

## Voting results and resolutions 2015 AGM Royal Philips

Voting results of and summary of the resolutions taken at the **Annual General Meeting of Shareholders** of Koninklijke Philips N.V. held on May 7, 2015

On the record date for the 2015 AGM (April 9, 2015) the total number of issued and paid-up shares in Koninklijke Philips N.V. was 934,819,413 ordinary shares. Considering the number of shares held in treasury, which amounted to 24,242,658 on such record date, the number of voting rights amounted to 910,576,755.

Percentages have been rounded.

### Agenda item 2c

The General Meeting of Shareholders adopted the financial statements 2014

#### Overview votes

For	488,042,718	99.84%
Against	759,023	0.16%
Abstain	3,118,215	
Total shares voted / votes cast (i.e. excluding abstentions)	488,801,741	
	53.68% of issued and outstanding share capital	

### Agenda item 2d

The General Meeting of Shareholders adopted a dividend of EUR 0.80 per common share, in cash or in shares at the option of the shareholder, against the net income for 2014 and retained earnings

#### Overview votes

For	482,652,291	98.86%
Against	5,545,914	1.14%
Abstain	3,100,676	
Total shares voted / votes cast (i.e. excluding abstentions)	488,198,205	
	53.61% of issued and outstanding share capital	

## Agenda item 2e

The General Meeting of Shareholders discharged the members of the Board of Management for their responsibilities

### Overview votes

<b>For</b>	474,183,058	97.29%
<b>Against</b>	13,200,191	2.71%
<b>Abstain</b>	4,535,081	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	487,383,249	
53.52% of issued and outstanding share capital		

## Agenda item 2f

The General Meeting of Shareholders discharged the members of the Supervisory Board for their responsibilities

### Overview votes

<b>For</b>	473,958,311	97.25%
<b>Against</b>	13,408,525	2.75%
<b>Abstain</b>	4,551,758	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	487,366,836	
53.52% of issued and outstanding share capital		

## Agenda item 3

The General Meeting of Shareholders approved the separation of the Lighting business from Royal Philips, on conditions to be determined by the Board of Management with the approval of the Supervisory Board

### Overview votes

<b>For</b>	486,523,717	99.77%
<b>Against</b>	1,109,388	0.23%
<b>Abstain</b>	4,285,152	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	487,633,105	
53.55% of issued and outstanding share capital		

## Agenda item 4a

The General Meeting of Shareholders re-appointed Mr F.A. van Houten as President/CEO and member of the Board of Management with effect from May 7, 2015

### Overview votes

<b>For</b>	487,079,548	99.76%
<b>Against</b>	1,163,387	0.24%
<b>Abstain</b>	3,658,619	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,242,935	
53.62% of issued and outstanding share capital		

## Agenda item 4b

The General Meeting of Shareholders re-appointed Mr R.H. Wirahadiraksa as member of the Board of Management with effect from May 7, 2015

### Overview votes

For	487,070,308	99.76%
Against	1,158,412	0.24%
Abstain	3,672,638	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,228,720	
53.62% of issued and outstanding share capital		

## Agenda item 4c

The General Meeting of Shareholders re-appointed Mr P.A.J. Nota as member of the Board of Management with effect from May 7, 2015

### Overview votes

For	487,169,348	99.78%
Against	1,081,033	0.22%
Abstain	3,651,035	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,250,381	
53.62% of issued and outstanding share capital		

## Agenda item 5a

The General Meeting of Shareholders re-appointed Mr J.P. Tai as member of the Supervisory Board with effect from May 7, 2015

### Overview votes

For	482,910,077	98.91%
Against	5,299,194	1.09%
Abstain	3,683,101	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,209,271	
53.62% of issued and outstanding share capital		

## Agenda item 5b

The General Meeting of Shareholders re-appointed Mr H. von Prondzynski as member of the Supervisory Board with effect from May 7, 2015

