

COVENANT FOR COOPERATION BETWEEN PUBLIC AND PRIVATE SECTOR REGARDING THE USE OF THE DUTCH XBRL-TAXONOMY

Parties,

1. The Minister of Justice, the Minister of Finance, the Minister for Government Reform and Kingdom Relations, and the State Secretary for Economic Affairs, in their capacity of administrative authority and as representatives of the State of the Netherlands;

Further mentioned as: the State;

2. The Statistics Netherlands acting as an independent administrative authority and the Dutch Chamber of Commerce acting as a private association;

Further mentioned as: governmental bodies;

3. Intermediaries (accountants, financial administrative consultants, tax consultants and administrators):

-([see list of parties of the covenant on www.xbrl-ntp.nl](http://www.xbrl-ntp.nl));

Further mentioned as: intermediaries;

4. Software suppliers:

-([see list of parties of the covenant on www.xbrl-ntp.nl](http://www.xbrl-ntp.nl));

Further mentioned as: software suppliers;

5. Professional and service organizations of accountants and tax consultants:

-([see list of parties of the covenant on www.xbrl-ntp.nl](http://www.xbrl-ntp.nl));

Further mentioned as: professional and service organizations;

6. Employers' organizations:

-([see list of parties of the covenant on www.xbrl-ntp.nl](http://www.xbrl-ntp.nl));

Further mentioned as: employers' organizations;

considering that:

- the Ministry of Justice along with the Ministry of Finance have started the Dutch Taxonomy Project (NTP) in order to realize reduction of administrative burdens for businesses in the financial reporting chain by simplifying the exchange of financial reports with governmental bodies;
- by using the open standard XBRL, it will be possible to collect, record and exchange financial reports more quickly, more efficiently and more easier as well as to record data once only;
- a taxonomy is needed in which all data from the most important financial reporting chains within their mutual context shall be combined;
- NTP closely cooperates with intermediaries, software suppliers and professional and service organizations to accomplish an authoritative Dutch XBRL-taxonomy and to realize a general process infrastructure for XBRL data traffic relating to the obligatory providing of the annual account, taxes and financial statistics;
- the Government wide Shared Service Organization for ICT (GBO.Overheid), on behalf of the Minister for Government Reform and Kingdom Relations and the State Secretary for Economic

Affairs, shall supervise and maintain the basic infrastructure for data exchange as well as the Dutch XBRL-taxonomy after its initial release;

- close cooperation between parties is of great importance in order to accomplish a concept of services in which reduction of administrative burdens can be realized;
- mutual synchronization by parties regarding their common business processes will secure a large-scale use and optimal usage of the Dutch XBRL-taxonomy as well as of the general process infrastructure;
- the general process infrastructure will be ready as soon as the basic infrastructure of the public sector will be available, intermediaries, software suppliers and companies will implement or will let implement the Dutch XBRL-taxonomy in financial software and/or will arrange their organizations for XBRL data streams;
- by doing so, the path has been freed for the realization of the reduction of administrative burdens and for its maintaining in future, starting as of 1 January 2007;
- parties find it desirable to write down their mutual commitment to devote themselves to accomplishment of the objectives and the observation of the conditions of this covenant;
- these conditions relate to the realization and usage of the Dutch XBRL-taxonomy, realization and usage of the basic infrastructure of the public sector and the specific infrastructure of the private sector, the demarcation between these process infrastructures, their timely realization and their maintaining and, for the private sector, to generate as much efficiency profits for companies as well as to generate development of added professional services by intermediaries and software suppliers;
- professional and service organizations and employers' organizations will support and stimulate the realization of the objective of reduction of administrative burdens by and for its members as well as to support and stimulate the importance of the aforementioned mode of operation in order to realize this objective;

