on-y
Adjusted EBITDA after leases	**2,317**	**2,320**	**+0.1%**
As % of adj. revenues	*42.2%*	*44.0%*	
Capex	1,115	1,147	+2.9%
Operational Free Cash Flow	**1,202**	**1,172**	**-2.5%**
As % of adj. revenues	*21.9%*	*22.2%*	
Cash restructuring	-133	-58	-56%
Incidentals	210	28	-87%
Change in provisions excl. restructuring	-33	-95	>100%
Interest received/(paid) excl. lease interest	-301	-233	-23%
Taxes received/(paid)	-7	-	-94%
Change in working capital	-9	-34	>100%
Other income	-202	-19	-90%
Other movements	-1	5	n.m.
Free Cash Flow (excl. TEFD dividend)	**726**	**765**	**+5.4%**
As % of adj. revenues	*13.2%*	*14.5%*	
TEFD dividend received	24	-	-100%
Acquisitions & disposals	256	15	-94%
Change in short-term investments	-225	5	n.m.
Other investing cash flow	341	-422	n.m.
Dividends paid	-512	-529	+3.3%
Other financing cash flow	-492	-6	-99%
Total cash flow from discontinued operations	37	-1	n.m.
Change in net cash & cash equivalents	**155**	**-173**	**n.m.**

Cash & short term investments at end of period	**1,041**	**864**
Bank overdrafts	-	2
Cash classified as held for sale	-	-
Short-term investments	-275	-270
Cash & cash equivalents (balance sheet)	**766**	**597**

- Lower Operational Free Cash Flow driven by higher Capex

- Free Cash Flow of € 765m, 5.4% higher y-on-y
  - Lower cash restructuring charges driven by COVID-19
  - Less cash interest paid due to debt redemptions and refinancing transactions

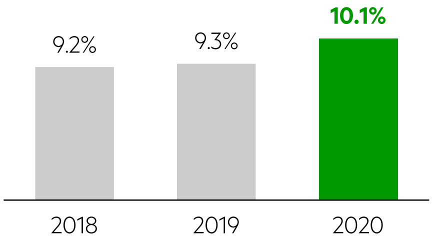
  Partly offset by
  - Increased investments in working capital
  - Higher impact from change in provisions

- Strong cash position at 31 December 2020
  - Despite spectrum auction

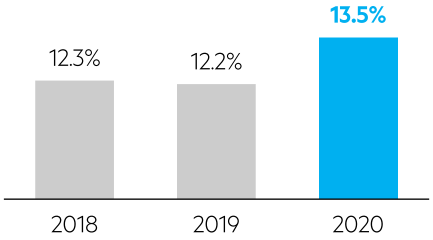
kpn

Significantly improving return on capital

ROCE[1]



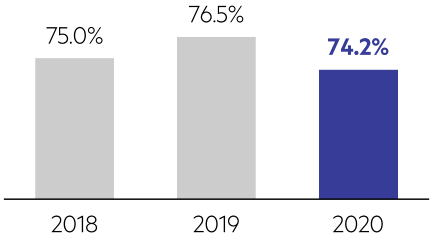
Operational efficiency[2]



Operational efficiency improved

- Due to higher NOPLAT and lower revenues
- Strong and disciplined cost control
- Lower restructuring charges

Capital efficiency[3]



Capital efficiency declined

- Due to lower revenues and higher Capital Employed
- Increase in Capital Employed mainly due to acquired spectrum licenses

1. ROCE is calculated on a 4-quarter average rolling basis
2. NOPLAT / Revenue (NOPLAT = adjusted EBITDA incl. restructuring -/- Depreciation -/- Nominal Tax)
3. Revenue / Capital Employed

Accelerate to grow

kpn. The network of the Netherlands

kpn

Agendapunt #2

Verslag van de Raad van Bestuur over het boekjaar 2020

Q&A

kpn

Agendapunt #3 – *Besluit*

Voorstel tot het vaststellen van de jaarrekening over het boekjaar 2020

Duco Sickinghe

Voorzitter RvC

kpn

Algemene vergadering van Koninklijke KPN N.V.