### Overview votes

For	478,084,604	97.94%
Against	10,066,609	2.06%
Abstain	3,725,062	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,151,213	
53.61% of issued and outstanding share capital		

## Agenda item 5c

The General Meeting of Shareholders re-appointed Mr C.J.A. van Lede as member of the Supervisory Board for a term of two years with effect from May 7, 2015

### Overview votes

<b>For</b>	471,056,221	96.39%
<b>Against</b>	17,652,847	3.61%
<b>Abstain</b>	3,188,511	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,709,068	
	53.67% of issued and outstanding share capital	

## Agenda item 5d

The General Meeting of Shareholders appointed Mr D.E.I. Pyott as member of the Supervisory Board with effect from May 7, 2015

### Overview votes

<b>For</b>	487,154,122	99.79%
<b>Against</b>	1,045,546	0.21%
<b>Abstain</b>	3,700,327	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,199,668	
	53.61% of issued and outstanding share capital	

## Agenda item 6

The General Meeting of Shareholders revised the remuneration of the members of the Supervisory Board

### Overview votes

<b>For</b>	469,046,560	95.98%
<b>Against</b>	19,653,542	4.02%
<b>Abstain</b>	3,193,492	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,700,102	
	53.67% of issued and outstanding share capital	

## Agenda item 7a

The General Meeting of Shareholders appointed Ernst & Young Accountants LLP as the external auditor of the company

### Overview votes

<b>For</b>	486,928,167	99.63%
<b>Against</b>	1,797,509	0.37%
<b>Abstain</b>	3,167,216	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,725,676	
	53.67% of issued and outstanding share capital	

## Agenda item 7b

The General Meeting of Shareholders adopted the proposal to amend the term of appointment of the external auditor in the Articles of Association

### Overview votes

<b>For</b>	458,596,323	93.83%
<b>Against</b>	30,158,860	6.17%
<b>Abstain</b>	3,140,378	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,755,183	
	53.68% of issued and outstanding share capital	

## Agenda item 8a

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 7, 2015, as the body which is authorized, with the approval of the Supervisory Board, to issue shares or grant rights to acquire shares within the limits laid down in the Articles of Association

### Overview votes

<b>For</b>	441,766,836	90.39%
<b>Against</b>	46,957,146	9.61%
<b>Abstain</b>	3,169,715	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,723,982	
	53.67% of issued and outstanding share capital	

## Agenda item 8b

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 7, 2015, as the body which is authorized, with the approval of the Supervisory Board, to restrict or exclude the pre-emption rights accruing to shareholders

### Overview votes

<b>For</b>	425,013,365	86.96%
<b>Against</b>	63,709,219	13.04%
<b>Abstain</b>	3,171,143	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,722,584	
	53.67% of issued and outstanding share capital	

## Agenda item 9

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 7, 2015, within the limits of the law and the Articles of Association, to acquire, with the approval of the Supervisory Board, for valuable consideration, on the stock exchange or otherwise, shares in the company at a price between, on the one hand, an amount equal to the par value of the shares and, on the other hand, an amount equal to 110% of the market price of these shares on the Official Segment of NYSE Euronext Amsterdam; the market price being the average of the highest price on each of the five days of trading prior to the date of acquisition, as shown in the Official Price List of NYSE Euronext Amsterdam.

### Overview votes

<b>For</b>	476,509,812	97.50%
<b>Against</b>	12,242,079	2.50%
<b>Abstain</b>	3,143,940	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,751,891	
	53.67% of issued and outstanding share capital	

## Agenda item 10

The General Meeting of Shareholders adopted the proposal to cancel common shares in the share capital of the company held or to be acquired by the company. The number of shares that will be cancelled shall be determined by the Board of Management.

### Overview votes

<b>For</b>	487,970,196	99.85%
<b>Against</b>	746,217	0.15%
<b>Abstain</b>	3,179,234	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	488,716,413	
	53.67% of issued and outstanding share capital	

