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POWER OF ATTORNEY

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
KENDRION N.V.
AMSTERDAM, MONDAY 31 OCTOBER 2016, 14.30 HRS**

The undersigned:

_____, acting in its capacity of holder of _____ (please fill out number) shares in the capital of Kendrion N.V., registered in Zeist, the Netherlands (hereinafter: the 'Company'),

grants hereby a power of attorney to each of:

Mr W. Gooijer (Corporate Secretary) and Mrs M. Withagen (Executive Assistant), both employees of the Company,

to represent, each and individually, the undersigned as follows:

to participate in the Extraordinary General Meeting of Shareholders of the Company to be held on 31 October 2016, to sign the list of participants, to speak in the Extraordinary General Meeting of Shareholders and to vote as follows (please mark what is applicable):

		In favour of	Against	Abstained
2	Appointment of Mr T.J. Wünsche as member of the Supervisory Board			
3	Appointment of Mrs J.T.M. van der Meijs as member of the Supervisory Board			

and further to do all things that he/she deems necessary or helpful in this respect, with the right of substitution.

Signed at _____ on _____ 2016.

Name:

A copy of the signed power of attorney should be received before Tuesday, 25 October 2016 17.00 hours by Mr W. Gooijer, Corporate Secretary, Kendrion N.V. Utrechtseweg 33, PO Box 931, 3700 AX Zeist, the Netherlands, wijgert.gooijer@kendrion.com.