

# **AGM 2011 RESOLUTIONS**

## Resolutions of the Annual General Meeting of Shareholders (AGM) of AEGON N.V. (the "Company") held on Thursday, May 12, 2011.

#### 3.2 Annual Accounts 2010: The Annual Accounts 2010 have been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,314,606,157 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 64.46%        |
| Number of validly cast votes   | 1,314,606,157 |
| Number of votes cast "for"   | 1,312,756,113 |
| Percentage of votes "for"  | 99.86%        |
| Number of votes cast "against"   | 1,850,044     |
| Percentage of votes "against"  | 0.14%         |
| Number of votes withheld   | 25,210,356    |

### 5. The proposal to release the members of the Executive Board from liability for their duties has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,337,055,408 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.33%        |
| Number of validly cast votes   | 1,337,055,408 |
| Number of votes cast "for"   | 1,309,659,033 |
| Percentage of votes "for"  | 97.95%        |
| Number of votes cast "against"   | 27,396,375    |
| Percentage of votes "against"  | 2.05%         |
| Number of votes withheld   | 2,761,105     |

### 6. The proposal to release the members of the Supervisory Board from liability for their duties has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,337,001,355 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.33%        |
| Number of validly cast votes   | 1,337,001,355 |
| Number of votes cast "for"   | 1,309,326,809 |
| Percentage of votes "for"  | 97.93%        |
| Number of votes cast "against"   | 27,674,546    |
| Percentage of votes "against"  | 2.07%         |
| Number of votes withheld   | 2,815,158     |

### 7. The proposal to appoint the independent auditor has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,998,322 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.41%        |
| Number of validly cast votes   | 1,338,998,322 |
| Number of votes cast "for"   | 1,326,965,412 |
| Percentage of votes "for"  | 99.10%        |
| Number of votes cast "against"   | 12,032,910    |
| Percentage of votes "against"  | 0.90%         |
| Number of votes withheld   | 818,191       |

#### 8. The proposal to adopt a new Executive Board Remuneration Policy has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,336,974,807 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.33%        |
| Number of validly cast votes   | 1,336,974,807 |
| Number of votes cast "for"   | 931,473,623   |
| Percentage of votes "for"  | 69.67%        |
| Number of votes cast "against"   | 405,501,184   |
| Percentage of votes "against"  | 30.33%        |
| Number of votes withheld   | 2,841,706     |



#### 9. The proposal to reappoint Mr. A.R. Wynaendts to the Executive Board has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,196,653 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.38%        |
| Number of validly cast votes   | 1,338,196,653 |
| Number of votes cast "for"   | 1,333,752,216 |
| Percentage of votes "for"  | 99.67%        |
| Number of votes cast "against"   | 4,444,437     |
| Percentage of votes "against"  | 0.33%         |
| Number of votes withheld   | 1,619,860     |

#### 10. The proposal to reappoint Mr. A. Burgmans to the Supervisory Board has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,109,361 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.38%        |
| Number of validly cast votes   | 1,338,109,361 |
| Number of votes cast "for"   | 1,333,631,587 |
| Percentage of votes "for"  | 99.67%        |
| Number of votes cast "against"   | 4,477,774     |
| Percentage of votes "against"  | 0.33%         |
| Number of votes withheld   | 1,707,152     |

#### 11. The proposal to reappoint Mrs. K.M.H. Peijs to the Supervisory Board has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,129,833 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.38%        |
| Number of validly cast votes   | 1,338,129,833 |
| Number of votes cast "for"   | 1,309,828,280 |
| Percentage of votes "for"  | 97.88%        |
| Number of votes cast "against"   | 28,301,553    |
| Percentage of votes "against"  | 2.12%         |
| Number of votes withheld   | 1,686,680     |



#### 12. The proposal to reappoint Mr. L.M. van Wijk to the Supervisory Board has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,186,409 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.38%        |
| Number of validly cast votes   | 1,338,186,409 |
| Number of votes cast "for"   | 1,320,012,387 |
| Percentage of votes "for"  | 98.64%        |
| Number of votes cast "against"   | 18,174,022    |
| Percentage of votes "against"  | 1.36%         |
| Number of votes withheld   | 1,630,104     |

#### 13. The proposal to authorize the Executive Board to issue common shares has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,468,092 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.39%        |
| Number of validly cast votes   | 1,338,468,092 |
| Number of votes cast "for"   | 1,216,503,557 |
| Percentage of votes "for"  | 90.89%        |
| Number of votes cast "against"   | 121,964,535   |
| Percentage of votes "against"  | <b>9.</b> 11% |
| Number of votes withheld   | 1,348,421     |

### 14. The proposal to authorize the Executive Board to restrict or exclude pre-emptive rights upon issuing common shares has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,050,206 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.37%        |
| Number of validly cast votes   | 1,338,050,206 |
| Number of votes cast "for"   | 1,228,777,764 |
| Percentage of votes "for"  | 91.83%        |
| Number of votes cast "against"   | 109,272,442   |
| Percentage of votes "against"  | 8.17%         |
| Number of votes withheld   | 1,766,307     |



### 15. The proposal to authorize the Executive Board to issue common shares under incentive plans has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,334,145,460 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.22%        |
| Number of validly cast votes   | 1,334,145,460 |
| Number of votes cast "for"   | 1,320,726,905 |
| Percentage of votes "for"  | 98.99%        |
| Number of votes cast "against"   | 13,418,555    |
| Percentage of votes "against"  | 1.01%         |
| Number of votes withheld   | 5,671,053     |

### 16. The proposal to authorize the Executive Board to acquire shares in the company has been adopted.

| OVERVIEW VOTES   |               |
|--|---------------|
| Number of shares for which votes have been cast  | 1,338,410,970 |
| Percentage of issued capital that was represented by the number of shares for which votes have been cast | 65.39%        |
| Number of validly cast votes   | 1,338,410,970 |
| Number of votes cast "for"   | 1,320,882,450 |
| Percentage of votes "for"  | 98.69%        |
| Number of votes cast "against"   | 17,528,520    |
| Percentage of votes "against"  | 1.31%         |
| Number of votes withheld   | 1,405,543     |

