

# Heineken Holding N.V.

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This is an English translation of the original Dutch language document

May 2009

## **Heineken Holding N.V. Regulations 2007 on ownership of and transactions in Shares and certain other Financial Instruments**

(as amended in December 2007 and May 2009)

# Heineken Holding N.V.

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# Heineken Holding N.V.

Regulations on the ownership of and transactions in Heineken Holding Financial Instruments, Heineken Financial Instruments and certain other Financial Instruments were adopted on 2 July 2007 by the Board of Directors of Heineken Holding N.V., established in Amsterdam.

On 11 December 2007 and 5 May 2009, the Board of Directors made a few changes to the Regulations.

## **Preamble**

- The Regulations have been adopted in compliance with Section 5:65 of the FMSA.
- The purpose of the Regulations is *inter alia* to ensure that, with respect to their ownership of Financial Instruments and in the Execution of Transactions, Members of the Board of Directors and Designated Persons act in compliance with the law, including the FMSA, and the codes applicable to Heineken Holding N.V., including the Dutch Corporate Governance Code, and to limit the risk of the good reputation for integrity of Heineken Holding N.V. and its related enterprise being harmed by unethical Transactions in Financial Instruments.

## **Chapter I Introductory provisions**

### **Article 1 Definitions**

Terms which are capitalised in these Regulations shall have the meanings assigned in the **Annex** to the Regulations.

### **Article 2 Scope**

1. The Regulations set forth rules relating to ownership of and transactions in Heineken Holding Financial Instruments, Heineken Financial Instruments and Other Financial Instruments by Members of the Board of Directors and Designated Persons.
2. The Regulations are applicable to Members of the Board of Directors and Designated Persons irrespective of the capacity in which they Execute Transactions and irrespective of whether the Member of the Board of Directors or Designated Person concerned Executes the Transaction for the account or as representative of another person.
3. Chapters I, II, III, V and VII of the Regulations apply to Members of the Board of Directors.
4. Chapters I, II, IV, V and VII of the Regulations apply to Designated Persons.
5. Chapters I, VI and VII of the Regulations apply to Related Persons.

### **Article 3 Statutory prohibitions and notification requirements**

The provisions of the Regulations are without prejudice to the prohibitions imposed by the FMSA, including those relating to market manipulation, and the generally applicable notification requirements of the FMSA.

## **Chapter II General prohibitions applicable to Members of the Board of Directors and Designated Persons**

### **Article 4 Prohibitions on Transactions in Financial Instruments, including Heineken Holding Financial Instruments and Heineken Financial Instruments**

1. It is prohibited for any Member of the Board of Directors or Designated Person to make use of Inside Information by Executing, directly or indirectly, for his or her own account or for the account of a third party, Transactions in Financial Instruments, including Heineken Holding Financial Instruments and Heineken Financial Instruments, to which the Inside Information relates.
2. It is prohibited for any Member of the Board of Directors or Designated Person to make use of Inside Information by seeking to Execute, directly or indirectly, for his or her own account or for the account of a third party, Transactions in Financial Instruments, including Heineken Holding Financial Instruments and Heineken Financial Instruments, to which the Inside Information relates.
3. It is prohibited for any Member of the Board of Directors or Designated Person to Execute a Transaction in Heineken Holding Financial Instruments or Heineken Financial Instruments during a Close Period, irrespective of whether the Member of the Board of Directors or Designated Person uses Inside Information thereby.
4. It is prohibited for any Member of the Board of Directors or Designated Person to Execute a Transaction in Heineken Holding Financial Instruments or Heineken Financial Instruments during a period outside a Close Period in which the Member of the Board of Directors or Designated Person has been prohibited from doing so by the Compliance Officer pursuant to paragraph 6.
5. It is prohibited for any Member of the Board of Directors or Designated Person to Execute a Transaction in Heineken Holding Financial Instruments or Heineken Financial Instruments within six months of a previous Transaction in such Financial Instruments, if the second Transaction reverses the former Transaction or eliminates or mitigates the risk on the former Transaction.
6. The Compliance Officer may prohibit Members of the Board of Directors or Designated Persons from Executing Transactions in Heineken Holding Financial Instruments or Heineken Financial Instruments for a period outside a Close Period, to be determined by the Compliance Officer.
7. The prohibition imposed in paragraph 1 shall not apply to the Execution of Transactions for the purpose of discharging an exigible obligation which existed at the time when the Inside Information came into the possession of the Member of the Board of Directors or Designated Person (such as an obligation to dispose of or acquire Heineken Holding Financial Instruments or Heineken Financial Instruments under an agreement concluded before the Inside Information was acquired).
8. The prohibition imposed in paragraph 1 shall likewise not apply to Transactions Executed pursuant to a written mandate by a financial firm permitted under the FMSA to manage private portfolios, provided the mandate stipulates that the Member of the Board of Directors or Designated Person, as mandator, cannot exert influence on Transactions Executed by the financial firm as mandatary (in that case there is no “making use of Inside Information”). Each Member of the Board of Directors and each Designated Person shall provide the Compliance Officer with a copy of the mandate referred to in the preceding sentence and shall notify the Compliance Officer in writing of any change to that mandate.

