

POWER OF ATTORNEY

**For the EXTRAORDINARY GENERAL MEETING of SHAREHOLDERS
of
ROYAL BOSKALIS WESTMINSTER N.V.
on
Wednesday 17 August 2011
(hereinafter referred to as the "Meeting")**

To be held at 13.30 hours at the offices of the company, Rosmolenweg 20, 3356 LK Papendrecht,

The undersigned:

Full name: _____
Address: _____
Postal code: _____ City of residence: _____
Hereinafter referred to as the "Shareholder",

Acting as holder of _____ (*amount*) ordinary shares in the share capital of Royal Boskalis Westminster N.V.¹

Declares to give power of attorney to:

Full name²: _____
Address: _____
Postal code: _____ City of residence: _____

To represent the Shareholder at the Meeting of Royal Boskalis Westminster N.V. and to speak on behalf of the Shareholder and to vote regarding the following agenda items in accordance with the following voting instructions:

¹ If you wish to have yourself represented at the Meeting by means of this power of attorney, you will have to be registered as at the Registration Date in the designated registers for at least the amount of ordinary shares as filled out on this form and you will have to register those shares in conformity with the instructions stated in the notice of convocation for the Meeting. The amount of ordinary shares, wherefore the representative is authorised to vote, will be included in the registration list Royal Boskalis Westminster shall receive from ING Bank N.V.

² In the event you have no specific preference for a representative, you may leave this question blank. Royal Boskalis Westminster shall, in that case appoint a representative who will represent you at the Meeting and will vote according to your voting instructions. In the event that you do not fill out any voting instructions, the representative will vote to the proposed decisions as he will deem fit.

Nr.	Agenda	In Favour	Against	Abstain
1.	Opening	n.a.	n.a.	n.a.
2.	Proposal to appoint, on recommendation of the Supervisory Board, Mr J.M. Hessels as Chairman to the Supervisory Board			
3.	Any other business	n.a.	n.a.	n.a.
4.	Close	n.a.	n.a.	n.a.

In witness hereof this power of attorney has been signed

(signature)

Name: _____

Place: _____

Date: _____

For shareholders, holders of rights of usufruct and pledge with voting rights for these papers who qualify in this respect, the power of attorney needs to be received by the Board of Management of the Company latest on 10 August 2011
(Rosmolenweg 20, 3356 LK Papendrecht / address: P.O. Box 43, 3350 AA Papendrecht, the Netherlands, fax: +31 78 69 69 020 or email: e.buijs@boskalis.nl).

For holders of bearer shares, holders of rights of usufruct and pledge with voting rights, the power of attorney needs to be received by the service desk of ING Bank N.V. (email: iss.pas.hbk@ing.nl) latest on 10 August 2011.