

Heineken amends Agenda for Annual General Meeting of Shareholders

Amsterdam, 9 April 2009 – Heineken today announced that it has decided to amend one proposal of the agenda and to withdraw two proposals from the agenda of the Annual General Meeting of Shareholders (AGM) on 23 April 2009.

The proposal to be amended is:

- ***Item 3a) Extension and amendment of the authorisation of the Executive Board to acquire own shares***

The original proposal reflected a change in Dutch legislation, which now permits the repurchase of 50% of the issued share capital. However, given shareholder feedback and only a theoretical possibility that Heineken would take advantage of the new legislation, the proposal will be amended in such a way that the maximum number of shares that may be acquired under the authorization will remain limited to 10% of the issued share capital of the company.

The proposals to be withdrawn are:

- ***Item 4a) Adjustments to the remuneration policy for the Executive Board***
- ***Item 4b) Related amendment to the Long-Term Incentive Plan for the Executive Board***

The original proposals reflected the strengthened geographic footprint of the company and the need to remain competitive in an international context. The proposed policy maintained reward levels at the median of a revised labour market peer group. In part, this would also have entailed an increase in the maximum target levels for the Long Term Incentive Plan.

However, given the public debate regarding executive remuneration and the request to freeze the 2009 salaries of the Executive Board (marking a third successive year at the same level) the Supervisory Board has decided to withdraw the proposals. On the basis of the new peer group a revised proposal will be submitted to the General Meeting of Shareholders in 2010.

Editorial information:

Heineken N.V. is one of the world's great brewers and is committed to growth and remaining independent. The brand that bears the founder's family name – Heineken – is available in almost every country on the globe and is the world's most valuable international premium beer brand. The company's aim is to be a leading brewer in each of the markets in which we operate and to have the world's most prominent brand portfolio. In 2008, the Company operated 125 breweries in more than 70 countries and sold 162 million hectolitres of beer. Heineken is Europe's largest brewer and the world's third largest by volume. Heineken is committed to the responsible marketing and consumption of its more than 200 international premium, regional, local and specialty beers and ciders. These include Amstel, Birra Moretti, Cruzcampo, Foster's, Maes, Murphy's, Newcastle Brown Ale, Ochota, Primus, Sagres, Star,

Strongbow, Tiger and Zywiec. In 2008, revenue totalled EUR 14.3 billion and Net Profit before exceptional items and amortisation was EUR 1.0 billion. In 2008, the average number of people employed was 56,208. Heineken N.V. and Heineken Holding N.V. shares are listed on the Amsterdam stock exchange. Prices for the ordinary shares may be accessed on Bloomberg under the symbols HEIA:NA and HEIO:NA and on the Reuter Equities 2000 Service under HEIN.AS and HEIO.AS. Additional information is available on Heineken's home page: <http://www.heinekeninternational.com>.

Press enquiries

Véronique Schyns
Tel: +31 20 5239 355
veronique.schyns@heineken.com

Investor and analyst enquiries

Jan van de Merbel
Tel: +31 20 5239 590
investors@heineken.com