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9. The prohibition imposed in paragraph 1 shall likewise not apply to:
  - a. the acquisition of shares or depositary receipts for shares by way of dividend, other than in the form of optional stock dividend;
  - b. other transactions exempted by or pursuant to law.
10. Paragraphs 7, 8 and 9 shall apply *mutatis mutandis* to the prohibitions imposed in paragraphs 3, 4 and 5.
11. The prohibitions imposed in paragraphs 1–5 and any exemptions therefrom shall continue to apply for six months after the Member of the Board of Directors or Designated Person concerned has relinquished that status.

## Article 5 Prohibitions on Transactions in Other Financial Instruments

1. It is prohibited for any Member of the Board of Directors or Designated Person to Execute Transactions in Other Financial Instruments, if they have been designated as such by the Board of Directors pursuant to paragraph 3 and their designation has been communicated to all Members of the Board of Directors and Designated Persons concerned, irrespective of whether the Member of the Board of Directors or Designated Person makes use thereby of Inside Information relating to the Other Financial Instruments concerned.
2. It is prohibited for any Member of the Board of Directors or Designated Person to Execute Transactions in Other Financial Instruments if the Compliance Officer so determines pursuant to paragraph 4 and has notified the Member of the Board of Directors or Designated Person concerned thereof, irrespective of whether the Member of the Board of Directors or Designated Person makes use thereby of Inside Information relating to the Other Financial Instruments concerned.
3. The Board of Directors may determine that a Member of the Board of Directors or Designated Person may not Execute Transactions in certain Other Financial Instruments designated as such by the Board of Directors, if it is likely that the Member of the Board of Directors or Designated Person is able, by virtue of his or her position within Heineken Holding N.V., to make a better assessment of the state of affairs of the institution issuing the Other Financial Instruments than would be possible on the basis of public information, as for example in the case of certain competitors of Heineken N.V.
4. The Compliance Officer may determine that a Member of the Board of Directors or Designated Person may not Execute Transactions in Other Financial Instruments for a period to be determined by the Compliance Officer, if the Compliance Officer considers that the Member of the Board of Directors or Designated Person concerned is or may be in possession of Inside Information which relates to those Other Financial Instruments or if the Compliance Officer considers that the Member of the Board of Directors or Designated Person concerned may give the appearance of acting illegally by Executing a Transaction in those Other Financial Instruments.
5. The prohibitions imposed in paragraphs 1 and 2 shall not apply to the Execution of Transactions for the purpose of discharging an exigible obligation which existed at the time of the designation or determination referred to in paragraphs 3 and 4 (such as an obligation to dispose of or acquire Other Financial Instruments under an agreement concluded before such designation or determination).

