

DIRECTORS' RESPONSIBILITY STATEMENT UNDER DUTCH FINANCIAL MARKETS SUPERVISION ACT


In conjunction with the EU Transparency Directive as incorporated in chapter 5.1a of the Dutch Financial Markets Supervision Act (*Wet op het financieel toezicht*) the Board of Management of TNT N.V. ("TNT") confirms to the best of its knowledge that:

- the annual financial statements for the year ended 31 December 2010 give a true and fair view of the assets, liabilities, financial position and profit and loss of TNT and its consolidated companies,
- the additional management information disclosed in the 2010 annual report and in its supplement on Express gives a true and fair view of TNT and its related companies as at 31 December 2010 and the state of affairs during the financial year to which the report relates, and
- the 2010 annual report describes the principal risks facing TNT. These are described in detail in chapter 22 of the 2010 annual report.


Hoofddorp, 21 February 2011



M.P. Bakker
Chief Executive Officer



H.M. Koorstra
Group Managing Director Mail



M-C. Lombard
Group Managing Director Express

B.L. Bot (acting) Chief Financial Officer is not required to sign the Board of Management compliance statement under chapter 5.1a of the Dutch Financial Supervision Act as Mr Bot is not formally a member of the Board of Management of TNT N.V.