

## Voting results and resolutions 2016 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 12, 2016

On the record date for the 2016 AGM (April 14, 2016) the total number of issued and paid-up shares in Koninklijke Philips N.V. was 931,130,387 ordinary shares. Considering the number of shares held in treasury, which amounted to 19,844,612 on such record date, the number of voting rights amounted to 911,285,775.

Percentages have been rounded.

### Agenda item 2c

The General Meeting of Shareholders adopted the financial statements 2015.

Overview votes		
For	495,546,229	99.98%
Against	92,279	0.02%
Abstain	74,012	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,638,508	
	54.39% 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 2015 and retained earnings.

Overview votes		
For	490,159,320	98.89%
Against	5,509,656	1.11%
Abstain	43,640	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,668,976	
	54.39% 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

For	474,794,230	96.01%
Against	19,720,040	3.99%
Abstain	1,197,441	
Total shares voted / votes cast (i.e. excluding abstentions)	494,514,270	
54.27% 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

For	461,666,605	94.53%
Against	26,738,677	5.47%
Abstain	7,306,184	
Total shares voted / votes cast (i.e. excluding abstentions)	488,405,282	
53.60% of issued and outstanding share capital		

## Agenda item 3

The General Meeting of Shareholders re-appointed Mrs. N Dhawan as a member of the Supervisory Board with effect as of May 12, 2016.

### Overview votes

For	492,505,057	99.60%
Against	1,987,507	0.40%
Abstain	1,218,195	
Total shares voted / votes cast (i.e. excluding abstentions)	494,492,564	
54.26% of issued and outstanding share capital		

## Agenda item 4

The General Meeting of Shareholders determined the remuneration of the Quality & Regulatory Committee of the Supervisory Board.

### Overview votes

For	476,226,262	97.47%
Against	12,347,091	2.53%
Abstain	7,137,647	
Total shares voted / votes cast (i.e. excluding abstentions)	488,573,353	
53.61% of issued and outstanding share capital		

## Agenda item 5a

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 12, 2016, 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>	458,002,864	92.41%
<b>Against</b>	37,600,409	7.59%
<b>Abstain</b>	109,227	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,603,273	
	54.39% of issued and outstanding share capital	

## Agenda item 5b

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 12, 2016, 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>	422,140,304	85.18%
<b>Against</b>	73,466,679	14.82%
<b>Abstain</b>	105,623	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,606,983	
	54.39% of issued and outstanding share capital	

## Agenda item 6

The General Meeting of Shareholders authorized the Board of Management for a period of 18 months, effective May 12, 2016, 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 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 Euronext Amsterdam.

### Overview votes

<b>For</b>	480,321,477	96.91%
<b>Against</b>	15,311,513	3.09%
<b>Abstain</b>	79,339	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,632,990	
	54.39% of issued and outstanding share capital	

## Agenda item 7

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>	495,535,923	99.98%
<b>Against</b>	77,537	0.02%
<b>Abstain</b>	95,605	
<b>Total shares voted / votes cast (i.e. excluding abstentions)</b>	495,613,460	
	54.39% of issued and outstanding share capital	

