

The information referred to in Article 2:142(3) of the Netherlands Civil Code regarding the proposed appointment of Mrs. M.C.M. Mahieu as member of the Supervisory Board is available for inspection at the Company's website, and reads as follows:

In a press release issued on 26 August 2010, the Company announced that a vacancy had arisen on the Supervisory Board after Mr R.J.N. Abrahamsen stepped down as a supervisory director of the Company on 21 April 2010 at the end of his term of office. The Central Works Council stated that it intended to exercise its reinforced right of recommendation as referred to in Book 2, Section 158, paragraph 6 of the Dutch Civil Code in relation to this vacancy and recommended that Ms C.M.C. Mahieu be put forward for appointment as a member of the Supervisory Board. The Supervisory Board fully endorses this recommendation.

The Supervisory Board is offering the General Meeting the opportunity to make recommendations to the Supervisory Board in order to fill up this vacancy

In the absence of any recommendations by the General Meeting, the Supervisory Board intends to propose Ms Mahieu for appointment by the General Meeting on 20 April 2011 for a period of four years as one of the Company's supervisory directors.

The Supervisory Board has discussed the intended proposal and has become acquainted with the candidate. The supervisory directors have observed that Ms Mahieu has extensive experience of human resources policy, the management of change and management development, in addition to wide-ranging expertise on developments with a social dimension and concerning society at large. She has also held various management positions at large international companies.

With her knowledge and experience, Ms Mahieu will further strengthen the expertise available within the Supervisory Board and she will fit in well with the Board's profile.

The information referred to in Book 2, Section 142, paragraph 3 of the Dutch Civil Code is posted on the Company's website, and it reads as follows:

Ms Mahieu studied Economics at the University of Amsterdam, where she graduated cum laude in 1984. She began her career at Royal Dutch Shell, where she held various management positions dealing with human resources, communication and corporate strategy. After several years as a consultant (at Spencer Stuart, for example), Ms Mahieu joined Royal Philips Electronics as Senior Vice-President Corporate Human Resources in 2003. She took up her current position as Global Head of Human Resources at Aegon in September 2010.

Ms Mahieu also holds the following positions:

member of the Supervisory Board of the Haga Ziekenhuis hospital in The Hague, member of the Supervisory Board of the Jeugdformaats foundation in Rijswijk, member of the Supervisory Board of Bakkersland in Hedel and member of the

Advisory Council of the Senior Civil Service of the Ministry of the Interior and Kingdom Relations responsible for all senior civil service appointments.

Ms Mahieu is a Dutch national and is 51 years old. She does not own any shares in the Company's capital.

The information referred to in Article 2:142(3) of the Netherlands Civil Code regarding the proposed appointment of Mr. K.S. Wester as member of the Supervisory Board is available for inspection at the Company's website, and reads as follows:

The Company announced in a press release dated 3 March 2011 that Mr W. van Vonno, who has been a member of the Supervisory Board since 2006, has indicated his intention to step down from the Supervisory Board for personal reasons following the General Meeting on 20 April 2011.

The Supervisory Board is offering the General Meeting the opportunity to make recommendations to the Supervisory Board regarding filling the resulting vacancy on the Board.

The press release on 3 March 2011 also stated that if the General Meeting makes no other recommendations, the Supervisory Board intends to propose that Mr K.S. Wester be appointed to the Supervisory Board for a four-year period by the General Meeting on 20 April 2011 to fill the vacancy created by Mr Van Vonno's departure.

The Supervisory Board has discussed the intended proposal, based in part on the report on the meeting with the candidate. The Supervisory Board believes that Mr Wester has extensive knowledge and experience in managing an international engineering company. He is an expert in the construction industry in the broad sense of the term and has wide-ranging experience of the national and international markets in which the Group operates. With his knowledge and experience, Mr Wester will further strengthen the expertise available within the Supervisory Board and he will fit in well with the Board's profile.

The Central Works Council has indicated that it fully endorses the recommendation of the Supervisory Board to the appointment of Mr Wester as member of the Supervisory Board.

The information referred to in Book 2, Section 142, paragraph 3 of the Dutch Civil Code is posted on the Company's website, and it reads as follows:

Mr Wester studied Civil Engineering at the Delft University of Technology.

After obtaining a Civil Engineering degree in 1969, Mr Wester briefly worked for Fugro as a geotechnical engineer. He then joined Costain Blankevoort and subsequently Ballast Nedam, working for these companies in England, the United Arab Emirates and Kuwait, respectively. In 1981, he returned to Fugro, where he subsequently held a range of management positions before being appointed to the Fugro Executive Board as a member under the Articles of Association in 1996 and going on to become Chairman of the Executive Board in 2005.

Mr Wester also holds the following positions:
member of the Supervisory Board of Iv-Groep and member of the Advisory
Council for Issuing Institutions of NYSE Euronext.

Mr Wester is a Dutch national and is 64 years old. He does not own any shares in
the Company's capital.

The information referred to in Article 2:142(3) of the Netherlands Civil Code regarding the proposed appointment of Mr. P.A.F.W. Elverding as member of the Supervisory Board is available for inspection at the Company's website, and reads as follows:

In 2011, Mr W.K. Wiechers will resign from the Supervisory Board by rotation when he reaches the end of his term of appointment. Mr Wiechers has completed three four-year terms as a member of the Board.

