



Océ Press release

Océ N.V.

All resolutions approved by shareholders at Océ AGM

Venlo, the Netherlands, April 20, 2006 – At the Annual General Meeting of Shareholders of Océ N.V. that was held today all the proposed resolutions were approved.

The Financial Statements for 2005 were adopted, as well as the dividend for the 2005 financial year which had been fixed at € 0.58 in cash per ordinary share of € 0.50 nominal. After deduction of the interim dividend, the final dividend for the 2005 financial year amounts to € 0.43 per ordinary share. The dividend will be made available for payment as from May 8, 2006. The ex-dividend date for Océ shares will be April 24, 2006.

A new dividend policy was approved in respect of future dividend distributions. Basic principle of the new dividend policy is a stable and, preferably, a steadily increasing distribution to shareholders. The amount of payment will depend on annual income and free cash flow.

The proposal to alter the Articles of Association was approved by shareholders. As a result, a new agreement has been established with the holders of depositary receipts for financing preference shares. Under this agreement the holders of depositary receipts will receive a dividend that is in line with what is customary in the market and a conditional right of conversion into ordinary shares, whilst the financing preference share capital will be classed as forming part of equity under IFRS.

The meeting granted release and discharge to the Board of Executive Directors and to the Supervisory Board. The Executive Board was authorised for a period of eighteen months to resolve on the further issue of shares and on limiting the pre-emptive right to a maximum of 10% of the entire share capital outstanding, which percentage will be increased to 20% in connection with or on the occasion of mergers and acquisitions. The Executive Board was also authorised to resolve on the purchase of shares in the Company.

Mr. P. Bouw and Mr. J.V.H. Pennings were granted an honourable discharge as Supervisory Directors with effect from May 1, 2006. With effect from that date their successors on the Supervisory Board will be Mr. P.A.F.W. Elverding and Mr. G.J.A. van de Aast.

Mr. J. Klaassen was appointed a Director A of Stichting Administratiekantoor Preferente Aandelen Océ [the foundation for Océ financing preference shares] as successor to Mr. L. Traas.

The minutes of the meeting will be published at the latest on July 20, 2006 on the corporate website [<http://www.investor.oce.com>].

Océ N.V.
April 20, 2006

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