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Press Release

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Grontmij files Offer Document for shares Ginger with AMF

Following on its press release of 15 June 2010, Grontmij N.V. today announces that it filed the Draft Offer document related to the simplified public purchase offer for shares in Ginger with the AMF.

The offer document describes the rationale of the offer, the indicative timetable of the offer, the offeror's intentions, the term and conditions for the offer, the information for assessing the price of the offer and the restrictions concerning the offer out of France.

The entire Draft Offer Document is available on the AMF website (www.amf-france.org) and on Grontmij's website (www.grontmij.com).

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Notes to the editors

About Grontmij

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 that is a leading value proposition for our customers. Grontmij is the fourth largest engineering consultancy in Europe with almost 300 offices across the region and a further 50 offices globally. We have nearly 11,000 professionals around 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.

Whilst we are approaching our 100th anniversary, and benefit from the experience nearly a century provides, 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.

Disclaimer

This press release is for information purposes only and is not intended to constitute, and should not be construed as, an offer to sell or a solicitation of any offer to buy (depository receipts of) ordinary shares in the share capital of Grontmij N.V. (the **Issuer**, and such securities, the **Securities**) in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities laws of such jurisdiction, and the distribution of this communication in jurisdictions may be similarly restricted. Persons into whose possession this communication comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdictions.

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The Securities have not been and will not be registered under the US Securities Act of 1933, as amended (the **US Securities Act**) and will not be offered or sold in the United States. There will be no public offering of Securities in the United States.

This document is only being distributed to and is only directed at: (i) persons who are outside the United Kingdom to whom it may lawfully be distributed; or (ii) to investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"); or (iii) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "Relevant Persons"). Any person who is not a Relevant Person should not act or rely on this document or any of its contents.

The mandatory public offer for the shares in Ginger S.A. (the **Offer**) will be made exclusively in France. The Offer will not be registered or approved outside of France and no action will be taken to register or approve it abroad. This press release and the other documents relating to the Offer do not and will not constitute an offer to sell or purchase transferable securities or a solicitation of such an offer in any other country in which such an offer or solicitation is illegal or to any person to whom such an offer or solicitation could not be duly made. The holders of Ginger shares outside France can only participate in the Offer if permitted by the local laws to which they are subject. Participation in the Offer and the distribution of this press release and of the other documents relating to the Offer may be subject to restrictions, applicable in accordance with laws in effect in relevant jurisdictions outside France. The Offer will not be made to persons subject to such restrictions, whether directly or indirectly, and cannot be accepted in any way in a country in which the Offer would be subject to such restrictions. Accordingly, the persons in possession of this press release and of the other documents related to the Offer are required to obtain information on any applicable local restrictions and to comply therewith. Failure to comply with these restrictions could constitute a violation of applicable securities and/or stock market laws and regulations in one of these countries. Neither Grontmij nor Ginger will accept any liability in case of a violation by any person of the local rules and restrictions that are applicable to it.

In the specific case of the United States, it is stipulated that the Offer will not be made, directly or indirectly, in the United States of America, or by the use of postal services, or by any other means of communication or instrument (including by fax, telephone or e-mail) concerning trade between States of the United States of America or between other States, or by a stock market or a trading system of the United States of America or to persons having residence in the United States of America or "US persons" (as defined in and in accordance with Regulation S of the US Securities Act of 1933, as amended). No acceptance of the Offer may come from the United States of America. Any acceptance of the Offer that could be assumed as resulting from a violation of these restrictions shall be deemed void. No copy of this press release and no other document concerning the Offer may be sent, communicated, distributed or submitted directly or indirectly in the United States of America other than in the conditions permitted by the laws and regulations of the United States of America. Any Ginger shareholder who will contribute its Ginger shares to the Offer shall be considered as declaring that it is not a person having its residence in the United States of America and not being a "US person" (as

defined in Regulation S of the US Securities Act of 1933, as amended) and that it is not issuing an order to contribute to the Offer from the United States of America. For the purposes of this paragraph, "United States of America" means the United States of America, their territories and possessions, any one of these States, and the District of Columbia.

In case of any inconsistencies between this English version and the Dutch and/or French version of the press release, the English version prevails.

Ginger			
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Financial Statement	2007	2008	2009
Net revenue (excl. other revenue)	266.4	283.2	269.5
EBITDA	19.0	20.6	20.6
EBIT	13.8	15.3	15.6
Net income	6.7	8.3	10.2
<i>EBITDA margin</i>	<i>7.1%</i>	<i>7.3%</i>	<i>7.6%</i>
<i>EBIT margin</i>	<i>5.2%</i>	<i>5.4%</i>	<i>5.8%</i>
<i>Net income margin</i>	<i>2.5%</i>	<i>2.9%</i>	<i>3.8%</i>
Balance sheet highlights			
Property, plant, and equipment	17.1	16.7	14.9
Trade receivables	120.2	125.0	108.5
Inventories and WIP	5.7	6.7	5.5
Total assets	192.9	200.1	196.9
Trade payables	99.3	102.0	98.7
Gross debt	42.0	40.0	33.3

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