PRICING STATEMENT



Fastned Administratie Stichting (FAST)

(established in the Netherlands as a foundation (stichting, having its corporate seat in Amsterdam; the Netherlands)

Offering of 307,473 new depository receipts for ordinary shares with a nominal value of € 0.01 each.

Offer Price: €10.00 per depository receipt

This document constitutes the pricing statement (the "Pricing Statement") relating to the Offering of Depository Receipts referred to in the prospectus published by Fastned on 14 April 2016 (the "Prospectus"). This Pricing Statement is prepared in accordance with section 5:18 of the Dutch Financial Supervision Act (*Wet op het financieel toezicht*), has been deposited with the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*), is being made generally available in the Netherlands and is being published in accordance with section 5:21 of the Dutch Financial Supervision Act.

This Pricing Statement must be read in conjunction with the Prospectus. Terms used and not defined herein shall be deemed to have the meaning ascribed to them in the Prospectus.

The Offering Period has ended. The Offer Price has been determined at: € 10.00 per Depository Receipt. The exact number of Depository Receipts offered in the Offering has been determined at: 307,473.

Payment (in euro) for, and delivery of, the Offer DRs are expected to take place on or about 23 May 2016 (the "Settlement Date"). Listing and admission to trading of the Offer DRs on Nxchange is also expected to commence on or about the Settlement Date.

The Depository Receipts are being offered only in those jurisdictions in which, and only to those persons to whom, offers and sales of the Depository Receipts may lawfully be made. The Depository Receipts have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or with any securities regulatory authority of any state or other jurisdiction in the United States and may not be offered or sold in the United States. For a description of restrictions on offers, sales and transfers of the Depository Receipts and the distribution of this Pricing Statement in other jurisdictions, see "Selling and transfer restrictions" in the Prospectus.

Pricing Statement dated 23 May 2016