

PUBLICATION OF THE MAIN ELEMENTS OF THE CONTRACT OF THE PROSPECTIVE APPOINTEE TO THE EXECUTIVE BOARD, MR E. BOS

The contract with Mr Bos accords with his four-year term of appointment commencing on 18 April 2014. Mr Bos will receive annual fixed gross remuneration of € 275,100. He may additionally be granted variable remuneration, at the discretion of the Supervisory Board, up to a maximum of 40% of the gross fixed annual remuneration. This will be linked to quantitative targets to be set periodically by the Supervisory Board. Mr Bos will participate in the Royal Ten Cate pension fund (Stichting Pensioenfonds Koninklijke Ten Cate www.pensioenfondstencate.nl).

If Royal Ten Cate terminates the contract with Mr Bos before the expiry of its term, a termination payment will be awarded not exceeding one times the fixed portion of the gross annual remuneration.

In accordance with the guidelines stated in the Royal Ten Cate Annual Report and in compliance with the company's current remuneration policy, conditional stock options may be granted to Mr Bos with effect from 2015. The decision on whether to grant stock options shall be taken annually in January entirely at the discretion of the Supervisory Board. Mr Bos is only permitted to exercise the option right in accordance with the applicable rules within Royal Ten Cate. No change of control clauses have been agreed with Mr Bos, except that he may exercise acquired option rights without any particular restrictions in the event that an offer for all the shares of Royal Ten Cate is declared unconditional.

Mr Bos's remuneration complies with the company's remuneration policy.