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6. The prohibition imposed in paragraphs 1 and 2 shall likewise not apply to:
  - a. the acquisition by way of dividend, other than in the form of optional stock dividend, of shares or depositary receipts for shares in the capital of the company which has issued the Other Financial Instruments;
  - b. transactions mentioned in Article 4 paragraph 8;
  - c. other transactions exempted by or pursuant to law.
7. The prohibitions imposed in paragraphs 1 and 2 shall continue to apply for six months after a Member of the Board of Directors or Designated Person has relinquished that status.

## Article 6 *Prohibitions on communication and recommendation*

1. It is prohibited for any Member of the Board of Directors or Designated Person to communicate Inside Information to a third party other than in the normal course of his or her job, profession or function and the recipient of the Inside Information is subject to a duty of confidentiality, whether pursuant to law, regulation, provisions of Articles of Association or agreement.
2. It is prohibited for any Member of the Board of Directors or Designated Person to recommend or induce a third party to Execute Transactions in Financial Instruments, including Heineken Holding Financial Instruments and Heineken Financial Instruments, to which his or her Inside Information relates.

## **Chapter III Notification requirements applicable to Members of the Board of Directors**

### Article 7 *Mandatory notification to the AFM under Chapter 5.4 of the FMSA*

1. Not later than the fifth business day after the Transaction Date, any Member of the Board of Directors shall notify the AFM of Transactions Executed for his or her own account in (depository receipts for) shares in the capital of Heineken Holding N.V., (depository receipts for) shares in the capital of Heineken N.V. or financial instruments whose value is partly determined by the value of those (depository receipts for) shares.
2. The notification requirements imposed in paragraphs 1 and 6 shall not apply to Transactions Executed pursuant to a written mandate by a financial firm permitted under the FMSA to manage private portfolios, provided the mandate stipulates that the Member of the Board of Directors, as mandator, cannot exert influence on Transactions Executed by the financial firm as mandatary. Any Member of the Board of Directors is required to provide the Compliance Officer with a copy of the mandate referred to in the previous sentence and to notify the Compliance Officer in writing of any amendment to that mandate.
3. The notification referred to in paragraph 1 may be deferred until (a) the Transactions Executed in the relevant calendar year by the Member of the Board of Directors have reached EUR 5,000 or (b) the Transactions Executed in the relevant calendar year by the Member of the Board of Directors for his or her own account and Related Persons for their own account have reached EUR 5,000.
4. If a Member of the Board of Directors has given notification of a change resulting from the relevant Transaction in accordance with the applicable provisions of Chapter 5.3 of the FMSA, he or she shall be deemed to have fulfilled the notification requirement imposed in paragraph 1.
5. A Member of the Board of Directors may instruct the Compliance Officer to give the notification to the AFM as referred to in this article on his or her behalf. Such instructions must be given in writing and must be received by the Compliance Officer

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not later than 13:00 on the business day before the last business day on which notification may be given to the AFM. The instructions must include all the information to be notified to the AFM. The Member of the Board of Directors remains responsible at all times for notification to the AFM.

6. Any Member of the Board of Directors must inform his or her Related Persons of the notification requirements to which they are subject pursuant to Article 13 of the Regulations.

## Article 8 *Mandatory notification to the AFM under Chapter 5.3 of the FMSA*

1. Within two weeks of his or her appointment, any Member of the Board of Directors shall notify the AFM of the number of Heineken Holding N.V. and Heineken N.V. Shares and Votes he or she holds.
2. Any Member of the Board of Directors shall notify the AFM immediately of any change in the number of Heineken Holding N.V. and Heineken N.V. Shares and Votes he or she holds. The requirement referred to in the preceding sentence shall be deemed to have been fulfilled if notification is given pursuant to other applicable provisions of Chapter 5.3 of the FMSA.
3. A Member of the Board of Directors may instruct the Compliance Officer to give the notification to the AFM as referred to in this article on his or her behalf. Such instructions must be given in writing and must be received by the Compliance Officer not later than 13:00 on the business day before the last business day on which notification may be given to the AFM. The instructions must include all the information to be notified to the AFM. The Member of the Board of Directors remains responsible at all times for notification to the AFM.
4. A Member of the Board of Directors may authorise the financial firm as referred to in Article 7, paragraph 2, to give the notification to the AFM as referred to in this article on his or her behalf. The Member of the Board of Directors must send a copy of the authorisation to the Compliance Officer. Such authorisation is without prejudice to the responsibility of the Member of the Board of Directors at all times for notification to the AFM.

