
POLICY ON BILATERAL AND OTHER CONTACTS WITH SHAREHOLDERS

TomTom N.V. (“**TomTom**”) is committed to providing a high degree of transparency and consistency in its reporting. TomTom engages and maintains an open dialogue with (potential) shareholders and analysts and has an extensive communication programme, which includes the general meeting of shareholders, roadshows, investor conferences, presentations, webcasts and in-house meetings.

Contacts with (potential) shareholders and analysts will at all times be conducted in compliance with applicable rules and regulations, in particular those concerning market abuse, inside information and equal treatment.

This ‘Policy on bilateral and other contact with shareholders’ provides the principles upon which TomTom disseminates information and engages with (potential) shareholders and analysts to provide this information.

1 General principles

- 1.1 TomTom is committed to maintaining an open and constructive dialogue with its (potential) shareholders. Conversations with (potential) shareholders, both in general meetings and on a bilateral basis, form an integral part of this dialogue.
- 1.2 TomTom shall not be obliged to comment on the development of the TomTom share price nor on market rumours.

2 Press Releases

- 2.1 Inside information is disseminated through press releases and will be qualified as such in accordance with the Market Abuse Regulation. TomTom issues press releases on its annual and quarterly financial results, and on announcements of strategic partnerships which have a material impact on the current year’s financial results.
- 2.2 In addition, and at TomTom’s sole discretion, TomTom issues press releases for commercial or other reasons, like in the event where TomTom wants to share news about (new) partnerships which are in line with TomTom strategy and beneficial to TomTom’s long-term development, or on corporate related matters.

3 Website

TomTom's corporate website – corporate.tomtom.com – contains up-to-date financial information about TomTom. (Potential) shareholders and analysts are encouraged to visit the corporate website regularly for a detailed and up-to-date coverage of the share price, shareholder meetings, annual and quarterly financial results, press releases, presentations, webcasts and Investor Relations-related events.

4 Conferences, webcasts, roadshows

- 4.1 TomTom organises quarterly result analyst conference calls and audio webcasts, which are announced in advance on TomTom's corporate website. These events are generally made accessible to all (potential) shareholders and analysts by way of audio webcasts. Transcripts of these audio webcasts are made available on TomTom's corporate website.
- 4.2 In addition, TomTom regularly participates in investor roadshows and conferences. These events are announced in advance on TomTom's corporate website in the financial calendar section.

5 Bilateral contacts with shareholders

- 5.1 TomTom will take into consideration all reasonable requests from shareholders to enter into a bilateral conversation. TomTom will agree to such requests for those situations where the Management Board and/or the Supervisory Board deem this in the interest of TomTom and all its stakeholders. The initiative to enter into a conversation with a (potential) shareholder may also be taken by TomTom.
- 5.2 TomTom reserves the right to determine, at its sole discretion, whether it will accept invitations from (potential) shareholders to engage in such a dialogue. TomTom may request (potential) shareholders to provide certain (written) information.
- 5.3 To ensure equal access to company information for all (potential) shareholders and other market participants, bilateral explanations and discussions shall be based on information that is already in the public domain, with no disclosure of inside information or confidential information to any (potential) shareholders.
- 5.4 Bilateral meetings with (potential) shareholders will not be held during closed periods (see under 6 below).

6 Closed Periods

In the period preceding the publication of the annual and quarterly financial results, TomTom will be in a closed period. Closed periods usually run from the day following the end of a quarter until the publication date of the corresponding financial results. During closed periods, TomTom will not hold meetings with (potential) shareholders or analysts, make presentations at investor conferences, or hold discussions and/or conference calls with (potential) shareholders and analysts.

*Adopted by the Management Board
6 December 2017*