Presentatie controle jaarrekening 2020 door Ernst & Young Accountants LLP

14 april 2021

Building a better working world

Agenda

1. Controleaanpak & focus
2. Belangrijkste conclusies
3. Belangrijkste aandachtspunten - Key audit matters
4. Fraude en naleving wet- en regelgeving
5. Communicatie en interactie

Frank Blenderman
Partner

Controleaanpak & focus

Reikwijdte	Strategie	Uitvoering
Enkelvoudige en geconsolideerde jaarrekening Controle **Jaarverslag** Toetsing wettelijke vereisten/materiële afwijkingen **Niet financiële informatie**	**Verantwoordelijkheid** **Teaming** Core team Experts **Materialiteit**	**Aanpak** Materialiteit Inschatting risico's Werkzaamheden Fraude en naleving wet- en regelgeving **Key Audit Matters**

Communicatie

Belangrijkste conclusies 1/2

- Controle van de jaarrekening
  - Getrouw beeld
  - Geen controleverschillen die gecorrigeerd moeten worden
  - Geen verschil van inzicht omtrent schattingen

- Duurzaamheidsinformatie
  - Energieverbruik en CO_2e emissies (Scope 1 en 2)
    - getrouw beeld (redelijke zekerheid)
  - Geselecteerde duurzaamheidsinformatie
    - geen bevindingen (beperkte zekerheid)

Belangrijkste conclusies 2/2

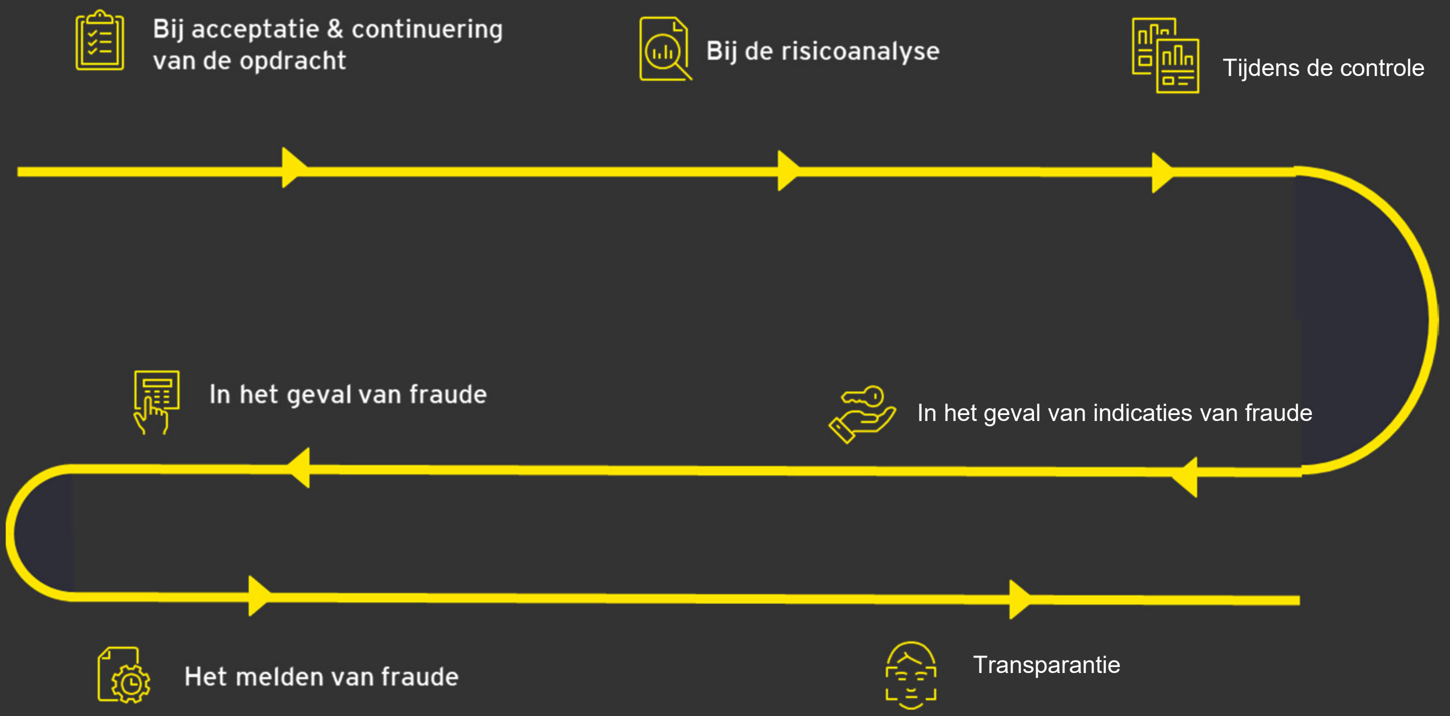
- Jaarverslag en verslag commissarissen
  - Voldoet aan de wet, de corporate governance code en is niet strijdig met jaarrekening
  - Geen materiële onjuistheden gesignaleerd
  - Remuneratie

