

# Power of Attorney

**The undersigned:**

*If the shareholder is a private person:*

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

Address: \_\_\_\_\_

*If the shareholder is a legal entity:*

Company name: \_\_\_\_\_

Statutory seat: \_\_\_\_\_

Office address: \_\_\_\_\_

Legal representative(s): \_\_\_\_\_

Number of TomTom N.V. shares held on the record date (29 August 2018) and for which this power of attorney is granted:

\_\_\_\_\_

(the "**Shareholder**"),

**whereas:**

- the undersigned is holder of shares in the capital of the public company with limited liability (*naamloze vennootschap*) TomTom N.V., having its seat in Amsterdam (the "**Company**");
- the Management Board of the Company convened an Extraordinary General Meeting of Shareholders to be held on 26 September 2018 at 9:00 CET (the "**Meeting**");
- the undersigned instructed his/her intermediary on his/her registration for the Meeting indicating the number of shares set out above,

**hereby:**

- grants a power of attorney to \_\_\_\_\_ (the "**Attorney**") to (i) attend the Meeting and (ii) represent the Shareholder in the Meeting and to cast a vote in accordance with the voting instructions attached to this power of attorney; and
- agrees to indemnify and hold the Attorney harmless from any claims, actions or proceedings made against the Attorney and from any damages, costs and expenses that the Attorney might incur for any steps taken by anyone in connection with this power of attorney.

This power of attorney is governed by Dutch law.

*(signature on the final page)*

### Voting instruction form\*

\*The number refers to the voting item as listed on the agenda. For a valid vote, please **only mark one box per voting item**. Please only complete this section in case you want to give voting instructions in advance of the Meeting.

#### 2. Appointment of Mr Haank as a member of the Supervisory Board of the Company for a term effective from 26 September 2018 until the Annual General Meeting of 2022

IN FAVOUR       AGAINST       ABSTAIN

Signature: \_\_\_\_\_

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

Date and place: \_\_\_\_\_

This power of attorney should be received by ABN AMRO for the attention of Corporate Broking (HQ7050), Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands, or by e-mail: [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com), **no later than 18.00 CET on 19 September 2018**. A copy of this power of attorney needs to be shown at the registration on the day of the Meeting by the Attorney, who should be able to demonstrate that the power of attorney was signed by the Shareholder.