



KONINKLIJKE (ROYAL) PHILIPS ELECTRONICS NV

Meeting Date:	Thu, 01 May 2014 14:00pm	Type:	AGM	Issue date:	Thu, 24 Apr 2014
Meeting Location:	Hotel Okura Amsterdam, Ferdinand Bolstraat 333, Amsterdam				
Current Indices:	FTSE EuroFirst				
Sector:	Industrial Conglomerates				

PROPOSALS		ADVICE
1	President's Speech Non-voting agenda item.	Non-Voting
2a	Discuss Remuneration Report Non-voting agenda item.	Non-Voting
2b	Receive Explanation on Company's Reserves and Dividend Policy Non-voting agenda item.	Non-Voting
2c	Adopt Financial Statements Disclosure is acceptable and the report was made available sufficiently before the meeting. No serious concerns have been identified. Acceptable proposal.	For
2d	Approve the dividend The Board proposes a dividend of EUR 0.80 per share. Shareholders can decide wither to receive the payment in shares or cash. The proposed dividend is covered by earnings, after the Company reported losses from continuing operations in 2011 and 2012. Acceptable proposal.	For
2e	Discharge the Management Board Standard proposal. No serious concerns have been identified. Acceptable proposal.	For
2f	Discharge the Supervisory Board Standard proposal. No serious concerns have been identified. Acceptable proposal.	For
3	Elect Orit Gadiesh Independent Non-Executive Director candidate.	For
4	Appoint the auditors KPMG Accountants N.V. proposed for a one-year term. Non-audit fees were approximately 8.33% of audit and audit related fees during the year under review. Non-audit fees over a three year basis were approximately 9.66% of audit and audit related fees. Acceptable proposal.	For
5a	Grant Board Authority to Issue Shares Proposal to authorise the Executive Board to issue shares. The authorisation is limited to a number of ordinary shares with a nominal value amounting to 10% of the issued capital, and to an additional 10% of the issued capital if the issue takes place within the context of a merger or acquisition. Acceptable proposal.	For
5b	Authorize Board to Exclude Preemptive Rights from Issuance under Item 5a The Executive Board seeks authorization to exclude pre-emptive rights from the authorization to issue shares also in occasion of a take over or a merger. The Company has decided to submit exclusion of pre-emptive rights under a separate resolution from the share issuance authority, which is welcomed. The total dilution falls within guidelines for increase without pre-emptive rights. Acceptable proposal.	For
6	Authorise Share Repurchase The Board requests shareholder approval to repurchase shares up to 10% of the issued share capital over a period of 18 months. The Company explains that the present authorization is intended to service LTI and other employee share schemes, as well as a future capital reduction. Meets guidelines. Acceptable proposal.	For

7 Approve Cancellation of Repurchased Shares

The Board proposes to cancel Company's treasury shares and consequently reduce the share capital. This proposal is not of concern for shareholders. Acceptable proposal.

For

8 Any Other Business

Non-voting agenda item.

Non-Voting

*** = *Special resolution***

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