The Supervisory Board is offering the General Meeting the opportunity to make recommendations to the Supervisory Board regarding filling this vacancy.

The press release of 3 March 2011 stated that if the General Meeting does not make any other recommendations, the Supervisory Board intends to propose that Mr P.A.F.W. Elverding be appointed to the Supervisory Board for a four-year period by the General Meeting on 20 April 2011.

The Supervisory Board has discussed the intended proposal, based in part on the report on the meeting with the candidate. The Supervisory Board has noted that Mr Elverding – as the former successful director of a major company – has a great deal of experience and expertise in relation to managing a large international organisation. During his long career he has also acquired substantial experience in various positions in relation to human resources. Because of his role as a supervisor, he is familiar with a number of sectors that are important to the Group.

With his knowledge and experience, Mr Elverding will further strengthen the expertise available within the Supervisory Board and he will fit in well with the Board's profile.

The Central Works Council has indicated that it fully endorses the recommendation of the Supervisory Board to the appointment of Mr Elverding as member of the Supervisory Board.

The information referred to in Book 2, Section 142, paragraph 3 of the Dutch Civil Code is posted on the Company's website, and it reads as follows:

After completing his law degree at the University of Amsterdam in 1972, Mr Elverding began his career in the health care sector. He then went on to work at Akzo Chemie Nederland and De Bijenkorf in various human resources positions. In 1981, he joined the management team of De Bijenkorf, assuming responsibility for human resources. In 1985, Mr Elverding joined DSM, serving in various management positions in different parts of the DSM Group with responsibility for human resources and general affairs. He was appointed to the DSM Executive Board in 1995 and became Chairman of the Executive Board in 1999. Mr Elverding retired in 2007.

Mr Elverding currently holds the following positions:

Chairman of the Supervisory Board at Océ, ING, Q-Park and Camille Oostwegel Holding, member of the Supervisory Board at SHV Holdings and FrieslandCampina and member of the Board of the Instituut GAK foundation.

Mr Elverding is a Dutch national and is 62 years old. He does not own any shares in the Company's capital.

The information referred to in Article 2:142(3) of the Netherlands Civil Code regarding the proposed reappointment of Mr. W.K. Wiechers as member of the Supervisory Board is available for inspection at the Company's website, and reads as follows:

The press release of 3 March 2011 also stated that if the General Meeting did not make any other recommendations, the Supervisory Board intends to propose that Mr Wiechers be reappointed to the Supervisory Board for a period of one year by the General Meeting on 20 April 2011.

The Supervisory Board is offering the General Meeting the opportunity to make recommendations to the Supervisory Board.

As the former director of a major company, Mr Wiechers has a great deal of relevant experience and expertise in relation to managing major organisations. His wide understanding of business matters and his technical background are also important to the Group. In addition, Mr Wiechers has extensive knowledge and experience in relation to the Company.

In a departure from the Dutch corporate governance code, which prescribes a maximum of three four-year terms, the Supervisory Board has good reasons for proposing that Mr Wiechers be reappointed to the Company's Supervisory Board for a period of one year. In deciding to take this position, the Supervisory Board considered the fact that Mr Wiechers is currently Chairman of the Supervisory Board. The Supervisory Board considers it very important that its Chairman remain unchanged, if possible, for a longer period of time and has therefore concluded that it is preferable to defer the choice of a new Chairman by a year because of the large number of new appointments and expected other changes. The new members of the Supervisory Board would then have the time to familiarise themselves with the Group. The Supervisory Board therefore strongly advocates the reappointment of Mr Wiechers for a period of one year. The Supervisory Board would like to emphasise that this proposed deviation from the maximum period of appointment should be seen as a temporary exception to the rule. The Central Works Council has indicated that it fully endorses the recommendation of the Supervisory Board to the reappointment of Mr Wiechers as member of the Supervisory Board.

The information referred to in Book 2, Section 142, paragraph 3 of the Dutch Civil Code is posted on the Company's website, and it reads as follows:

Mr Wiechers graduated in Technical Physics at Delft University of Technology. Mr Wiechers began his career in 1966 at KEMA in Arnhem where he held a number of positions, including Head of the Electrical Approvals Division, Deputy Director and Director. In 1987 Mr Wiechers joined the Board of Directors of PNEM (Provinciale Noord-Brabantse Electriciteits-Maatschappij) and he remained on the Board until 1997. In 1998 Mr Wiechers became Chairman of the Executive Board of the PNEM-MEGA Group and in 1999, after the merger with EDON, he became

Chairman of the Executive Board of Essent, in which position he remained until his early retirement in 2003.

Mr Wiechers is a Dutch national and is 71 years old.

Mr Wiechers currently holds the following positions:

Chairman of the Supervisory Board of Brabant Life Sciences Seed Funds (BLSF); member of the General Energy Council and Chairman of the committee of nuclear safety benchmarking experts for KCB (Borssele Nuclear Power Station).

Mr Wiechers was first appointed to the Supervisory Board in 1999 before being re-appointed in 2003 and 2007. Mr Wiechers was appointed as Vice-Chairman of the Supervisory Board in 2004 and as Chairman in 2007.