

Announcement of the proposed appointment of Mr. M.J. Rogers as member of the Executive Board.

The General Meeting of Shareholders will be informed about the intention of the Supervisory Board to appoint Mr Martin J. Rogers as member of the Executive Board, following the resignation of Mr. Brooks, as per 21 April 2009 for a period of four years.

Having being active within the British construction industry for three years Mr. Rogers joined the predecessor of the British subsidiary BAM Construction in 1979. Since that time he held several management positions within this company. On 1 April 2001 he was appointed as managing director of BAM Construction. On 1 April 2007 he was appointed as CEO of BAM Nuttall.

Mr. Rogers is a British national and is 54 years of age.

The main elements of the contract with Mr. Rogers have been deposited with the Company's office and have been published on the company's website.

Mr. M.J. Rogers
Member of the Executive Board

Name	:	M.J. Rogers (Martin)
Date of birth	:	18 December 1955
Nationality	:	British
Date employment commenced	:	13 August 1979
To be appointed as member of Executive Board	:	21 April 2009

Fixed salary

The fixed annual salary will be set at a norm level for a new member of the Executive Board, taking into account the level of salaries of comparable positions in the United Kingdom.

Variable remuneration

Bonus up to a maximum of 60% of the fixed annual salary.

In principle, the bonus scheme operates as follows: the job holder shall be entitled to 40% of the fixed annual salary, provided the budget of the year in question is achieved, and proportionally less if it is not. In the event that there is a significant negative difference between the target and actual budget, this component will not be paid.

Plus a maximum of 20% of the fixed annual salary, provided targets that are less profit-related are achieved.

In order to achieve long-term aims, a place has also been found in the remuneration policy for members of the Executive Board. Under the current long-term bonus plan, if the margin of 4 percent before tax is realised on Group turnover, as formulated in the strategic agenda, each member of the Executive Board will be eligible for an additional variable remuneration in that year of fifty percent of his annual salary. No payments will be made if this profit margin is not achieved.

Incidental remuneration

A fixed expense allowance of €7,500 per year shall apply.

The cost involved for the use of a car will be compensated.

The company does not have a share option scheme.

The contract does not contain a change of control clause; remuneration is not subject to a change of control within the company

Duration and termination

The appointment is for a period of four years (Until May 2013); the contract of employment is entered into for an indefinite period, and may be prematurely terminated by either party at the end of a month, subject to a period of notice of at least three months for the job holder and six months for the employer. In the event that the company terminates the contract of employment before the end of the four-year period, or in case Mr Rogers is not reappointed as member of the Executive Board, he will be paid a sum of maximum two times the fixed annual salary, with a minimum of €600,000 as compensation.