Belangrijkste aandachtspunten

Key audit matters:

- Waardering immateriële en materiële vaste activa
- Waardering latente belastingen
- Betrouwbaarheid van IT systemen, inclusief security, cybercrime en data privacy
- Niet-financiële informatie:
  - CO_2e emissies (scope 3)
  - Toelichting NPS en RepTrak

Fraude en naleving wet- en regelgeving



Communicatie en interactie

- Onze rapportage
- Besprekingen met de Raad van Bestuur, Raad van Commissarissen en Audit Commissie
- De wijze van omgaan met deze organen en commissies
- Afstemmingen tussentijds
- Impact COVID-19 op onze controlewerkzaamheden
- Afsluitende opmerkingen

Algemene vergadering van Koninklijke KPN N.V.

Agendapunt #3

Voorstel tot het vaststellen van de jaarrekening over het boekjaar 2020

Q&A

Stemprocedure

Voorzitter kondigt stemming aan

Stemmen tijdens gehele vergadering mogelijk

Klik op het stemicoon om de keuzes te tonen

De stemkeuzes verschijnen op het display

Druk op het item in de app:

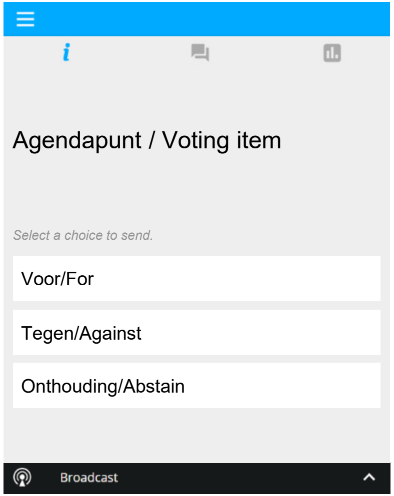
Uw stemkeuze verschijnt op het display

Herstellen?

Breng opnieuw uw stem uit, laatste keuze geldt

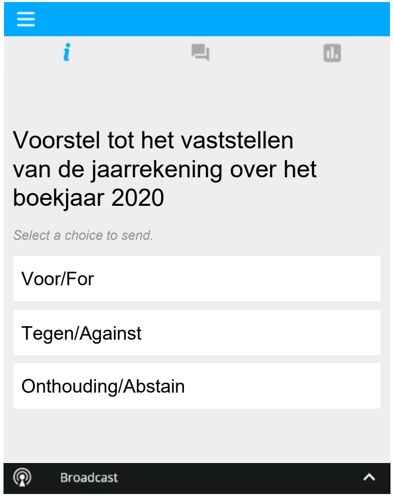
Wij verzoeken u te stemmen op alle agendapunten

