



Commission de Surveillance  
du Secteur Financier

**Certificate of Approval of a Prospectus**  
in accordance with the Luxembourg Law on Prospectuses for Securities  
(transposing Articles 17 and 18 of Directive 2003/71/EC)

**To:**

Finanzmarktaufsicht (FMA) (Austria)  
Autorité des services et marchés financiers (FSMA) (Belgium)  
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)  
Autoriteit Financiële Markten (AFM) (The Netherlands)

**From:**

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 7 March 2012.

**Name of Issuer(s):**

HEINEKEN N.V.

**Registered Office(s)/Seat(s):**

Amsterdam, The Netherlands

**Type of Securities:**

€10,000,000,000 Euro Medium Term Note Programme

**References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:**

IV, V, XII, XIII

**Guarantor(s) (if any):**

Not applicable

**Attachment(s):**

Prospectus  
German translation of the summary  
French translation of the summary  
Dutch translation of the summary

Ref.: C-12067

Luxembourg, 7 March 2012

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