

Annual general meeting of Digi Communications N.V. 2018, 2 May – Voting results

Issued and outstanding share capital	65,756,028 shares class A 34,243,972 shares class B 100,000,000 shares in total
Treasury shares	5,609,361 shares class A 997,154 shares class B 6,606,515 shares in total
Total number of shares (excluding treasury shares)	60,146,667 shares class A 33,246,818 shares class B 93,393,485 shares in total
Total number of potential votes	601,466,670 votes class A 33,246,818 votes class B 634,713,488 votes in total
Total number of shares registered at the record date	60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total
Total number of votes registered at AGM	601,466,670 votes class A 4,065,020 votes class B 605,531,690 votes in total
Quorum	68.75% of the entire issued share capital (excluding treasury shares)

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Agenda Item	Resolution
2.e	<p data-bbox="423 327 1105 359">Adoption of the 2017 Annual Accounts (voting item)</p> <p data-bbox="423 384 662 415"><u>Total shares voted:</u></p> <p data-bbox="423 447 753 541">60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p data-bbox="423 573 756 604"><u>Represented share capital:</u></p> <p data-bbox="423 636 521 667">68.75%</p> <p data-bbox="423 688 1019 720"><u>Total votes cast (except for the abstained votes):</u></p> <p data-bbox="423 741 753 835">601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p data-bbox="423 867 545 898"><u>Votes for:</u></p> <p data-bbox="423 919 753 1014">601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p data-bbox="423 1045 602 1077"><u>Votes against:</u></p> <p data-bbox="423 1098 613 1192">0 votes class A 0 votes class B 0 votes in total</p> <p data-bbox="423 1245 634 1276"><u>Votes abstained:</u></p> <p data-bbox="423 1297 643 1392">0 votes class A 155 votes class B 155 votes in total</p>

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2.f	<p>Distribution of dividend (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes for:</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 0 votes class B 0 votes in total</p> <p><u>Votes abstained:</u></p> <p>0 votes class A 155 votes class B 155 votes in total</p>
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2.g	<p>Release from liability of the members of Board of Directors (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>578,665,450 votes class A 4,064,865 votes class B 582,730,315 votes in total</p> <p><u>Votes for:</u></p> <p>578,665,450 votes class A 4,064,865 votes class B 582,730,315 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 0 votes class B 0 votes in total</p> <p><u>Votes abstained:</u></p> <p>22,801,220 votes class A 155 votes class B 22,801,375 votes in total</p>
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3.	<p>Proposal to appoint Ernst & Young Accountants, LLP, Netherlands as the statutory auditor of the Company for the financial year 2018 (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes for:</u></p> <p>601,466,670 votes class A 4,052,765 votes class B 605,519,435 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 12,100 votes class B 12,100 votes in total</p> <p><u>Votes abstained:</u></p> <p>0 votes class A 155 votes class B 155 votes in total</p>
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4.	<p>Designation of the Board of Directors as the competent body to repurchase Class B Shares (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes for:</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 0 votes class B 0 votes in total</p> <p><u>Votes abstained:</u></p> <p>0 votes class A 155 votes class B 155 votes in total</p>
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5.a	<p>Proposal to authorize the Board of Directors to decide upon the award of stock options and shares to non-executive directors and relating amendment of the remuneration policy for non-executive directors (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes for:</u></p> <p>601,466,670 votes class A 4,008,028 votes class B 605,474,698 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 56,837 votes class B 56,837 votes in total</p> <p><u>Votes abstained:</u></p> <p>0 votes class A 155 votes class B 155 votes in total</p>
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5.b	<p>Amendment of the Company's share option plan (voting item)</p> <p><u>Total shares voted:</u></p> <p>60,146,667 shares class A 4,065,020 shares class B 64,211,687 shares in total</p> <p><u>Represented share capital:</u></p> <p>68.75%</p> <p><u>Total votes cast (except for the abstained votes):</u></p> <p>601,466,670 votes class A 4,064,865 votes class B 605,531,535 votes in total</p> <p><u>Votes for:</u></p> <p>601,466,670 votes class A 4,020,128 votes class B 605,486,798 votes in total</p> <p><u>Votes against:</u></p> <p>0 votes class A 44,737 votes class B 44,737 votes in total</p> <p><u>Votes abstained:</u></p> <p>0 votes class A 155 votes class B 155 votes in total</p>
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