

ING Deposit number

Written proxy

For the Extraordinary General Meeting of Shareholders ("EGM") of TNT Express N.V. to be held on Monday 6 August 2012 at 14:00 hrs at the TNT Centre, Taurusavenue 111, Hoofddorp, the Netherlands.

The undersigned,

.....(name)

.....(address)

.....(postal code/city/country)

hereinafter referred to as "the Grantor", acting in his capacity as holder¹ of..... (number) ordinary shares in TNT Express N.V. that are duly registered at ING Bank N.V. hereby grants a power of attorney to:

.....(name)²

.....(address)

.....(postal code/city/country)

to represent the Grantor at the EGM of TNT Express N.V. and to speak and to vote on the ordinary shares on behalf of the Grantor in respect of the items on the agenda for the EGM:

0 without specific voting instruction³
0 in the manner set out below
(Please indicate which is applicable)

¹ A "holder" of ordinary shares as used herein means a holder, pledgee or usufructuary of ordinary shares which holds the voting rights in respect to the ordinary shares concerned.

² Fill in "Allen & Overy" if you do not have a preference for a representative. In this respect Allen & Overy refers to civil law notary Mr. Chr. M. Stokkermans and/or each (junior) civil law notary and notarial employee of Allen & Overy LLP, Amsterdam office.

³ A proxy granted without a specific voting instruction will be regarded to include a voting instruction in favour of all proposals made by the Executive Board and/or Supervisory Board.



Nr.	Agenda	For	Against	Abstain
1.	Opening and announcements	n.a.	n.a.	n.a.
2.	Explanation of the public offer by UPS BidCo B.V. (the Offeror), an indirectly wholly-owned subsidiary of United Parcel Service, Inc. (UPS) for all issued and outstanding ordinary shares and all issued and outstanding American Depositary shares in the capital of TNT Express N.V. (the Offer)	n.a.	n.a.	n.a.
3.	Composition of the Supervisory Board			
	a. Conditional appointment of Mr D.J. Brutto as member of the Supervisory Board as per the Settlement Date			
	b. Conditional appointment of Mr J. Barber as member of the Supervisory Board as per the Settlement Date			
	c. Conditional appointment of Mr J. Firestone as member of the Supervisory Board as per the Settlement Date			
d. Full and final release and discharge from liability of Mr A. Burgmans, Mr L.W. Gunning, Ms M.E. Harris and Mr R. King in connection with their conditional resignation as members of the Supervisory Board as per the Settlement Date				
4.	Any other business	n.a.	n.a.	n.a.
5.	Closing	n.a.	n.a.	n.a.

Signature:

Place:

Date:

The written proxy must have been received by Mr Chr. M. Stokkermans, civil law notary in Amsterdam, the Netherlands, at the offices of Allen & Overy LLP, Apollolaan 15, 1077 AB Amsterdam, the Netherlands or, if sent in pdf-form, electronically at his e-mail address: christiaan.stokkermans@allenovery.com ultimately on 30 July 2012.