## Article 9 *Mandatory notification to the Compliance Officer*

1. Each Member of the Board of Directors shall notify the Compliance Officer immediately of each Transaction he or she Executes in Heineken Holding Financial Instruments, Heineken Financial Instruments or Financial Instruments related to a Listed Group Company.
2. Within two weeks of his or her appointment, any member of the Board of Directors shall notify the Compliance Officer of the number of Heineken Holding N.V. and Heineken N.V. Shares and Votes he or she holds.
3. Any Member of the Board of Directors shall notify the Compliance Officer immediately of any change in the number of Heineken Holding N.V. and Heineken N.V. Shares and Votes he or she holds.

## **Chapter IV Notification requirements applicable to Designated Persons**

### **Article 10 Mandatory notification to the Compliance Officer**

1. Any Designated Person shall notify the Compliance Officer of each Transaction he or she Executes in Heineken Holding Financial Instruments, Heineken Financial Instruments or Financial Instruments related to a Listed Group Company within five business days.
2. Paragraph 1 is not applicable to Transactions Executed for the account of a Designated Person by a financial firm as referred to in Article 7, paragraph 2.

## **Chapter V Specific provisions applicable to Members of the Board of Directors and Designated Persons**

### **Article 11 Consultation of the Compliance Officer; investment freedom; long-term investment in Heineken Holding Financial Instruments and Heineken Financial Instruments**

1. Members of the Board of Directors must consult the Compliance Officer before Executing Transactions in Heineken Holding and Heineken Financial Instruments. This consultation requirement does not apply to Transactions referred to in Article 4 paragraphs 8 and 9.
2. Except as provided otherwise by or pursuant to the Regulations, Members of the Board of Directors and Designated Persons shall be free to invest in shares and certain other financial instruments.
3. Holdings by a Member of the Board of Directors or Designated Person of Heineken Holding Financial Instruments or Heineken Financial Instruments shall in all cases be for long-term investment purposes.

### **Article 12 Prohibitions relating to options**

It is prohibited for any Member of the Board of Directors or Designated Person to purchase or write options on Heineken Holding Financial Instruments or Heineken Financial Instruments.

## **Chapter VI Related Persons**

### **Article 13 Mandatory notification to the AFM**

1. Not later than the fifth business day after the Transaction Date, any Related Person shall notify the AFM of Transactions Executed for his or her own account in (depository receipts for) shares in the capital of Heineken Holding N.V., (depository receipts for) shares in the capital of Heineken N.V. or Financial Instruments whose value is partly determined by the value of those (depository receipts for) shares.
2. The notification requirements imposed in paragraph 1 shall not apply to Transactions Executed pursuant to a written mandate by a financial firm permitted under the FMSA to manage private portfolios, provided the mandate stipulates that the Related Person, as mandator, cannot exert influence on Transactions Executed by a financial firm as mandatary.
3. Related Persons are required to give the notification to the AFM as referred to in paragraph 1 themselves.

## **Chapter VII Other provisions**

### VII.1 Compliance Officer

#### Article 14 Appointment and removal

The Board of Directors shall appoint a Compliance Officer. The Compliance Officer may be removed from that post by the Board of Directors at any time.

#### Article 15 Contact information

The Board of Directors shall announce the name of the Compliance Officer and how he or she can be contacted.

#### Article 16 Duties and powers

The duties and powers of the Compliance Officer shall be as defined in these Regulations. The Board of Directors may allocate additional duties and powers to the Compliance Officer.