De stemming zal zijn geopend tijdens de gehele vergadering



Agendapunt #3: Besluit

Voorstel tot het vaststellen van de jaarrekening over het boekjaar 2020



Agendapunt #4 – *Adviserende stemming*

Bezoldigingsverslag over het boekjaar 2020

Duco Sickinghe

Voorzitter RvC

Peter Hartman

Voorzitter remuneratie commissie

Uitgangspunten bezoldigingsbeleid RvB

Basis jaarsalaris

en overige voorwaarden

Short-term incentive (STI)

Uitbetaling in contanten

- CEO: 90%[1]
- Overige RvB: 60%[1]

70% financiële doelstellingen
30% niet-financiële doelstellingen

Long-term incentive (LTI)

Uitbetaling in aandelen

- CEO: 135%[1]
- Overige RvB: 90%[1]

70% financiële doelstellingen
30% niet-financiële doelstellingen

1. Als % van het basis jaarsalaris bij 100% realisatie van de doelstellingen

Bezoldigingsverslag 2020: korte- en lange termijn variabele beloning

Korte- en lange termijn variabele beloning:

Variabele beloning 2020	STI 2020 (€ k)	LTI 2018 (aantal aandelen)
Joost Farwerck CEO	676	210.207
Chris Figee CFO	319	-
Jean-Pascal Van Overbeke CCM	335	87.885
Marieke Snoep CBM	335	-
Babak Fouladi CTDO	335	-
Hilde Garssen CPO	257	-

Additionele informatie:

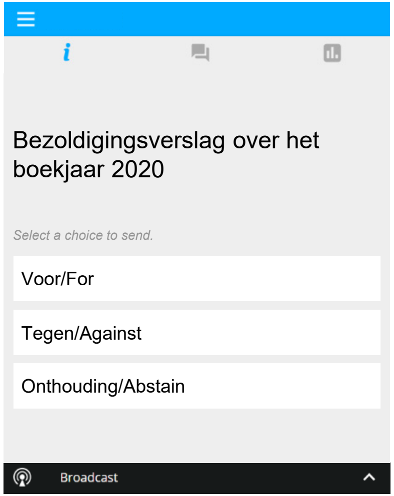
- Extra aandacht besteed aan de impact van COVID-19, geen omstandigheden om af te wijken van hetgeen was afgesproken
- Pay-out ratio 2020: 30 → CEO beloning ten opzichte van gemiddelde beloning overige medewerkers
- STI 2020 (netto) uitbetaling voor 50% in aandelen indien niveau op basis van richtlijn voor aandelenbezit nog niet is bereikt
- Ontvangen aandelen onder LTI 2018 zijn verbonden aan een lock-up periode van twee jaar, i.e. tot medio april 2023
- LTI plan 2018 niet van toepassing op alle RvB leden in verband met datum indiensttreding

Agendapunt #4
Bezoldigingsverslag over het boekjaar 2020

Q&A

Agendapunt #4: Adviserende stemming

Bezoldigingsverslag over het boekjaar 2020



Agendapunt #5

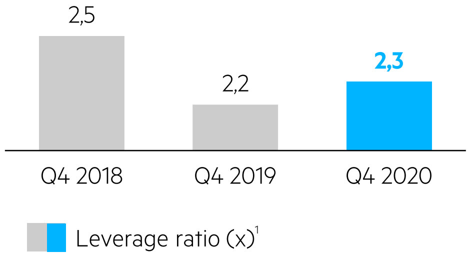
Toelichting op het financieel- en dividendbeleid

