

ABN Amro

Meeting type: Ordinary General Meeting
Date: 26 April 2007
Country: Netherlands
Index: AEX
Sector: Commercial Banks

Item	Description	TMF vote	Mgmt vote
1	Opening of the general meeting of shareholders and announcements	NON-VOTING	NON-VOTING
2	Adoption of the minutes of the general meeting of shareholders held in 2006	NON-VOTING	NON-VOTING
3	Report of the Managing Board for the year 2006	NON-VOTING	NON-VOTING
4.a	Adopt the 2006 financial statements	FOR	FOR
4.b	Adopt the 2006 dividend	FOR	FOR
5.a	Grant discharge to the Members of the Managing Board in respect of their Management during the past FY as specified	FOR	FOR
5.b	Grant discharge to the Members of the Supervisory Board in respect of their supervision during the past FY as specified	FOR	FOR
6	Approve the changes to the Managing Board Compensation Policy with retrospective effect from 01 JAN 2007	FOR	FOR
	<i>Comment: Triodos Bank welcomes sustainability performance indicators to the remuneration scheme.</i>	FOR	FOR
7.a	Appoint Mrs. A.M. Llopis Rivas as a new Member of the Supervisory Board	FOR	FOR
7.b	Re-appoint Mr. D.R.J. Baron De Rothschild as a Member of the Supervisory Board	FOR	FOR
7.c	Re-appoint Mr. P. Scaroni as a Member of the Supervisory Board	FOR	FOR
7.d	Re-appoint Lord. C. Sharman of Redlynch as a Member of the Supervisory Board	WITHHOLD	FOR
	<i>Comment: Lord Sharman is considered independent by Triodos. However, Triodos has concerns about the aggregate time commitment, and therefore abstain.</i>		
7.e	Re-appoint Mr. M.V. Pratini De Moraes as a Member of the Supervisory Board	FOR	FOR
8	Proposal to authorize the Board of Management to resolve that the company may acquire its own shares.	FOR	FOR

9.a	Authorisation to issue ordinary shares, convertible preference shares and preference financing shares, including the grant of rights to take up shares of such classes.	FOR	FOR
9.b	Proposal to authorize the Board of Management to restrict or exclude the preemptive rights of shareholders.	FOR	FOR
10	Report of the Managing Board with respect to the ABN AMRO strategy and recent events	NON-VOTING	NON-VOTING
11.1	<p>It is proposed to vote on the statement that ABN AMRO should actively pursue any possibilities to sell, spin-off or merge some or all of the major businesses of the company to maximise shareholder value.</p> <p><i>Comment: Proposed changes are not considered in the long-term interest of the corporation and its stakeholders. The Managing Board recommends voting against the proposals 11.1 and 11.2 and that any views expressed and motions voted on by the Shareholders' Meeting have an advisory status only and will not be legally binding. The governance of ABN AMRO is relatively good and there are no specific governance concerns. Triodos Bank notes that ABN AMRO is one of the few AEX companies that fully dismantled its anti-take-over device a few years ago. The economic performance of ABN AMRO has however been lagging behind those of its peers. Triodos opposes the proposal.</i></p>	OPPOSE	OPPOSE
11.2	<p>It is proposed to vote on the statement that the company should return the cash proceeds of any major business disposals to all shareholders by way of a share buyback or special dividend.</p> <p><i>Comment: Proposed changes are not considered in the long-term interest of the corporation and its stakeholders. Therefore, Triodos opposes.</i></p>	OPPOSE	OPPOSE
11.3	<p>It is proposed to vote on the statement that the company should actively pursue any possibilities to sell or merge the whole Company to maximize shareholder value.</p> <p><i>Comment: Proposed changes are not considered in the long-term interest of the corporation and its stakeholders. Therefore, Triodos opposes.</i></p>	OPPOSE	OPPOSE
11.4	<p>It is proposed to vote on the statement that the company should report to shareholders upon the outcome of active investigations referred to in the resolutions 11.1 to 11.3, within 6 months from the date of the AGM.</p> <p><i>Comment: Proposed changes are not considered in the long-term interest of the corporation and its stakeholders. Therefore, Triodos opposes.</i></p>	OPPOSE	OPPOSE
11.5	<p>It is proposed to vote on the statement that ABN AMRO should cease the pursuit, for a period of six months from the date of the AGM, of any major business acquisitions.</p> <p><i>Proposed changes are not considered in the long-term interest of the corporation and its stakeholders. Therefore, Triodos opposes.</i></p>	OPPOSE	OPPOSE
12	Any other business.	NON-VOTING	NON-VOTING