#### Article 17 Advice: exemptions

1. The Compliance Officer may, at the request of a Member of the Board of Directors or a Designated Person, advise on whether a prohibition or obligation imposed by the Regulations is applicable to him or her. If a Member of the Board of Directors or a Designated Person is in doubt as to whether a prohibition or obligation imposed by the Regulations applies to him or her, he or she should contact the Compliance Officer and seek his or her advice.
2. The Compliance Officer may, in exceptional circumstances and in consultation with the Chairman of the Board of Directors, grant exemption from prohibitions or obligations imposed by the Regulations. Where it concerns the Compliance Officer, such exemption may only be granted by the Chairman of the Board of Directors.

#### Article 18 Deputies

The Compliance Officer may, in consultation with the Board of Directors, appoint individuals to deputise in his or her absence. The Board of Directors shall announce the names of deputies appointed pursuant to this article and how they can be contacted.

#### Article 19 Annual reporting

Each year, after the end of Heineken Holding N.V.'s financial year, the Compliance Officer shall report to the Chairman of the Board of Directors on the manner in which he or she has performed the duties and exercised the powers of the Compliance Officer.

### VII.2 Register

#### Article 20 Contents

Heineken Holding N.V. shall keep a Register in which are recorded:

- a. the names of the Members of the Board of Directors and Designated Persons;
- b. the fact that and date from which a person no longer has access to Inside Information;
- c. all notifications to the Compliance Officer under the Regulations;
- d. all instructions to the Compliance Officer to give notifications as referred to in the Regulations;

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- e. all requests to the Compliance Officer for exemption and all exemptions granted by the Compliance Officer as referred to in Article 17, paragraph 2;
- f. copies of the asset management mandates received by the Compliance Officer pursuant to Article 7, paragraph 2.

The Register and all amendments therein must be dated.

## Article 21 *Responsibility; purposes*

Heineken Holding N.V. shall be responsible for the use of Personal Information included or to be included in the Register. Personal Information shall only be used for the purposes stated in the Preamble to the Regulations.

## Article 22 *Disclosure to third parties*

Personal Information from the Register may be disclosed to the AFM if such disclosure is necessary to comply with a statutory requirement or to serve substantial interests of Heineken Holding N.V.

## Article 23 *Custody; retention period*

The Register shall be held by the Compliance Officer. The Personal Information referred to in Article 20, under a. and b., shall be retained for at least five years after entry or amendment in the Register. The Compliance Officer shall delete other Personal Information from the Register not more than two years after the person concerned has terminated his or her relationship with Heineken Holding N.V. If it is necessary to use Personal Information as referred to in Article 20 in the resolution of a dispute or in relation to property rights and obligations of Heineken Holding N.V., it shall not be deleted. Personal Information used in the settlement of a dispute shall be deleted by the Compliance Officer when it is no longer relevant to the dispute. Personal Information relating to property rights and obligations of Heineken Holding N.V. shall be deleted by the Compliance Officer seven years after entry in the Register.

## Article 24 *Access*

Members of the Board of Directors and Designated Persons in respect of whom Personal Information is included in the Register shall have the right to examine this information, upon request to the Compliance Officer. If Personal Information on the Member of the Board of Directors or Designated Person requesting access is used, the Compliance Officer shall provide him or her with a full written summary thereof within four weeks.

## Article 25 *Amendment of Personal Information*

Members of the Board of Directors and Designated Persons in respect of whom Personal Information is included in the Register shall have the right to request Heineken Holding N.V. to correct, augment, remove or conceal Personal Information relating to them in the Register if it is factually incorrect or is irrelevant given the purpose of the Register. Such requests shall be addressed to the Compliance Officer, who shall inform the party concerned of his or her decision in writing within four weeks of receipt of the request. A decision to refuse the request shall state the reasons for refusal. If the request is granted, the Compliance Officer shall ensure that the relevant Personal Information is corrected, augmented, removed or concealed as soon as possible. The Compliance Officer shall notify the AFM as soon as possible of the correction, augmentation, removal or concealment of Personal Information which has already been supplied to the AFM. The Compliance Officer shall amend the information entered in the Register immediately:

- a. if the reason for entering information on a person in the Register should change;
- b. if it is necessary to add a person to the Register; or
- c. if a person included in the Register no longer has access to Inside Information.

