

Mediq NV Selection and Appointments Committee regulations¹

This document briefly describes the role, duties, responsibilities and organisation of the Selection and Appointments Committee of the Supervisory Board.

Article 1 - Role and duties

- 1.1 Without prejudice to the regulations of the Supervisory Board, the Selection and Appointments Committee of the Supervisory Board advises the Supervisory Board in its duties and makes preparations for the Supervisory Board's decision-making in this regard.
- 1.2 The duties of the Selection and Appointments Committee further include:
 - a. drawing up selection criteria and appointment procedures for Supervisory Board and Board of Management members;
 - b. making a periodic evaluation of the size and composition of the Supervisory Board and Board of Management, and making proposals for a profile of the Supervisory Board;
 - c. making a periodic evaluation of the functioning of individual Supervisory Board and Board of Management members, and reporting on this to the Supervisory Board;
 - d. making proposals for appointments and re-appointments;
 - e. supervising the Board of Management's policy regarding selection criteria and appointment procedures for higher management.
- 1.3 The Selection and Appointments Committee shall draw up an annual report of its deliberations and findings, and send this to the Supervisory Board.

Article 2 - Composition, expertise and independence

- 2.1 The Selection and Appointments Committee shall be made up of three members. An up-to-date overview of the members of the Supervisory Board is included in the Annex to these Regulations.
- 2.2 Without prejudice to the regulations of the Supervisory Board, the following requirements shall be taken into consideration regarding the composition of the Selection and Appointments Committee:
 - a. each of its members, with the exception of one person at the most, shall be independent;
 - b. none of its members, with the exception of one person at the most, shall at the same time be a member of the Board of Management of another Dutch listed company.

¹ *In the event of any discrepancies or differing interpretations between the Dutch document and its English translation, reference should be made to the Dutch version, which will prevail at all times.*

Article 3 - Chairman

- 3.1 In compliance with the provisions of Article 2 of these regulations, the Supervisory Board shall appoint one committee member as chairman. The chairman is particularly responsible for the proper functioning of the committee. He shall act as spokesman for the Selection and Appointments Committee and he is the primary point of contact with the Supervisory Board.

Article 4 - Meetings

- 4.1 The Selection and Appointments Committee shall meet at least twice per year, and furthermore as often as one or more of its members consider necessary. The meetings shall normally be held in the company offices, but may also take place elsewhere.
- 4.2 Unless the Selection and Appointments Committee decides otherwise, meetings of the Selection and Appointments Committee shall not be attended by one or more Board of Management members.
- 4.3 Meetings shall be convened by the authorised person who requests the meeting. In so far as practicable, the notice of the meeting and the agenda of matters to be discussed shall be provided to the Selection and Appointments Committee members seven days before the date of the meeting.
- 4.4 Minutes shall be taken of the meetings. Normally these shall be approved at the subsequent meeting. If, however, all Selection and Appointments Committee members agree with the contents of the minutes, their approval may also take place earlier. The minutes shall be signed for acceptance by the chairman, and shall be delivered to the Supervisory Board as soon as possible.

Article 5 - Establishment and publication of these regulations

- 5.1 These regulations come into force on 1 January 2005, and shall be placed on the company website. The regulations were established at the meeting of the Supervisory Board held on 29 September 2004.

Utrecht, 29 September 2004

Annex to Mediq NV Selection and Appointments Committee regulations

Composition of Selection and Appointments Committee

29 September 2004 : Mr S.C. Huibers, chairman, Mr P.J.T.T.M. van Bakel and
Mr J.F. van Duyne.

24 October 2008 : Mr S.C. Huibers, chairman, Mr P.J.T.T.M. van Bakel, Mr O.R. Stuge
and Mr J.F. van Duyne.

3 June 2009 : Mr O.R. Stuge, chairman, Mrs. M.J.M. van Weelden