Chris Figee

CFO

Gecommitteerd aan een solide financieel profiel

Leverage profiel



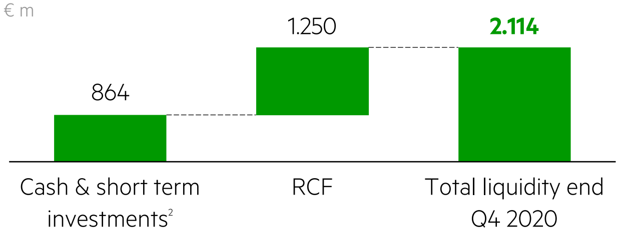
Target

<2,5x

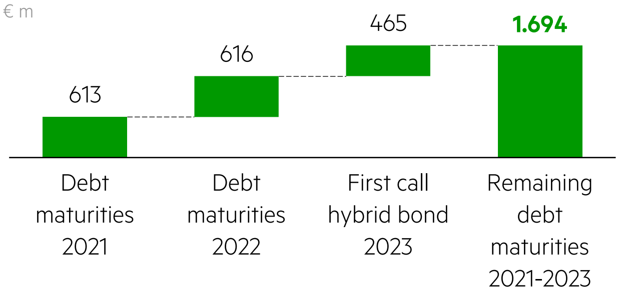
Solide investment grade kredietprofiel

S&P Global Ratings	Fitch Ratings	Moody's
BBB / Stable	BBB / Stable	Baa3 / Stable

Robuuste liquiditeitspositie...



...dekt verwachte aflossingen t/m 2023



1. Netto schuld (excl. leases) / Adjusted EBITDA AL
2. Per 31 december 2020, KPN had € 60m uitstaande schuld onder zijn/haar € 1 mrd STEP bestempelde Euro Commercial Paper programma