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## Article 26    Security

The Register shall be held in adequately secure conditions. Only the Compliance Officer and the Chairman of the Board of Directors shall have the right to examine the Register, and only if necessary in the course of their duties for the purposes stated in the Preamble to the Regulations.

## VII.3    Forms

### Article 27    Forms

All notifications referred to in the Regulations shall be given using the forms prescribed by the AFM. The forms shall be provided by the Compliance Officer. The questions asked in the forms must be answered fully and truthfully.

## VII.4    Designations and announcements

### Article 28    Designated Persons

The Compliance Officer shall designate individuals who have access to Inside Information in the course of their job, profession or function as Designated Persons and shall inform them in writing of such designation.

### Article 29    Close Periods

The Board of Directors or the Compliance Officer shall announce in good time before the beginning of each financial year the periods in that financial year which will in any event be Close Periods. Any changes or additions in the course of the financial year shall be announced in the same way .

### Article 30    Announcement of prohibitions

Heineken Holding N.V. shall notify Members of the Board of Directors and Designated Persons of the prohibitions imposed by Part 5.4.2 (Rules to Prevent Market Abuse) of the FMSA. A summary of the penalties for infringement of the prohibitions imposed by Part 5.4.2 (Rules to Prevent Market Abuse) of the FMSA can be obtained free of charge from the Compliance Officer.

## VII.5    Concluding provisions

### Article 31    Penalties

Heineken Holding N.V. or the employer, as the case may be, reserves the right, in the event of violation of one or more of the provisions of the Regulations, to impose any penalty permitted by law and/or the (employment) contract with the individual concerned, including termination of the (employment) contract with the individual concerned, with or without giving notice.

### Article 32    Cases not covered by the Regulations

The Board of Directors shall be authorised to decide, with due observance of applicable statutory requirements, on matters for which the Regulations make no provision.

### Article 33    Entry into effect

The amended Regulations will come into effect on 5 May 2009.

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Article 34 *Amendments*

The provisions of the Regulations may be amended and supplemented by resolution of the Board of Directors. Amendments and additions will take effect as from their announcement, unless a different date is specified at the time of their announcement.

Article 35 *Applicable law*

The Regulations shall be governed by the laws of the Netherlands.

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## ANNEX

### Definitions

In these Regulations, the following terms, which are capitalised in the text, are assigned the meanings given below.

AFM	:	Netherlands Authority for the Financial Markets (Stichting Autoriteit Financiële Markten).
(Members of the) Board of Directors	:	The (members of the) Board of Directors of Heineken Holding N.V.
Close Period	:	a. the period of two months prior to the first publication of Heineken Holding N.V.'s annual figures or so much longer as announced by the Compliance Officer; b. the period of four weeks prior to the first publication of Heineken Holding N.V.'s half-year figures or so much longer as announced by the Compliance Officer; c. any other period as announced by the Compliance Officer.
Commodity Derivatives	:	Financial Instruments of which the value is determined partly by the value of the commodities to which they relate.
Compliance Officer	:	The officer referred to in Article 14 of the Regulations.
Designated Persons	:	Persons other than Members of the Board of Directors who have access to Inside Information in the course of their job, profession or function and have been designated as such by the Compliance Officer.
Execution of Transactions	:	The direct or indirect purchase or sale of Financial Instruments or the execution of any other legal act intended to effect the acquisition or disposal of Financial Instruments, for one's own or for another's account
Financial Instruments	:	a. (depository receipts for) shares; or b. other financial instruments within the meaning of Section 1:1 FMSA in conjunction with Section 5:53 subsection 3 FMSA, (i) which have been admitted to trading on a regulated market located or operating in the Netherlands or for which admission to trading has been applied for, or (ii) which have been admitted to trading on a regulated market in another Member State or for which admission to trading has been applied for, or (iii) which have been admitted to trading on a financial instruments exchange located and officially sanctioned in a state other than a Member State or for which admission to trading has been applied for; or c. financial instruments other than those referred to in