Agree as follows:

definition of the meaning of a word

Article 1

- (a) basic infrastructure: the process infrastructure of the public sector;
- (b) concept of services: a concept in which the public and the private sector cooperate in order to realize the essential facilities for reduction of administrative burdens;
- (c) intermediary: the go-between who offers professional financial services;
- (d) Dutch XBRL-taxonomy: as a result of the Dutch Taxonomy Project accomplished taxonomy for usage in the Netherlands on the basis of the standard XBRL for financial data;
- (e) general process infrastructure: an infrastructure in which processing of financial reports will take place;
- (f) preconditioned facility: the facility of the public sector;
- (g) specific infrastructure: the process infrastructure of the private sector;
- (h) taxonomy: dictionary of data, including the mutual context between data;
- (i) added professional services: a service which is developed by a private party by using the Dutch XBRL-taxonomy;
- (j) governmental bodies: the government organization which requests information directly from companies or through their intermediaries, i.e. the Tax Office, the Statistics Netherlands and the Chambers of Commerce;
- (k) XBRL: eXtensible Business Reporting Language, an open data standard for financial reporting.

mutual obligations

Article 2

The State, the governmental bodies, the intermediaries and the software suppliers shall jointly devote themselves to realization of the reduction of administrative burdens of companies by using the Dutch XBRL-taxonomy for simplifying the collection, recording and exchange of financial reports regarding the obligatory providing of the annual account, taxes and financial statistics.

Article 3

The State, the governmental bodies, the intermediaries and the software suppliers shall endorse and make use of the principles as laid down in the 'Definitive Program of Requirements of the Generic Infrastructure Project' and in the plan of action 'Realization Process infrastructure' in order to realize the basic infrastructure of the public sector and the specific infrastructure of the private sector. These principles are stated in annex A which is enclosed with this covenant.

Article 4

The State, the governmental bodies, the intermediaries and the software suppliers jointly and closely work together to accomplish the objectives of this covenant.

obligations of the State and the governmental bodies

Article 5

The State supervises and maintains the Dutch XBRL-taxonomy and the processing standards for the basic infrastructure. GBO.Overheid does the daily actual supervision and maintenance.

Article 6

(1) The State and the governmental bodies shall take care of the realization and supervision of a basic infrastructure existing of preconditioned facilities. On behalf of the State, GBO.Overheid is charged with the actual realization and supervision.

(2) The preconditioned facilities consists at least of a transport facility which companies or their intermediaries can use to exchange financial reports with governmental bodies, an identification and authentication facility, access to the New Commercial Register, and access to logistic status information regarding the processing of data by the governmental bodies.

(3) By 1 December 2006 at the latest, the preconditioned facilities shall be ready for use as a result of which large-scale exchange of financial reports is possible starting as of 1 January 2007.

Article 7

The State and the governmental bodies will give way to intermediaries and software suppliers to develop specific infrastructures in the private sector for an efficient exchange of data with the government as well as will they give way to usage of these infrastructures to develop added professional services for their customers.

Article 8

The governmental bodies take care of making their computer systems timely ready for the XBRL data streams and to support usage of their systems in word and deed as a result of which large-scale exchange of financial reports will be possible and they shall maintain to do so, starting as of 1 January 2007.

Obligations of intermediaries, software suppliers, professional and service organizations and of employers' organizations

Article 9

(1) By 1 December 2006 at the latest, the intermediaries take care of the realization of a specific infrastructure by means of arranging their organizations to facilitate XBRL data streams and to supply added professional services to their customers, as a result of which large-scale exchange of financial reports starting as of 1 January 2007 will be possible and they shall maintain to do so.

(2) By 1 December 2006 at the latest, the software suppliers take care of the proper incorporation of the Dutch XBRL-taxonomy in their financial software and to make available new releases of this software.

Article 10

As much as possibly, the intermediaries shall pass on to companies realized efficiency profits as a result of using the Dutch XBRL-taxonomy and the general process infrastructure and they shall maintain to do so, as of 1 January 2007.

