

De Bilt, 18 May 2010

Press Release

Grontmij N.V.

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Payment of dividend Grontmij N.V.

At the Annual General Meeting of Shareholders of Grontmij N.V. that was held on 18 May 2010, the dividend for the financial year 2009 was declared at € 1.- per share with nominal value of € 0.25. The dividend will be made available in the form of (depository receipts for) ordinary shares Grontmij N.V., charged to the share premium reserve or the other reserves, unless shareholders or holders of depository receipts expressly request for distribution in cash. Dividend in cash is subject to 15% Dutch dividend withholding tax. The ex dividend date is 20 May 2010. The dividend record date is 24 May 2010.

Holders of (depository receipts for) ordinary shares are given the opportunity to indicate their choice until 3 June 2010, 3 pm. On 3 June 2010 after close of trading on Euronext Amsterdam by NYSE Euronext ("Euronext"), the number of dividend rights of (depository receipts for) ordinary shares entitling to one new (depository receipt for) ordinary share ("Exchange ratio"), will be determined based on the volume weighted average price of all traded depository receipts for ordinary shares Grontmij on Euronext on 1, 2 and 3 June 2010. The value of the stock dividend will be virtually equal to that of the cash dividend. The maximum number of (depository receipts for) ordinary shares that can be issued as stock dividend is equal to the number of issued (depository receipts for) ordinary shares divided by the Exchange ratio. The actual number of issued (depository receipts for) ordinary shares will be published by way of a press release after determination of the Exchange ratio. The new issued (depository receipts for) ordinary shares are entitled to the dividend for the entire 2010 financial year and following financial years. No trading of dividend rights will take place on Euronext.

The following timetable applies:

Ex dividend date	20 May 2010
Dividend record date	24 May 2010 (after close of trading)
Option period	25 May up and until 3 June 2010 (3 pm)
Determination Exchange ratio	3 June 2010 (after close of trading)
Dividend payment date	8 June 2010

Holders of depository receipts for ordinary shares may indicate their choice to Fortis Bank (Nederland) N.V. via their bank or broker until 3 June 2010, 3 pm. The bank or broker is requested to deliver the dividend rights to Fortis Bank (Nederland) N.V. before

3 June 2010, 3 pm. If no choice is indicated before 3 June 2010, 3 pm, the holder of depositary receipts is solely entitled to dividend in the form of depositary receipts for ordinary shares.

Holders of ordinary shares Grontmij N.V. who are listed in the register of shareholders of the company as at 24 May 2010 will be notified by the company directly of the payment of the dividend.

The payment of the dividend and delivery of new (depositary receipts for) ordinary shares, with settlement of fractions in cash, if applicable, will take place on 8 June 2010, on the basis of the delivered dividend rights.

With regard to the depositary receipts for ordinary shares that will be issued as stockdividend, application will be made for listing and admission to trading on Euronext pursuant to article 5:4 sub e of the Financial Supervision Act.

The institutions admitted to Euronext (the "Admitted Institutions") are requested to deliver the dividend rights directly to Fortis Bank (Nederland) N.V. (account 29108/106 LMFBN/0). Upon conversion of dividend rights in the period up to and including 3 June 2010, 3pm a commission will be paid to the Admitted Institutions in accordance with the overview of Fortis Bank (Nederland) N.V., so that in principle this conversion can take place free of commission-charges to the holders of depositary receipts for ordinary shares. Payment of commission to the Admitted Institutions will take place after Fortis Bank (Nederland) N.V. has received a statement from the relevant Admitted Institution that the conversion of dividend rights has been executed at no cost to the holder of depositary receipts for ordinary shares.

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Notes to the editor

Grontmij is a leading sustainable design, engineering and management consultancy active in the growth markets of water, energy, transportation and sustainable planning and design. At the core of our business is the principle of sustainability by design which is a leading value proposition for our customers. Grontmij is the fourth largest design and management consultancy in Europe with over 150 offices across Europe and a further 20 offices globally. We employ over 8,000 professionals across the world.

Our value chain of services stretches from major renewable water and energy infrastructure through designing efficient and environmentally-sensitive mobility and transportation networks to shaping our urban and green living spaces.

Although we can build on nearly a century of experience, we prefer to look to the future to enhance the world we live in. By applying sustainability considerations to all our design, consultancy and management services right across the value chain, our highly-skilled, expert people are able to create lasting solutions that plan for, connect and respect the future.

For further information, please contact:

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