

## Power of attorney (PoA)

**Herewith, the undersigned:**

Name: ..... Initials: .....

Address:..... Place of residence: .....

(optional) acting on behalf of or on the instruction of

Company name: .....

Address:.....

Located in: .....

grants a power of attorney to Ms M.A.J. Cremers and/or her deputy with the right of substitution to represent him/her as the “Proxyholder”, at the:

**Annual General Meeting of Nedap N.V.** to be held on **8 April 2021** at 11 a.m. in **Groenlo, Parallelweg 2**

And to authorise him/her to vote for the undersigned on the relevant agenda item in the manner indicated below and to do everything that the undersigned, if present at the meeting, could and may do, all with the right of substitution. This authorisation is based on the number of **shares** held by the undersigned that have been lawfully registered for participation in the meeting via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or through your bank or broker at ABN AMRO Bank.<sup>1</sup>

We would like to receive a copy of the signed written power of attorney / voting instruction by e-mail to [judith.smithaffmans@nedap.com](mailto:judith.smithaffmans@nedap.com) or [manon.cremers@stibbe.com](mailto:manon.cremers@stibbe.com) no later than **1 April 2021, at 17:00 hrs.**

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<sup>1</sup>Based on article 38.1 of the articles of association and in accordance with normal practice, Stichting Cross Options will be asked to adopt the minutes of the meeting together with the Chairman of the meeting.

## Power of attorney (PoA)

**Voting instruction for the agenda items (AI) of the annual general meeting  
of Nedap N.V., to be held on Thursday, 8 April 2021, 11 a.m.**

*(in the absence of a clear voting instruction, votes will be cast in favour of the relevant proposals)*

Indicate your choice by using

<b>AI</b>	<b>Subject</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
2b.	Advisory vote on the remuneration report 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2c.	Adoption of the financial statements 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2f.	Release of liability of the members of the Board of Directors for their policy for 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2g.	Release of liability of the members of the Supervisory Board for their supervision for 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3a.	Remuneration policy Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3b.	Remuneration policy Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4d.	Proposal to reappoint Mr. prof.dr.ir. J.M.L. van Engelen as a member of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Amendment articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Authorization of the Board of Directors to repurchase ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7a.	Designation of the Board of Directors as the authorised body to issue ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b.	Designation of the Board of Directors as the authorised body to restrict or exclude the pre-emptive rights on issuance of ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



## Power of attorney (PoA)

The undersigned declares to indemnify and hold the Proxyholder harmless against any claims, actions or proceedings against the Proxyholder and against any damage, costs or expenses that the Proxyholder may incur when performing acts in accordance with this voting instruction in good faith.

Date: ..... Place:.....

Name: ..... Initials: .....

Signature:.....

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