

**POWER OF ATTORNEY**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
KENDRION N.V.  
AMSTERDAM, FRIDAY 7 JUNE 2019, 10.00 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:**

Mrs Y. Wiersma (Company Secretary) and Mrs H. Verhoeven (Legal Counsel), 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 7 June 2019, 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 |
|----------|---|-----------|---------|-----------|
| <b>2</b> | <b>Appointment of Mr J.H. Hemmen as member of the Executive Board (CFO)</b> |           |         |           |

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

Signed in \_\_\_\_\_ on \_\_\_\_\_ 2019.

\_\_\_\_\_  
Name:

*A copy of the signed power of attorney should be received before Friday 31 May 2019, 17:00 hours by Mrs Y. Wiersma, Company Secretary, Kendrion N.V., Utrechtseweg 33, PO Box 931, 3700 AX Zeist, the Netherlands, yvonne.wiersma@kendrion.com.*