Dividend per aandeel

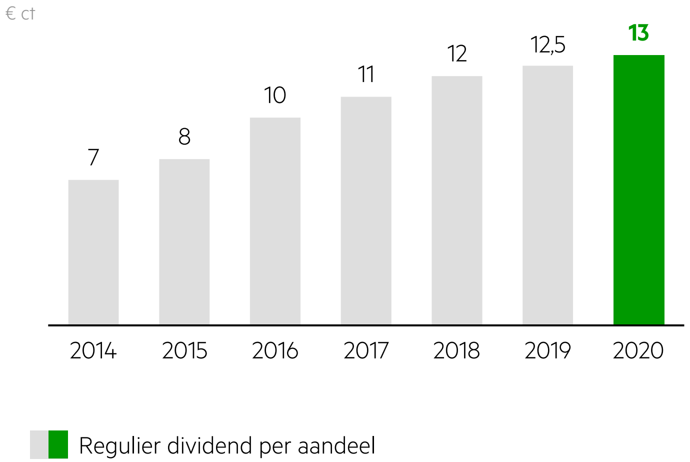
€ 13,0ct

Beoogd regulier dividend per aandeel over **2020**

€ 8,7ct

Beoogd slot dividend per aandeel,
te betalen in april **2021**

Gecommitteerd aan een progressief dividend



Agendapunt #5
Toelichting op het financieel- en dividendbeleid

Q&A

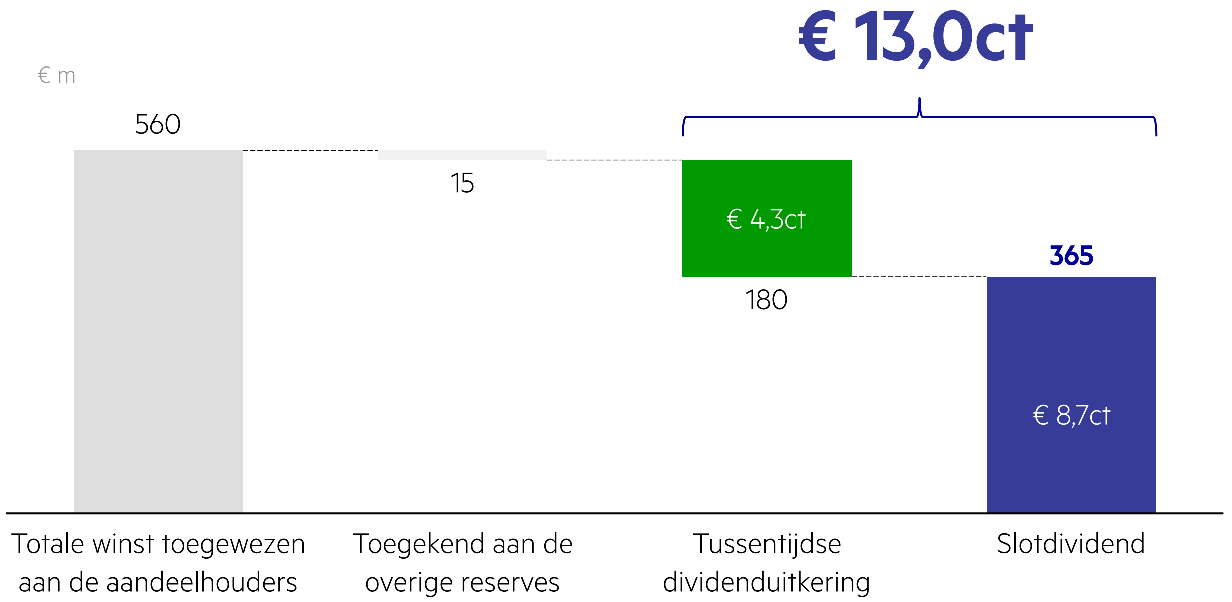
Agendapunt #6 – *Besluit*

Voorstel tot het vaststellen van het dividend over het boekjaar 2020

Duco Sickinghe

Voorzitter RvC

Vaststelling dividend over boekjaar 2020



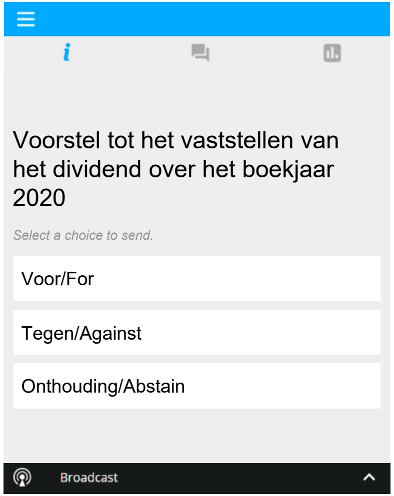
Agendapunt #6

Voorstel tot het vaststellen van het dividend over het boekjaar 2020

Q&A

Agendapunt #6: Besluit

Voorstel tot het vaststellen van het dividend over het boekjaar 2020



Agendapunt #7&8 – *Besluiten*

Voorstel tot het verlenen van decharge aan de leden van de Raad van Bestuur en Raad van Commissarissen

Duco Sickinghe

Voorzitter RvC

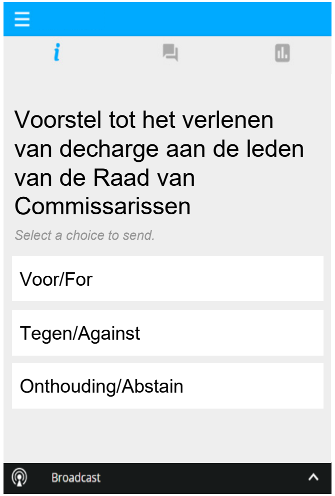
Agendapunt #7&8

Voorstel tot het verlenen van decharge aan de leden van de Raad van Bestuur en Raad van Commissarissen

Q&A

Agendapunt #7&8: Besluiten

Voorstel tot het verlenen van decharge aan de leden van de Raad van Bestuur en Raad van Commissarissen



Agendapunt #9 – *Besluit*

Voorstel tot benoeming van de externe accountant voor het boekjaar 2022

Duco Sickinghe

Voorzitter RvC

Agendapunt #9

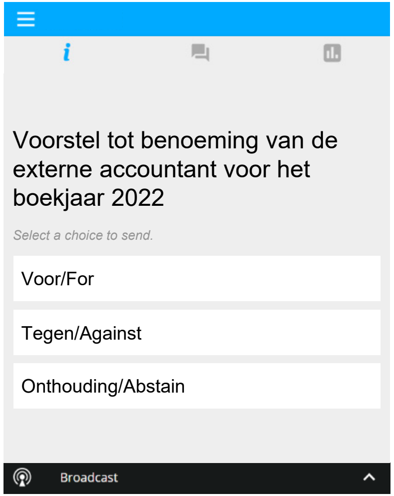
Voorstel tot benoeming van de externe accountant voor het boekjaar 2022

