

**Kendrion N.V.** (the 'Company') hereby invites shareholders to attend the annual General Meeting of Shareholders, to be held on Monday, 10 April 2017 at 14.30 hours in Novotel Amsterdam City, Europaboulevard 10 in Amsterdam, the Netherlands.

The agenda, shareholders' circular, 2016 Annual Report and other documents pertaining to the meeting are available for inspection at and can be obtained free of charge by shareholders from the Company, Utrechtseweg 33, 3704 HA in Zeist, the Netherlands and ABN AMRO Bank N.V. ('ABN AMRO') under telephone number +31 (0)20-344 2000. The aforesaid documents are also available via [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com) and [www.abnamro.com/evoting](http://www.abnamro.com/evoting). You can also download the documents via [www.kendrion.com](http://www.kendrion.com) (section: Investor Relations / Shareholder information / General Meeting of Shareholders).

### **Record date**

The persons who have the right to vote and the right to attend the meeting are those persons who are entitled to shares in the Company on Monday, 13 March 2017, as registered in the sub-registers formed by the intermediaries as defined in the Securities Giro Act or, for those persons holding registered shares, who are registered in the shareholders register on that date.

### **Attendance at the meeting**

Holders of bearer shares wishing to attend the meeting can apply via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or directly via their intermediary at which their shares are administered for a proof of receipt, which serves as admittance card for the meeting. They are requested to submit this application by Tuesday, 4 April 2017 (17.00 hours) at the latest. The intermediaries are required to provide, by Wednesday, 5 April 2017 (17.00 hours) at the latest, a statement to ABN AMRO via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) showing the number of shares being registered for the meeting for the shareholder concerned. The procedure set out in this paragraph also applies correspondingly to persons with a right of usufruct or a right of pledge.

Holders of registered shares who wish to attend the meeting may apply via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) before Tuesday, 4 April 2017 (17.00 hours) at the latest.

### **Proxies**

With regard to shareholders, usufructuaries and pledge holders wishing to be represented by a proxy, a copy of the power of attorney must be received by the Secretary of the Company, notwithstanding the above, by Tuesday, 4 April 2017 (17:00 hours) at the latest. Model proxy forms for written voting instructions are available free of charge at the Company's office or via [www.kendrion.com](http://www.kendrion.com). Voting instructions can also be issued electronically via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) until Tuesday, 4 April 2017 (17:00 hours). In all circumstances, the intermediary will need to issue a statement via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary), no later than 17:00 hours (Amsterdam time) on Wednesday, 5 April 2017, stating that the shares were registered in the name of the holder thereof on the record date whereupon the holder will receive a proof of registration which will also serve as an admission ticket for the meeting. In addition, the intermediaries are requested to include the full address details of the relevant ultimate beneficial holders in order to be able to verify the shareholding on the Record date in an efficient manner.

Zeist, 24 February 2017

The Executive Board