Article 11

Professional and service organizations and employers' organizations shall devote oneself to support the possibility of usage of the Dutch XBRL-taxonomy and the general process infrastructure as well as to support the intended realizing of efficiency profits, by bringing this under the attention of their members and apart from that, to carry out the message of the importance to do so, in order to stimulate large-scale use of the Dutch XBRL-taxonomy and the general process infrastructure by their members. The organizations will do this as long as changing circumstances or new facts do not reasonably resist.

remaining provisions

Article 12

(1) In order to facilitate as much participation as possible by intermediaries, software suppliers, professional and service organizations and employers' organizations, they shall have the opportunity to join this covenant, during the entire duration of this covenant. A joining party shall take upon her the obligations as laid down in this covenant, without restrictions.

(2) A party makes her request to join the covenant available to the Minister of Justice in writing. The Minister of Justice notifies all parties of the request.

(3) As soon as the Minister of Justice confirms to the joining party receipt of the request to join and the notification to all parties, the joining party receives the status of party to this covenant as a result of which all rights and obligations of this covenant apply to the joining party.

(4) The request to join and the confirmation of receipt shall be attached to the covenant.

(5) The joining by a new party shall be published in the State Gazette.

Article 13

(1) On behalf of a good execution of this covenant and during its duration period, a periodical meeting is set up with the name of Dutch Taxonomy Meeting, in which at representatives of all parties can participate, starting as of 1 January 2007

(2) The Dutch Taxonomy Meeting determines the frequency of the meeting and the method of working.

(3) The chairmanship of the Dutch Taxonomy Meeting will be fulfilled by representatives of the State, GBO.Overheid and governmental bodies and it circulates on 1 July and 1 January every calendar year.

(4) The secretary of the Dutch Taxonomy Meeting shall be executed by the Ministry of Justice.

Article 14

- (1) If unexpected circumstances occur which are of a nature that this covenant must reasonably be amended, all parties will consult each other about this.
- (2) Parties will consult each other after a party notified its wish to make amendments due to these circumstances, to the secretary of the Dutch Taxonomy Meeting, within eight weeks after notification.
- (3) If within this period of eight weeks, parties do not reach consensus, each party is entitled to resign from this covenant in writing, observing a term of notice of six months.

Article 15

- (1) Parties can not appeal to a civil court if shortcomings in the observation this covenant or of agreements which relate to this covenant, occur.
- (2) Parties devote themselves to solve any conflict related to this covenant or of agreements which relate to this covenant, by mutual consultation.

Article 16

- (1) Each party is entitled to resign from this covenant by stating its reasons if a circumstance occurred as a result of which this covenant must reasonably been brought to an end for that party, observing a term of notice of six months.
- (2) When a party resigns from this covenant, the covenant shall stay in force for all other parties as far as the content or tenor of the covenant does not conflict this.

Article 17

- (1) This covenant is in force for a period of five years. It shall enter into force the day it is undersigned.
- (2) During the duration of this covenant, parties shall monitor the realized efficiency profits stated in article 10, annually. This monitoring shall be done in accordance with the intended updating of the baseline measurement of the administrative burdens of the annual account legislation, the tax legislation and the obligatory statistics, by the Dutch Cabinet in 2007.
- (3) Parties shall evaluate the execution and working of this covenant in order to establish whether the duration will be prolonged, six months before the end of the duration period, at the latest.
- (4) The State takes care of the execution of the monitoring and the evaluation. It shall draw up a plan of action for the execution as well as collect approval of all parties for this plan, in time.

Article 18

This covenant and necessary amendments shall be published in the State Gazette.

Signed on 9 June 2006, in The Hague.

ON BEHALF OF THE STATE OF THE NETHERLANDS:

J.P.H. Donner
Minister of Justice

G. Zalm
Minister of Finance

A. Pechtold
Minister for Government Reform and Kingdom Relations

C.E.G. van Gennip
State Secretary for Economic Affairs

Explanation

The legal obligation to provide information to governmental bodies regarding the annual report, taxes and financial statistics, is one of the main administrative burdens for companies. The Dutch cabinet has set its agenda to reduce administrative burdens by 25% starting as of 1 January 2007.

