



### POWER OF ATTORNEY / VOTING INSTRUCTION

The undersigned hereby declares

Name: .....	Initial(s): .....
Address: .....	
Town: .....	
Country: .....	

(if relevant) acting on behalf or on the instruction of
Company name: .....
Address: .....
With registered office in: .....

**Mrs. G. Jansen in Apeldoorn, and/or her deputy**

to be his/her authorised representative at the

### **General Meeting of Shareholders of Holland Colours NV**

to be held on

**Thursday, July 12, 2018**

in Apeldoorn

for casting his/her vote for each item on the agenda as instructed below, and to act and perform all actions that the undersigned in person would and could have been able to do at the meeting, in all cases with the right of substitution. This power of attorney applies to the number of votes based on the number of

**.....ordinary shares**

held by the undersigned that are legally valid for attendance at the Meeting and that have been notified to ABN AMRO Bank NV via bank or broker.

This signed power of attorney / voting instruction needs to be received <b>no later than Thursday July 5, 2018</b> by:
Holland Colours NV Attn Mrs. G. Jansen Postbus 720 7300 AS Apeldoorn The Netherlands Fax no. +31(0)55 366 2981 Email: ir@hollandcolours.com



Agenda items and voting instruction for the

**Annual General Meeting of Shareholders of Holland Colours NV  
on Thursday, July 12, 2018**

*(in the absence of a clear voting instruction, the votes will be cast in favour of the resolutions)*

Mark your choice with

X
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		For	Against	Abstain
1.	Opening	na	na	na
2.	Report of the Board of Management on the financial year 2017/2018	na	na	na
3a.	Implementation of the remuneration policy in the financial year 2017/2018	na	na	na
3b.	Adoption of the financial statements 2017/2018 (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Reserves and dividend policy	na	na	na
5a.	Adoption of the appropriation of the profit (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5b.	Adoption of the dividend for the financial year 2017/2018 (voting item); It is proposed to pay a dividend of € 3.39 in cash per ordinary share with a nominal value of € 2.27.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Discharge to the Board of Management (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Discharge to the Supervisory Board (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8a.	Manual Corporate Governance Code Holland Colours	na	na	na
8b.	Amendment of the articles of association Holland Colours NV (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9a.	Expanding the number of Managers to 3 (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9b.	Appointment Mr. C.W.H. Vinke as Statutory General Manager (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9c.	Appointment Mr. E.M.S. van Hamersveld as Statutory Manager Innovation and Technology (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10a.	Restricting the number of members of the Supervisory Board to 4 (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10b.	Appointment Mr. G.H. de Heer as a member of the Supervisory Board (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	Authorization to the Board of Management, subject to the approval of the Supervisory Board, to acquire ordinary shares in the Company on behalf of the Company (voting item)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12.	Any other business	na	na	na
13.	Closure	na	na	na

Date:	.....	Place:	.....
Signature:	.....	Name:	.....
		Initial(s):	.....