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		a. or b. of which the value is determined partly by the value of the financial instruments referred to in a. or b.
		d. financial instruments which have been admitted to a financial instruments market, not being a regulated market whose operator has been recognised as referred to in Section 5:26 subsection 1 FMSA
FMSA	:	Financial Markets Supervision Act (Wet op het financieel toezicht)
Heineken Holding Financial Instruments	:	Financial Instruments issued by or relating to Heineken Holding N.V.
Heineken Holding N.V.	:	Heineken Holding N.V., established in Amsterdam.
Heineken N.V.	:	Heineken N.V., established in Amsterdam.
Heineken Financial Instruments	:	Financial Instruments issued by or relating to Heineken N.V.
Inside Information	:	<p>a. in relation to Financial Instruments other than Commodity Derivatives, Inside Information means concrete information which directly or indirectly concerns an issuer as referred to in Section 5:53 subsection 4 paragraph a FMSA to which the Financial Instruments relate or to the trade in those Financial Instruments, which is not in the public domain and of which disclosure could have a significant influence on the price of the Financial Instruments or Financial Instruments derived therefrom;</p> <p>b. in relation to Commodity Derivatives, Inside Information means concrete information which is not in the public domain, which directly or indirectly relates to one or more Commodity Derivatives and of which investors in those Commodity Derivatives may expect disclosure in accordance with market practices which are customary on the regulated market on which those Commodity Derivatives are traded or the market in financial instruments not qualifying as a regulated market, whose operator received a recognition as referred to in Section 5:26 subsection 1 of the FMSA. Information of which investors may expect disclosure is information:</p> <p>(i) which is routinely made available to the investors in those financial instruments;</p> <p>(ii) of which disclosure is required pursuant to the statutory provisions relating to the relevant regulated market or the market rules, agreements or customary practices applicable to that regulated market.</p>
Listed Group Company		A legal entity or company, in which Heineken Holding N.V., directly or indirectly, has an interest of at least 20% and of which (part of) the shares are listed on a stock exchange

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Other Financial Instruments	:	Financial Instruments (except for Heineken Holding Financial Instruments and Heineken Financial Instruments) designated as such by the Board of Directors or by the Compliance Officer pursuant to the Regulations.
Personal Information	:	Information relating to an identifiable natural person.
Register	:	The register referred to in Article 20 of the Regulations.
Regulations	:	The Heineken Holding N.V. Regulations 2007 on ownership of and transactions in Shares and certain other Financial Instruments
Related Persons	:	<ol style="list-style-type: none"><li>a. spouses and registered partners or companions of or other persons who share a household on a similar basis with a Member of the Board of Directors;</li><li>b. children of a Member of the Board of Directors for whom the latter is responsible or who have been placed in wardship and for whom a Member of the Board of Directors has been appointed guardian;</li><li>c. other relatives by blood or affinity of a Member of the Board of Directors, who shares a household with him or her on the Transaction Date and has been doing so for at least one year prior to the Transaction Date;</li><li>d. legal entities, trusts as referred to in Section 1.c. of the Trust Offices Supervision Act (<i>Wet toezicht trustkantoren</i>) or partnerships (i) for which management responsibility resides with a Member of the Board of Directors or a person as referred to in a., b. or c., or (ii) which are controlled by a Member of the Board of Directors or a person as referred to in a., b. or c., or (iii) which have been formed for the benefit of a Member of the Board of Directors or a person as referred to in a., b. or c., or (iv) of which the economic interests are essentially the same as those of a Member of the Board of Directors or a person as referred to in a., b. or c.</li></ol>
Shares	:	<ol style="list-style-type: none"><li>a. negotiable shares as referred to in Section 79, subsection 1, of Book 2 of the Dutch Civil Code;</li><li>b. depositary receipts for shares or other negotiable instruments which can be equated to depositary receipts for shares;</li><li>c. other negotiable instruments, except options as referred to under d. to purchase shares or securities as referred to under a. or b.;</li><li>d. options to purchase shares or securities as referred to under a. or b.</li></ol>
Transaction Date	:	The date on which a Transaction is Executed.
Votes	:	Votes which can be cast on Shares, including rights under an agreement to acquire votes.