



# Invitation to attend the Extraordinary General Meeting of Shareholders

*Koninklijke KPN N.V. invites its shareholders to a General Meeting of Shareholders to be held at KPN's head office, Maanplein 55, The Hague, The Netherlands, on Tuesday 3 November 2009, at 10:00 am (CET).*

## Agenda

1. Opening and announcements
2. Notification regarding the intended appointment of Mrs Carla Smits-Nusteling as a member of the Board of Management
3. Closure of the meeting

Under agenda item 2 of this meeting a notification will be provided, as required under article 21, paragraph 1 of the articles of association. **The meeting will not decide on the appointment.** Following the meeting, the Supervisory Board will decide on the appointment of Mrs Carla Smits-Nusteling. The agenda and explanatory notes thereto are available free of charge via [www.kpn.com/ir](http://www.kpn.com/ir) or by telephone via ABN AMRO Bank N.V. an authorized agent of RBS ('RBS') at +31 20 3836707, and are also available for inspection at KPN's head office, Maanplein 55, The Hague, The Netherlands.

## Record Date

The Board of Management has determined that for this meeting, the persons who will be considered as entitled to vote and/or attend the general meeting, are those holders of ordinary shares who on 20 October 2009, 6:00 pm (CET) ('Record Date') are registered as such in one of the following (sub)registers:

- ♦ For holders of bearer shares: the administrations of the banks and brokers which are - according to the Dutch Securities Depository Act ('Wet giraal effectenverkeer') - participating institutions ('aangesloten instelling') of the Nederlands Centraal Instituut voor Giraal Effectenverkeer B.V. (Necigef) ('Participating Institution').
- ♦ For holders of registered ordinary shares: the shareholders' register of the company.

## Registration

**A holder of bearer shares** who wishes to attend the meeting must register (via his own bank) with ABN AMRO Bank N.V., an authorized agent of RBS ('RBS') in writing not later than the

Record date. With this registration, a confirmation by the Participating Institution in which administration the holder is registered for the shares must be submitted, stating that such shares were or will be registered in his name at the Record Date. The receipt supplied by RBS will serve as admission ticket for the meeting.

**A holder of registered ordinary shares** who wishes to attend the meeting must register at the latest at the Record Date, in the manner as set out in the letter of notification.

**A holder of ADRs** who wishes to attend the meeting in the Netherlands should contact the J.P. Morgan Service Center by telephone at +1-302-552-0268 no later than 23 October 2009, 5:00 pm US EST time. A holder of ADRs will be entitled to attend the meeting if he held such shares on the Record Date.

## Proxy

The right to attend the meeting may be exercised by a written proxy, for which purpose forms can be obtained at [www.kpn.com/ir](http://www.kpn.com/ir). The written proxy must be received by the Board of Management no later than 29 October, 2009, at 6.00 pm (CET). A copy of the written proxy must be shown at the registration for the meeting.

## Registration and identification at the meeting

Registration for admission to the meeting will take place from 9:30 am until the commencement of the meeting at 10:00 am. After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid identity document, such as a passport or driver's license.

For further information please refer to the company's internet site [www.kpn.com/ir](http://www.kpn.com/ir) or by telephone at +31 70 4460986.

The Supervisory Board

The Hague, The Netherlands, 13 October 2009

For more information [www.kpn.com/ir](http://www.kpn.com/ir)