In order to realize reduction of administrative burdens, the Ministry of Justice and the Ministry of Finance initiated the Dutch Taxonomy Project (Nederlands Taxonomie Project or NTP). NTP aims at simplifying the exchange of financial reports with governmental bodies by developing a Dutch XBRL-taxonomy. To develop this taxonomy, NTP started a close cooperation with governmental bodies (Tax Office, Chambers of Commerce, Statistics Netherlands), intermediaries, software suppliers, professional and service organizations as well as employers' organizations.

NTP extracted all data elements from the annual account, the tax declarations and the financial statistics to compile a common inventory, to write down the relationships between these elements, to solve the doubling of elements and to anchor the remaining elements in a Dutch XBRL-taxonomy. The Dutch XBRL-taxonomy shall be based on the open standard XBRL. By May 2006, NTP expects to release, ready for use, the definitive version of the Dutch XBRL-taxonomy for 2005 and to release the taxonomy for 2006, by the end of 2006. The usage of the Dutch XBRL-taxonomy can increase the efficiency of collecting, recording and exchanging of financial reports sufficiently.

Early 2006, important steps within the process of exchange of financial reports were jointly taken by private and public sector. Both sectors developed a clear vision regarding the use of a data and process standards. Adjacent to this, thoughts were exchanged about a concept of services in which a basic infrastructure shall be construed by the government and within this concept, intermediaries and software suppliers should be able to develop specific infrastructures and/or to maintain them and/or to develop added (new) professional services.

The reduction of administrative burdens for companies can only be accomplished if private and public sector cooperate, if they use the same data and process standards and if they respect their separate interests. NTP noted that such a cooperation possible and it also noted that the various professional and service organizations as well as employers' organizations support such a cooperation.

The various professional and service organizations as well as employers' organizations, endorse the Dutch cabinet's objective to reduce the administrative burdens through innovation and cooperation. For that, they contain the importance of the large-scale use of the general process infrastructure as well as the offering by the government of the possibility to realize efficiency profits. These organizations represent large numbers of companies and intermediaries in the Netherlands. In this capacity, they can create a basis through which realization of the reduction of administrative burdens for companies can be made possible. Nonetheless, the professional and service organizations as well as employers' organizations can not lay obligations upon their members. The ratio of article 11 of the covenant is, that the organizations will devote themselves to motivate and promote the use of the Dutch XBRL-taxonomy and the general process infrastructure. The organizations are free to carry out this obligation in a manner they find appropriate.

Reduction of administrative burdens by applying the Dutch XBRL-taxonomy

As said, the Dutch XBRL-taxonomy shall be realized on the basis of the internationally accepted open standard XBRL. More and more software applications are able to interpret and read the Dutch XBRL-taxonomy, and are, consequently, compatible with XBRL. Intermediaries, software suppliers, professional and service organizations as well as employers' organizations contain the profits of using such Dutch XBRL-taxonomy.

The use of the Dutch XBRL-taxonomy shall be voluntarily and the Dutch XBRL-taxonomy shall be made freely available by the government. The use of the Dutch XBRL-taxonomy brings along a reduction of administrative burdens in the exchange of data between governmental bodies and companies. Companies shall not be obliged to report more or other information than they already do. The material requirements regarding the quality and content of financial reports to be provided as well as the verification by the accountant, do not change because of the usage of the Dutch XBRL-taxonomy. Furthermore, all legislation

applying to the obligatory financial reports, remain unchanged. It is intended to generate reduction of administrative burdens by offering a possibility to comply with legal reporting obligations more easier and more efficiently, without amending legislation.

The supervision and maintenance of the Dutch XBRL-taxonomy

On behalf of the Minister for Government Reform and Kingdom Relations and the State Secretary for Economic Affairs, the Government wide Shared Service Organization for ICT (Gemeenschappelijke Beheers Organisatie or GBO.Overheid), will supervise and maintain the Dutch XBRL-taxonomy after its initial release. By doing so, the government secures preservation of a authoritative, common and up to date taxonomy.

