

RESOLUTIONS

TAKEN BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF ROYAL KPN N.V.
HELD ON APRIL 17, 2007
IN AMSTERDAM

The Annual General Meeting of Shareholders of Royal KPN N.V., held on April 17, 2006 in Amsterdam, resolved:

1. To adopt the financial statements for the financial year 2006 (*agenda item 4*).
2. To adopt a dividend for the financial year 2006 of €0.50 per share, resulting in a final dividend of €0.34 per share (*agenda item 6*).
3. To discharge the members of the Board of Management from all liability in relation to the exercise of their duties in the financial year 2006 (*agenda item 7*).
4. To discharge the members of the Supervisory Board from all liability in relation to the exercise of their duties in the financial year 2006 (*agenda item 8*).
5. To amend the Articles of Association in accordance with the proposal as published, and to give proxy to effect the amendments (*agenda item 9*).
6. To appoint PricewaterhouseCoopers Accountants N.V. as accountant for the audit of the financial statements for the financial year 2007 (*agenda item 10*).
7. To (re)appoint Mr. M. Bischoff as member of the Supervisory Board (*agenda item 12*).
8. To (re)appoint Mr. J.B.M. Streppel as member of the Supervisory Board (*agenda item 13*).
9. To (re)appoint Mrs. C.M. Colijn-Hooymans as member of the Supervisory Board (*agenda item 14*).
10. To amend the remuneration for the members of the Supervisory Board as proposed (*agenda item 16*).
11. To amend the remuneration policy for the members of the Board of Management as proposed (*agenda item 17*).
12. To authorize the Board of Management to acquire the company's own ordinary shares for a period of 18 months until October 17, 2008. The number of shares to be acquired shall be limited by the maximum percentage of shares the company— by law or its articles of association - may hold in its own capital at any moment. The shares may be acquired at a share price of no less than EUR 0.01 and no more than the quoted share price plus 10%. The quoted share price is defined as the average of the closing prices on the official price list of Euronext Amsterdam N.V. over the five trading days prior to the acquisition date (*agenda item 18*).
13. To reduce the issued capital through cancellation of shares held by the company not exceeding the number of shares it acquired. The number of shares that will be cancelled will be determined by the Board of Management and is restricted to a maximum of 10% of the issued capital as shown in the annual accounts for the financial year 2006. The resolution furthermore includes the cancellation of 14,076,000 shares that KPN currently holds in its own capita (*agenda item 19*).

VOTING RESULTS PER AGENDA ITEM

At the meeting, 263 shareholders with entitlement to vote were registered. These shareholders were jointly entitled to exercise 806,336,737 votes, representing approximately 41.8% of the issued share capital.

	For	Against	Blanc/Abstain	Total
Agenda item 4	790,406,829	28,743	15,901,165	806,336,737
Agenda item 6	806,258,736	31,321	46,680	806,336,737
Agenda item 7	803,426,233	1,867,965	1,042,539	806,336,737
Agenda item 8	803,406,664	1,869,728	1,060,345	806,336,737
Agenda item 9	805,671,953	97,074	567,710	806,336,737
Agenda item 10	805,384,383	708,669	243,685	806,336,737
Agenda item 12	804,975,884	1,052,757	308,096	806,336,737
Agenda item 13	805,644,504	392,919	299,314	806,336,737
Agenda item 14	805,756,184	254,349	326,204	806,336,737
Agenda item 16	803,940,223	1,925,056	471,458	806,336,737
Agenda item 17	750,096,226	55,650,357	590,154	806,336,737
Agenda item 18	802,615,004	3,435,958	285,775	806,336,737
Agenda item 19	806,033,278	91,449	212,010	806,336,737