

TORNIER N.V.
MINUTES OF THE
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

held on June 18, 2015 at 9:30 a.m. CET at the company's offices at
Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands

Kevin Klemz, Senior Vice President, Chief Legal Officer and Secretary, welcomes the participants to the extraordinary general meeting of shareholders of Tornier N.V. (“Tornier” or the “Company”). In the absence of the Chairman of the Board of Directors of the Company and no other members of the Board of Directors present, the shareholders present and represented may appoint the chairman of the meeting according to the Company’s articles of association. It is proposed that Kevin Klemz will preside as Chairman of this meeting.

The shareholders present and represented have no objections to this proposal and, therefore, Kevin Klemz is appointed as Chairman of the meeting.

The Chairman appoints Dennis Mollema from Stibbe, Tornier’s Dutch legal counsel, as secretary of this meeting, who will draw up the minutes of this meeting.

The Chairman confirms that the time is 9:30 a.m., CET, and that the proceedings can start. Under Tornier’s articles of association, shareholders representing at least one-third of Tornier’s outstanding ordinary shares present in person or by proxy and entitled to vote constitute a quorum for this meeting. Based on the shareholder register provided by American Stock Transfer and Trust Company, Tornier’s stock transfer agent, the Secretary has informed the Chairman that the requisite quorum is present, and the Chairman declares the meeting open.

The Notice of the Extraordinary General Meeting and Proxy Statement was sent to all shareholders of record as of the close of business on May 12, 2015. Also in accordance with Dutch law, this meeting was convened through a convocation published in the Dutch daily newspaper, Trouw, on May 13, 2015.

As of the convocation of this meeting, the agenda and the explanatory notes were available at Tornier's offices in Amsterdam, and could be obtained via Tornier's corporate website. These documents are also available at this meeting.

No requests from shareholders have been received for inclusion of additional items on the agenda. All legal requirements regarding the convocation of this meeting have been met. So legally valid resolutions can be adopted at this meeting.

Before he proceeds, the Chairman informs the meeting how many shares are represented at this meeting, in person or by proxy, and how many votes they can jointly cast. According to the signed registration list, thirty-nine million five hundred and thirty-nine thousand three hundred and forty-nine (39,539,349) shares are represented representing the same number of votes. This means that 80.59%% of the issued share capital is represented.

In accordance with Tornier's articles of association the Chairman proposes voting will be by acclamation, meaning that in case members wish to vote against a proposal, or if they wish to abstain from voting, they may state so and their name and their number of votes will be recorded.

APPROVAL OF THE AGREEMENT AND PLAN OF MERGER, DATED AS OF OCTOBER 27, 2014, AMONG TORNIER N.V., TROOPER HOLDINGS INC., TROOPER MERGER SUB INC. AND WRIGHT MEDICAL GROUP, INC.

The first matter to be voted on is the proposal to approve the agreement and plan of merger, dated as of October 27, 2014, among Tornier N.V., Trooper Holdings Inc., Trooper Merger Sub Inc. and Wright Medical Group, Inc.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

ADVISORY NON-BINDING PROPOSAL TO APPROVE SPECIFIED COMPENSATORY ARRANGEMENTS BETWEEN TORNIER AND ITS NAMED EXECUTIVE OFFICERS RELATING TO THE MERGER WITH WRIGHT MEDICAL GROUP, INC.

The next matter to be voted on is the advisory non-binding proposal to approve specified compensatory arrangements between Tornier and its named executive officers relating to the merger with Wright Medical Group, Inc.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

ADOPTION OF AMENDMENT TO TORNIER'S ARTICLES OF ASSOCIATION TO CHANGE THE COMPANY NAME TO WRIGHT MEDICAL GROUP N.V., EFFECTIVE AS OF THE EFFECTIVE TIME OF THE PROPOSED MERGER WITH WRIGHT MEDICAL GROUP, INC

The next matter to be voted on is the proposal to authorize the Board of Directors to amend Tornier's articles of association to change the company name to Wright Medical Group N.V., effective as of the effective time of the proposed merger with Wright Medical Group, Inc.

This proposal includes the authorization of each managing director of Tornier, as well as each civil-law notary, prospective civil-law notary and notarial paralegal of Stibbe in Amsterdam, to sign the deed of amendment to the articles of association of Tornier incorporating this amendment and to undertake all other activities the authorized person deems necessary or useful in connection with this proposed amendment to Tornier's articles of association and the filing of the deed of amendment.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

ADOPTION OF AMENDMENT TO TORNIER'S ARTICLES OF ASSOCIATION TO INCREASE THE AUTHORIZED CAPITAL TO €9,600,000 AND THE NUMBER OF AUTHORIZED TORNIER ORDINARY SHARES TO 320 MILLION, EFFECTIVE AS OF THE EFFECTIVE TIME OF THE PROPOSED MERGER WITH WRIGHT MEDICAL GROUP, INC.

