

Supervisory Board Committees (excerpt from Annual Report 2007)

Committees

The Supervisory Board appoints from its members an Audit committee, a Remuneration committee, a Nomination committee and a Scientific advisory committee. The function of the committees is to prepare the decision-making of the Supervisory Board.

Audit committee

- Arnold Hoevenaars, chairman
- Seán Lance

The Audit committee consists of three Supervisory Board members who are independent within the meaning of the Nasdaq listing rules. This committee is responsible for, among other things, reviewing our annual and interim reports and accounts and for securing and monitoring our auditors' involvement in that process. The Audit committee is the first point of address for the external auditor, when irregularities are found in the contents of the financial reports. The ultimate responsibility for reviewing our Annual Report and interim financial reporting lies with our Supervisory Board. At request of the Audit committee, the chairman of the Supervisory Board may be invited to attend the meetings of the Audit committee. Our Audit committee is in compliance with all of the relevant rules and regulations of the Netherlands. We believe that the members of our Audit committee have sufficient financial and other experience to perform their responsibilities on the committee. Mr. A. Hoevenaars is a 'financial expert' as defined in the rules promulgated under the Sarbanes-Oxley Act of 2002.

Remuneration committee

- Phillip Satow, chairman
- Claes Wilhelmsson
- Jan Oosterveld

The Remuneration committee advises on policies and reviews and determines objectives relevant to the compensation of the members of the Management Board and members of the Management Committee. Remuneration consists of a fixed salary portion and a variable bonus portion that is linked to our overall performance and the achievement of set objectives. The Remuneration committee evaluates the performance of members of the Management Board and Management Committee in view of those objectives and advises on the fixed and variable compensation of members of the Management Board and the Management Committee. In advising on short and long term incentive compensation for members of the Management Board and Management Committee, the Remuneration committee considers, among other factors, our financial and commercial performance, scientific performance and progress and the increase in value. External compensation survey data available for the biotechnology industry are also used as another factor to benchmark the compensation levels. It is the aim of the Remuneration committee to position the remuneration packages for members of the Management Board and Management Committee at competitive levels. The bonus paid to the Management Board is paid in connection with achievement of certain objectives set by the Supervisory Board.

Crucell maintains stock option plans whereby the Remuneration committee may grant options to employees and members of the Supervisory Board as well as non-employees in exchange for consulting services, subject to approval by the shareholders.

In addition, the Remuneration committee reviews the general compensation and benefit policies for our employees.

Nomination committee

The Nomination committee consists of all Supervisory Board members. This committee (a) draws up selection criteria and appointment procedures for members of the Supervisory Board and the Management Board, (b) periodically assesses the size and composition of the Supervisory Board and the Management Board and makes a proposal for a composition profile of the Supervisory Board, (c) periodically assesses the functioning of individual members of the Supervisory Board and the Management Board, and reports on this to the Supervisory Board and (d) supervises the policy of the Management Board on the selection criteria and appointment procedures for senior management. The committee also makes proposals for appointments of Management Board members to the Supervisory Board and for appointments of members to the Supervisory Board.

Scientific advisory committee

- Claes Wilhelmsson, chairman

The Scientific advisory committee consists of one Supervisory Board member who is independent within the meaning of the Nasdaq listing rules. This committee is responsible for, among other things, reviewing progress in our research and development activities. The committee reports to the Supervisory Board on a regular basis.