

**Important information for shareholders
in relation to the AGM on 12 May 2014 and the EGM in July 2014**

Introduction

The annual general meeting of shareholders (the "**Annual Meeting**") of Corbion N.V. (the "**Company**") will take place on 12 May 2014. The Company has announced that it will also call an extraordinary general meeting of shareholders (the "**Extraordinary Meeting**") on or about 1 July 2014.

At the Annual Meeting, shareholders will be asked to adopt the Company's annual accounts and report for the financial year 2013 and to vote on certain other customary items, including discharging the members of the Board of Management and the Supervisory Board for the performance of their duties during the financial year 2013.

The purpose of the Extraordinary Meeting is to vote on a resolution to support the long term incentive in the form of shares for the Board of Management in recognition of the successful completion of the divestment of the Company's Bakery Supplies business in 2013 (the "**LTIP Award**"). As the divestment was crucial for the long term strategy of the Company the LTIP Award was granted by the Supervisory Board within the framework of the Long Term Incentive Plan ("**LTIP**"). Details of the LTIP Award and the LTIP are set out on pages 49 to 52 of the Company's 2013 Annual Report which is available at www.corbion.com.

Additional information regarding the LTIP Award

In the interest of alignment with the Company's shareholders and of ensuring that shareholders have all relevant information when exercising their voting rights at the Annual Meeting and the Extraordinary Meeting, the Company hereby provides the following additional information regarding the LTIP Award:

- On the basis of a detailed review of the Company and its strategy, the Supervisory Board was and is convinced that the divestment of the Bakery Supplies business and the subsequent transformation was in the best interest of and crucial for the long term success of the Company.
- This has been reflected in strict performance criteria specifically relating to the divestment and by granting the LTIP Award subject to these criteria being met. As the details of the LTIP Award and the specific performance criteria to which it was subject were commercially sensitive and disclosure may have jeopardized the envisaged outcome, the criteria have not been disclosed.
- The divestment and envisaged transformation has met the performance criteria for the LTIP Award which were set for the members of the Board of Management in full.
- The Supervisory Board has assumed in good faith, and only motivated by the best interest of the Company, to have the authority to set these criteria to realize the

divestment which was and is deemed crucial in the long term interest of the Company. The divestment and the change of strategy has been supported by shareholders (in the EGM of 3 July 2012) by an overwhelming majority (of almost 75%). There is therefore no doubt that the divestment is also by shareholders deemed in the best interest of the Company.

- Following recent dialogues with shareholders on this subject, the Supervisory Board has become aware that certain shareholders have a different perspective on the question whether granting the LTIP Award should not have been submitted to the shareholders meeting. As the Supervisory Board highly values the views of its shareholders it has decided in the interest of alignment with the Company's shareholders to submit the granting of the LTIP Award for approval at the Extraordinary Meeting.
- In light of the foregoing the Company trusts that the approval will be granted by the Extraordinary Meeting. If such approval is not granted this does not automatically mean that the LTIP Award becomes invalid vis-à-vis the members of the Board of Management. The Supervisory Board will then review the various alternatives including discussions with management on the appropriate level of remuneration.

Recommendation

For the reasons set out above the Supervisory Board considers the proposed resolutions for the Annual Meeting and the Extraordinary Meeting in the best interest of the Company and recommends that the shareholders vote in favor of the respective resolutions.

* * *