The next matter to be voted on is the proposal to authorize the Board of Directors to amend Tornier's articles of association to increase the authorized capital to €9,600,000 and the number of authorized Tornier ordinary shares to 320 million, effective as of the effective time of the proposed merger with Wright Medical Group, Inc.

This proposal includes the authorization of each managing director of Tornier, as well as each civil-law notary, prospective civil-law notary and notarial paralegal of Stibbe in Amsterdam, to sign the deed of amendment to the articles of association of Tornier incorporating this amendment and to undertake all other activities the authorized person deems necessary or useful in connection with this proposed amendment to Tornier's articles of association and the filing of the deed of amendment.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

GRANT DISCHARGE TO CERTAIN TORNIER BOARD MEMBERS RESIGNING EFFECTIVE AS OF THE EFFECTIVE TIME OF THE PROPOSED MERGER WITH WRIGHT MEDICAL GROUP, INC.

The next matter to be voted on is to grant discharge to certain Tornier board members resigning effective as of the effective time of the proposed merger with Wright Medical Group, Inc.

The first director to which discharge is being sought is Richard B. Emmitt.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

The second director to which discharge is being sought is Alain Tornier.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

ELECTION OF TWO EXECUTIVE MEMBERS AND EIGHT NON-EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS

The next matter to be voted on is the appointment of two executive directors and eight non-executive directors, in each case effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until their earlier death, resignation or removal. The Board of Directors has made binding nominations for each of the 10 open positions.

For the first open position, the Board of Directors has nominated Robert J. Palmisano to serve as an executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Robert J. Palmisano to serve as executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Robert J. Palmisano as an executive director.

For the second open position, the Board of Directors has nominated David H. Mowry to serve as an executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of David H. Mowry to serve as executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint David H. Mowry as an executive director.

For the third open position, the Board of Directors has nominated Gary D. Blackford to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Gary D. Blackford to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Gary D. Blackford as a non-executive director.

For the fourth open position, the Board of Directors has nominated Sean D. Carney to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Sean D. Carney to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Sean D. Carney as a non-executive director.

For the fifth open position, the Board of Directors has nominated John L. Micolot to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of John L. Miclot to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint John L. Miclot as a non-executive director.

For the sixth open position, the Board of Directors has nominated Kevin C. O'Boyle to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Kevin C. O'Boyle to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Kevin C. O'Boyle as a non-executive director.

For the seventh open position, the Board of Directors has nominated Amy S. Paul to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until her earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Amy S. Paul to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Amy S. Paul as a non-executive director.

For the eighth open position, the Board of Directors has nominated David D. Stevens to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of David D. Stevens to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint David D. Stevens as a non-executive director.

For the ninth open position, the Board of Directors has nominated Richard F. Wallman to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until his earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Richard F. Wallman to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Richard F. Wallman as a non-executive director.

For the tenth open position, the Board of Directors has nominated Elizabeth H. Weatherman to serve as a non-executive director effective as of the effective time of the proposed merger with Wright Medical Group, Inc., to serve until the earlier of: (a) the 2016 annual general meeting of shareholders; or (b) until her earlier death, resignation or removal.

The Chairman would like to vote on this proposal and the appointment of Elizabeth H. Weatherman to serve as non-executive director. The Chairman concludes that the general meeting has adopted the proposal to appoint Elizabeth H. Weatherman as a non-executive director.

APPROVAL OF THE WRIGHT MEDICAL GROUP N.V. AMENDED AND RESTATED 2010 INCENTIVE PLAN

The last matter to be voted on is proposal to approve the Wright Medical Group N.V. Amended and Restated 2010 Incentive Plan, including approval of the increase in the number of Tornier ordinary shares issuable under the plan, effective as of the effective time of the proposed merger with Wright Medical Group, Inc.

The Chairman would like to vote on this proposal. The Chairman concludes that this voting proposal has been adopted by the general meeting of shareholders.

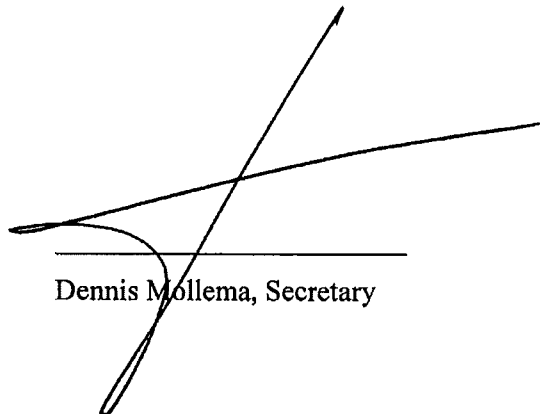
CLOSE OF MEETING

As the formal business of this meeting has been concluded, the Chairman declares this extraordinary general meeting closed.

The minutes are adopted on June 18, 2015.



Kevin M. Klemz, Chairman



Dennis Mollema, Secretary