

POWER OF ATTORNEY

**GENERAL MEETING OF SHAREHOLDERS
KENDRION N.V.
AMSTERDAM, WEDNESDAY 24 JUNE 2020, 2PM CET**

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:

Mrs Y. Wiersma (Company Secretary) and Mrs H. Verhoeven (Corporate Counsel), both employees of the Company,

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

to participate in the General Meeting of Shareholders of the Company to be held on 6 April 2020, to sign the list of participants, to speak in the General Meeting of Shareholders and to vote as follows (please mark what is applicable):

		In favour	Against	Abstained
2b	Remuneration report 2019			
3	Adoption of the 2019 financial statements			
5a	Discharge of the members of the Executive Board			
5b	Discharge of the members of the Supervisory Board			
6a	Adoption of the Executive Board remuneration policy			
6b	Adoption of the Supervisory Board remuneration policy			
7a	Reappointment of Mrs M.J.G. Mestrom as member of the Supervisory Board			
7b	Appointment of Mr E.M. Doll as member of the Supervisory Board			
8	Amendments to the articles of association of Kendrion N.V.			
9a	Authorisation to issue Kendrion N.V. shares			
9b	Authorisation to restrict or exclude pre-emptive rights			
10	Authorisation to repurchase Kendrion N.V. shares			

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

Signed in _____ on _____ 2020.

Name:

A copy of the signed power of attorney should be received before Thursday 18 June 2020 5pm CET by Mrs Y. Wiersma, Company Secretary, Kendrion N.V., Vesta Building – 5th floor, Herikerbergweg 213, 1101 CN Amsterdam, the Netherlands, yvonne.wiersma@kendrion.com.