Q&A

kpn

Agendapunt #9: Besluit

Voorstel tot benoeming van de externe accountant voor het boekjaar 2022



Agendapunt #10

Gelegenheid tot het doen van aanbevelingen voor de benoeming van een lid van de Raad van Commissarissen

Duco Sickinghe

Voorzitter RvC

Agendapunt #10

Gelegenheid tot het doen van aanbevelingen voor de benoeming van een lid van de Raad van Commissarissen

Q&A

Agendapunt #11 – *Besluit*

Voorstel tot benoeming van de heer E.J.C. Overbeek tot lid van de Raad van Commissarissen

Duco Sickinghe

Voorzitter RvC

Profiel: Edzard Overbeek

Geboortejaar: 1967

Nationaliteit: Nederlands

Huidige functie:
- HERE, Chief Executive Officere
- KPN, Lid van de Raad van Commissarissen (sinds 2017)

Werkervaring:
- Cisco Systems, diverse posities waaronder die van President Asia Pacific & Japan / Vice President Europe (2000 – 2016)
- Copaco, Managing director (1998 – 2000)
- Siemens, Business Unit Manager (1996 – 1998)
- Fujitsu, General Sales Manager (1994 – 1996)

Opleiding:
- Master of Business Administration, NIMBAS

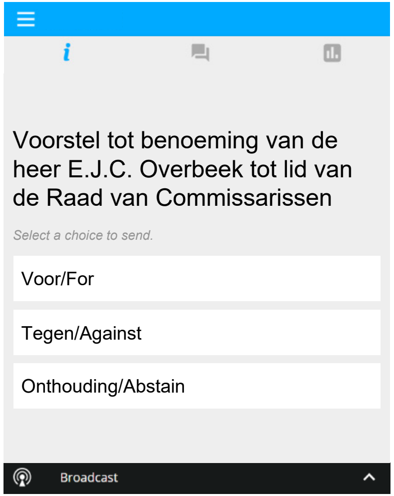
Agendapunt #11

Voorstel tot benoeming van de heer E.J.C. Overbeek tot lid van de Raad van Commissarissen

Q&A

Agendapunt #11: Besluit

Voorstel tot benoeming van de heer E.J.C. Overbeek tot lid van de Raad van Commissarissen



Agendapunt #12 – *Besluit*

Voorstel tot benoeming van de heer G.J.A. van de Aast tot lid van de Raad van Commissarissen

Duco Sickinghe

Voorzitter RvC

Profiel: Gerard van de Aast

Geboortejaar: 1957

Nationaliteit: Nederlands

Huidige functie:
- Voorzitter van de Raad van Commissarissen, NS
- Vicevoorzitter van de Raad van Commissarissen, Signify NV
- Lid van de Raad van Commissarissen, Witteveen+Bos

Werkervaring:
- Imtech NV, Chief Executive Officer (2013 – 2015)
- Volker Wessels, Chief Executive Officer (2009 – 2012)
- Reed Business, Chief Executive Officer (2001 – 2008)
- Compag, Vice president en General Manager (1998 – 2000)
- Digitial Equipment Corp, Vice president (1992 – 1998)
- Diverse posities bij Phillips, W+B Software, Technosoft, Witteveen&Bos (1979 – 1992)

Opleiding:
- Technische bouwopleiding, HTS

Agendapunt #12

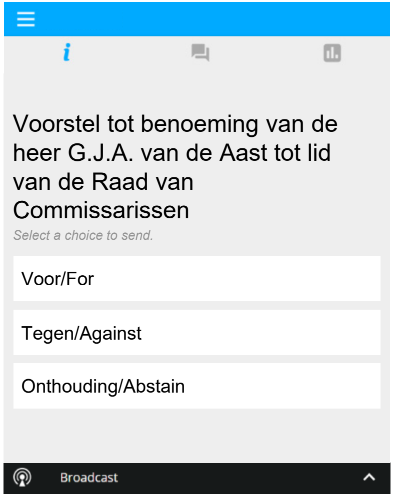
Voorstel tot benoeming van de heer G.J.A. van de Aast tot lid van de Raad van Commissarissen

