

**Final minutes of the Extraordinary General Meeting (the “General Meeting”) of GrandVision N.V. (“GrandVision” or the “Company”) held at the The Base Tower C-6, Evert van de Beekstraat 1-80, 1118 CL Schiphol (Haarlemmermeer) on May 15, 2019, at 11:00 hours (CET).**

In accordance with Article 8.5.1 of the articles of association of the Company, Mr. Kees van der Graaf, Chairman of the Supervisory Board, acts as Chairman of the General Meeting.

**1. Opening and announcements**

The Chairman opens the General Meeting and welcomes all shareholders who are present at the General Meeting. The Chairman introduces the following persons:

Mr. Stephan Borchert (CEO)

Mr. Melchert Groot (Supervisory Board Member)

A special welcome is given to Willem Eelman, whose appointment is on the agenda today.

Furthermore, the Chairman introduces Axel Viaene, Company Secretary of GrandVision, and appoints Mr. Viaene as Secretary of the General Meeting in accordance with article 8.5.1 of the articles of association and requests Mr. Viaene to keep minutes of the General Meeting.

The Chairman informs the shareholders that the official language of the General Meeting will be English. The Chairman also informs the participants that it is possible to ask questions in Dutch if preferred.

The General Meeting has been convened with due observance of all mandatory provisions of the Articles of Association and Dutch law. The notice to attend the General Meeting was placed on the website of the Company ([www.GrandVision.com](http://www.GrandVision.com)) on April 2, 2019.

The Chairman states that the total issued share capital of the Company at the record date, being April 17, 2019, of the General Meeting amounted to € 5,088,876.80, consisting of 254,443,840 ordinary shares, each share with a nominal value of € 0.02. Each share entitles the holder thereof to cast one vote. GrandVision N.V. currently holds 676,192 shares. As a result, the aggregate number of votes that can be cast in this meeting amounts to 253,767,648.

The Chairman informs the shareholders that according to the attendance list, the holders of 236,561,799 ordinary shares are present or represented at this meeting, representing an equal number in votes.

The Chairman gives a short explanation on the voting procedure.

## **2. Appointment of Mr. W. Eelman as member of the management board**

The Chairman nominates on behalf of the Supervisory Board for appointment Mr. Eelman as additional member to Management Board per effective date of May 15, 2019. The nomination is for a four-year term ending at the end of the Annual General Meeting 2023. The Chairman states that the Supervisory Board went through the selection process in the usual way.

The Chairman gives the word to Mr. Eelman to give a short introduction.

Mr. Eelman expressed he is delighted to be here and gives a short summary of his professional background. He is already several years involved at GrandVision as a supervisory board member. Mr. Eelman has an international career in which he worked most of the time outside of the Netherlands. Mr. Eelman is the former CFO and Chief Operations Transformation Officer of C&A Europe. Prior to joining C&A, he worked at Unilever for 25 years in several senior commercial and financial roles. His roles at Unilever included CFO Europe (2007-2010) and CIO (2010-2014).

He holds a Chartered Controllers Degree from the Vrije Universiteit Amsterdam. Mr. Eelman also holds a master's Degree in Agricultural Economics with a specialization in Marketing and Business Administration and graduated cum laude from the Agricultural University Wageningen.

The Chairman thanks Mr. Eelman and provides the shareholders the opportunity to ask questions.

The Chairman concludes that there are no questions and proceeds to the vote. After the vote has taken place, the Chairman notes: 99.95% votes in favor, 0.05% votes against and 35.614 votes abstained. The Chairman records that the proposal has been adopted.

## **3. Any Other Business and Closing**

The Chairman states that the shareholders have now voted on all the proposals on the agenda. The Chairman provides the shareholders the opportunity to ask any other questions that they may have regarding the Company.

The Chairman concludes that there are no questions.

The Chairman thanks the shareholders for their attendance and contributions to the discussions at the General Meeting.

The Chairman closes the Extraordinary General Meeting.

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