

Annual General Meeting of Shareholders

Resolutions taken, April 20, 2011

Summary of the resolutions taken at the Annual General Meeting of Shareholders of Koninklijke Ahold N.V. (Royal Ahold) on April 20, 2011:

Agenda item 4: Proposal to adopt 2010 financial statements

Overview votes		
For	741,443,076	100.0%
Against	180,080	0.0%
Abstained	319,663	
Total	741,942,819	
Shares represented ¹		
	935,994,959	(66.7%)

Agenda item 5: Proposal to determine the dividend over financial year 2010

Overview votes		
For	741,422,775	100.0%
Against	215,965	0.0%
Abstained	296,348	
Total	741,935,088	
Shares represented		
	935,987,228	(66.7%)

Agenda item 6: Discharge of liability of the members of the Corporate Executive Board

Overview votes		
For	727,959,105	99.9%
Against	673,204	0.1%
Abstained	13,312,147	
Total	741,944,456	
Shares represented		
	935,996,596	(66.7%)

Agenda item 7: Discharge of liability of the members of the Supervisory Board

Overview votes		
For	727,846,588	99.7%
Against	1,929,342	0.3%
Abstained	12,156,196	
Total	741,932,126	
Shares represented		
	935,984,266	(66.7%)

¹ The difference between the total number of votes and the number of represented shares is explained by the fact that the total amount of votes attached to the 268,415,103 cumulative preferent financing shares outstanding is capped at 74,362,963 voting rights. The number of shares represented is provided as a percentage of the total number of outstanding shares in the capital of Ahold. The issued share capital of Royal Ahold amounted per March 23, 2011 to 1,134,937,516 ordinary shares, each with a nominal value of €0.30 and entitled to one vote, and 268,415,103 cumulative preferent financing shares, each with a nominal value of €0.30.

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Composition of the Corporate Executive Board

Agenda item 8: Proposal to appoint Mr. A.D. Boer for a new term as a member of the Corporate Executive Board, with effect from April 20, 2011

Overview votes		
For	739,036,165	99.8%
Against	1,270,926	0.2%
Abstained	1,636,242	
Total	741,943,333	
Shares represented		
	935,995,473	(66.7%)

Composition of the Supervisory Board

Agenda item 9: Proposal to appoint Mr. R. van den Bergh as a member of the Supervisory Board, with effect from April 20, 2011

Overview votes		
For	729,821,664	98.6%
Against	10,313,151	1.4%
Abstained	1,801,189	
Total	741,936,004	
Shares represented		
	935,988,144	(66.7%)

Agenda item 10: Proposal to appoint Mr. T. de Swaan for a new term as a member of the Supervisory Board, with effect from April 20, 2011

Overview votes		
For	693,490,138	93.7%
Against	46,815,608	6.3%
Abstained	1,627,372	
Total	741,933,118	
Shares represented		
	935,985,258	(66.7%)

Agenda item 11: Appointment Auditor

Proposal to appoint Deloitte Accountants B.V. for financial year 2011

Overview votes		
For	739,888,495	99.8%
Against	1,820,859	0.2%
Abstained	208,731	
Total	741,918,085	
Shares represented		
	935,970,225	(66.7%)

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Agenda item 12: Authorization to issue shares

Overview votes		
For	684,348,737	92.4%
Against	56,312,931	7.6%
Abstained	836,037	
Total	741,497,705	
Shares represented		
	935,549,845	(66.7%)

Agenda item 13: Authorization to restrict or exclude pre-emptive rights

Overview votes		
For	638,234,413	86.2%
Against	102,200,897	13.8%
Abstained	1,034,647	
Total	741,469,957	
Shares represented		
	935,522,097	(66.7%)

Agenda item 14: Authorization to acquire shares

Overview votes		
For	735,903,328	99.3%
Against	5,007,202	0.7%
Abstained	589,902	
Total	741,500,432	
Shares represented		
	935,552,572	(66.7%)

Agenda item 15: Cancellation of common shares

Overview votes		
For	737,192,685	99.5%
Against	3,778,680	0.5%
Abstained	518,016	
Total	741,489,381	
Shares represented		
	935,541,521	(66.7%)

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