

## Proxy and voting instruction

### Proxy

Proxy for the Annual General Meeting (AGM) of shareholders of Koninklijke VolkerWessels N.V. on 18 April 2019, at 14.00 (CET) at the premises of VolkerWessels, Podium 9, 3826 PA Amersfoort, the Netherlands.

*The undersigned:*

*Name:*

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*Address:*

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*City:*

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*ID (type and  
number):*

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*Number of shares held on the record date (21 March 2019):*

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*herewith grants proxy to:*

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Mr. P. König, civil-law notary in Rotterdam, the Netherlands, and/or his legal substitute and/or each (candidate) civil-law notary of Houthoff Coöperatief U.A. (Houthoff). Please send this completed proxy and voting instruction to: volkerwessels\_AGM@houthoff.com

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*Details third party (Name, address, ID)*

*\* check the appropriate option*

to be present at the abovementioned AGM on behalf of the undersigned, to sign the presence registration forms, participate in deliberations, speak, exercise the voting rights that are connected to all registered shares held by the undersigned according to the instructions below, and do whatever the proxy holder may deem necessary, all with the authority of substitution. This proxy is governed by Dutch law and disputes, if any, with respect to this proxy shall be exclusively submitted to the competent court in Rotterdam.

The undersigned agrees to indemnify and to hold harmless the proxy holder against any claims, actions or proceedings made against the proxy holder and against any damages, costs and expenses that the proxy holder might incur in connection with this proxy.



## Voting instruction

In case this proxy is granted without voting instruction it shall be deemed to include a voting instruction in favour of all proposals made by the Management Board and/or Supervisory Board.

<i>Agenda item</i>		<i>for</i>	<i>against</i>	<i>abstain</i>
<b>2</b>	<b>Annual report, corporate governance and annual financial statements</b> (f) Adoption of audited financial statements	[.....]	[.....]	[.....]
<b>3</b>	<b>Dividend</b> (b) Proposal for dividend 2018	[.....]	[.....]	[.....]
<b>4</b>	<b>Discharge</b> (a) Discharge of the Management Board for the performance of its duties during 2018 (b) Discharge of the Supervisory Board for the performance of its duties during 2018	[.....]	[.....]	[.....]
<b>5</b>	<b>Composition of the Supervisory Board</b> (b) Appointment of Mrs. A.H. Montijn-Groenewoud as member of the Supervisory Board (c) Appointment of Mr. E. Blok as member of the Supervisory Board	[.....]	[.....]	[.....]
<b>6</b>	<b>Extension of the authorisation of the Management Board to acquire fully paid-up ordinary shares in the capital of the Company</b>	[.....]	[.....]	[.....]
<b>7</b>	<b>Extension of the authorisation of the Management Board to:</b> (a) Issue ordinary shares and to grant rights to subscribe for ordinary shares in the capital of the Company (b) Restrict or exclude pre-emptive rights accruing to shareholders of the Company in connection with the issuance of ordinary shares and the granting of rights to subscribe for ordinary shares in the capital of the Company	[.....]	[.....]	[.....]

*Please complete this proxy and voting instruction and send it timely to your bank or intermediary or the notary taking into account the deadline for registration. Your bank or intermediary must notify your presence at the meeting to ABN AMRO and state the number of shares held by you at the record date of 21 March 2019. Please instruct your bank or intermediary timely. If we have not received such confirmation via ABN AMRO, your vote will not be valid.*

Signed at \_\_\_\_\_ Date \_\_\_\_\_

Signature (legal representative) shareholder

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**Contact details:**

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The Netherlands  
[www.volkerwessels.com](http://www.volkerwessels.com)  
[IR@volkerwessels.com](mailto:IR@volkerwessels.com)

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