

**Summary for translation purposes only.
If you wish to use a power of attorney, please complete and sign the Dutch
version.**

POWER OF ATTORNEY

EXTRAORDINARY GENERAL MEETING OF 7 NOVEMBER 2011

ACKERMANS & van HAAREN NV

The undersigned,
owner of bearer shares, dematerialised shares and/or registered
shares of Ackermans & van Haaren NV, with registered office at Begijnenvest 113, 2000
Antwerpen, hereby appoints as special attorney in fact, with power of substitution :

.....
to whom he/she/it confers all powers for the purpose of representing him/her/it at the
extraordinary general meeting of Ackermans & van Haaren NV to be held on 7 November 2011,
at 10.00 h. at the registered offices of the company with the following agenda :

- 1. Report prepared by the board of directors in the framework of article 604 of the Company Code in view of renewing the authorization to increase the capital in the framework of the authorized capital**
- 2. Renewal of the authorisation to increase the share capital in the framework of the authorized capital**
 - For a period of 5 years with a maximum amount of € 500.000 (within the limits provided by law) ;
 - For a period of 3 years in the event of a public take over bid (within the limits provided by law).
- 3. Renewal of the authorisation to redeem own shares – Authorisation to sell**
 - For a period of 5 years up to 20% of the shares against payment of a price within the range defined in the convocation of the extraordinary general meeting ;
 - For a period of 3 years to avoid that the company suffers material and imminent harm.
- 4. Various amendments to the articles of association to modernise certain provisions**
- 5. Amendment of the articles of association in light of the law of 20 December 2011 regarding the exercise of certain rights by the shareholders of listed companies**
- 6. Amendment of the remuneration rules**
- 7. Authorisation to the board of directors to prepare a coordinated text of the articles of association**

The special attorney in fact may also represent the undersigned at any other meeting having the same agenda in the event that the aforementioned meeting would be postponed.

Signed, on 2011 at