

S.A. D'IETEREN N.V.
rue du Mail 50
1050 Brussels
Company Number 0403448140 - RPM Brussels

**Information relating to the resolutions proposed to the Extraordinary General Meeting
of S.A. D'Ieteren N.V. of 29 May 2008**

Resolutions 1.1. and 1.2.

The General Assembly is invited to renew until the date of the next Ordinary General meeting the annual authorisations to the Board of Directors to acquire Company shares under the conditions set out by the Company Code, mainly for the hedging of stock option plans for the managers. It is also proposed to renew the authorisations to the Boards of Directors of subsidiaries to acquire and sell Company shares under the same conditions.

Resolutions 2.1.and 2.2.

The articles of association of the Company provide measures for capital protection through triennial authorisations given by the General Assembly to the Board of Directors, within the framework of the authorised capital of 60 million Euro, to acquire Company shares in order to prevent the Company from suffering a severe and imminent damage and/or to raise the capital without preferential subscription right in case of a takeover bid on the shares, without prior approval of the General Assembly.

The upholding of these measures aimed at giving the Board of Directors means to protect the interests of the Company in particular in case of a hostile takeover bid, according to the terms determined by the Board and with partners selected by it, is considered advisably by the Board of Directors. Consequently the Board of Directors proposes to the General Assembly to renew the above mentioned authorisations which expire this year.