Q&A

kpn

Agendapunt #12: Besluit

Voorstel tot benoeming van de heer G.J.A. van de Aast tot lid van de Raad van Commissarissen



Agendapunt #13

Mededelingen over vacatures in de Raad van Commissarissen die in 2022 zullen ontstaan

Duco Sickinghe

Voorzitter RvC

kpn

Agendapunt #13

Mededelingen over vacatures in de Raad van Commissarissen die in 2022 zullen ontstaan

Q&A

Agendapunten #14-17 – *Besluiten*

14: Verkrijgen van eigen aandelen
15: Intrekken van eigen aandelen
16: Uitgifte van gewone aandelen
17: Beperking of uitsluiting van voorkeursrecht bij uitgifte van gewone aandelen

Duco Sickinghe

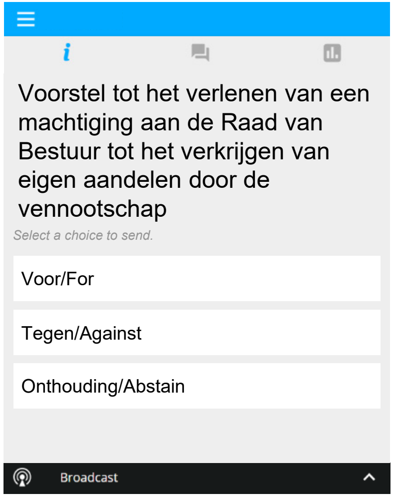
Voorzitter RvC

Agendapunten #14-17

Q&A

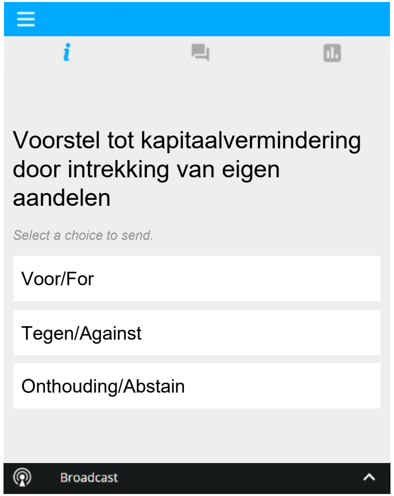
Agendapunt #14: Besluit

Voorstel tot het verlenen van een machtiging aan de Raad van Bestuur tot het verkrijgen van eigen aandelen door de vennootschap



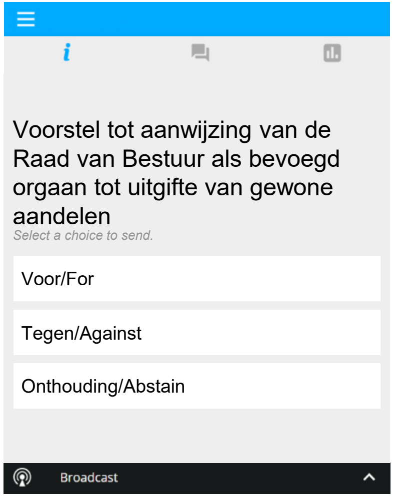
Agendapunt #15: Besluit

Voorstel tot kapitaalvermindering door intrekking van eigen aandelen



Agendapunt #16: Besluit

Voorstel tot aanwijzing van de Raad van Bestuur als bevoegd orgaan tot uitgifte van gewone aandelen



kpn

Agendapunt #17: Besluit

Voorstel tot aanwijzing van de Raad van Bestuur als bevoegd orgaan tot beperking of uitsluiting van het wettelijk voorkeursrecht bij uitgifte van gewone aandelen

kpn

Agendapunt #18

Rondvraag

Duco Sickinghe

Voorzitter RvC

Agendapunt #19
Stemuitslagen en sluiting

Duco Sickinghe
Voorzitter RvC

Algemene Vergadering van Aandeelhouders

14 april 2021

kpn. Het netwerk van Nederland