The general process infrastructure

To exchange financial reports, a general process infrastructure is required. This general process infrastructure makes it possible to communicate more efficiently and more effectively between companies and governmental bodies. Nevertheless, it is of great importance that the general process infrastructure by will be supported by both private and private sector. Not only to realize the reduction in administrative burdens, but also to vouch for its optimal and actual large-scale usage.

Besides the supervision and maintenance of the Dutch XBRL-taxonomy, GBO.Overheid also vouches for realization, quality and content of the basic infrastructure¹ which is needed for the exchange of data. GBO.Overheid takes upon it self the obligation to realize the basic infrastructure in time. In time means that the basic infrastructure shall be ready for large-scale usage as of 1 January 2007.

The private sector shall need to set up its own specific XBRL based infrastructures or connect exiting infrastructures to the basic infrastructure, before the end of 2006.² Opposite these efforts of the private sector, the government will give way to the private sector to develop (newly) added professional services based upon the Dutch XBRL-taxonomy and the general process infrastructure, in order to maintain their business cases.

The requirements to set up the general process infrastructure are laid down in the definitive requirements program of the GEnERIC INfrastructure, as it was drafted by the Ministry of Economic Affairs within the GEIN project, in the plan of action 'Realization general process infrastructure' as well as in the outcome of phase 1 of the 'NTP / General process infrastructure'. These requirements are based on several principles with regard to the general process infrastructure (the basic infrastructure as well as the specific infrastructure). These requirements are taken up in appendix A of the covenant.

Agreements between private and public sector

If both private and public sector wish to achieve the timely reduction of administrative burdens, then it is important to write down the conditions agreed upon. Together with the private sector, NTP explored the possibilities to what extent consensus could be reached. On the basis of this, NTP concluded that there are no obstacles to draw up a covenant, bearing in mind some preconditions.

Consensus was reached regarding the usage of a general process infrastructure and the demarcation between the facilities offered by the private and by the public sector. The applicable preconditions are that the general process infrastructure on the side of the public and on the side of the private sector will be ready for use in time, that the private sector will be given way to develop added professional services and furthermore, the most important precondition, that the intermediaries shall pass on to companies the realized efficiency profits, as a result of which the reduction in administrative burdens will finally be realized.

Parties mutually bind themselves to the covenant to take great care and to devote themselves to do what is necessary to fulfil the obligations laid upon them, in order to realize the objectives of the covenant. As soon as the covenant will be legally binding, NTP will act as a moderator to supervise the overall process. After the initial release of the Dutch XBRL-taxonomy and the basic infrastructure, this task will be accommodated

¹ The basic infrastructure includes a transport service, identification and authentication services (DigiD), access to the New Commercial Register and a service which can provide logistic status information.

² The basic infrastructure of the public sector and the specific infrastructures of the private sector combined, form the so called general process infrastructure for data exchange between private and public sector.

by the GBO.Overheid. By doing this, continual supervision of quality and maintenance of the Dutch XBRL-taxonomy and the basic infrastructure, is guaranteed.

Evaluation

To observe the objectives and expectations of a covenant, an evaluation offers the possibility to assess the effects of the covenant. Important is that the expectations regarding the intended efficiency profits and the passing on to companies, will be fulfilled (see also the letter from the Minister of Justice to the Second Chamber of Parliament, 1 March 2006 (TK 2005/06, 29 515, nr. 130).

The basis for the monitoring of the financial effects of this covenant, shall be given by the intended updating of the baseline measurement by the Dutch Cabinet in 2007. Because of the necessary objectivity of this measurement, this will be outsourced to an independent agency. Parties of the covenant will have the opportunity to participate in this baseline measurement research as well to participate in the annual monitoring.

In addition to the monitoring, this covenant provides for an evaluation at the end of the duration of this covenant. This evaluation has an organizational character, and shall be aimed mainly on the experiences endured with this kind of cooperation between the public and the private sector. Furthermore, an evaluation can assess whether the private and public sector presented such progress that the effects of the covenant are stable because of their structural anchoring in business processes and products on either side, so that a covenant is no longer necessary. Besides this, the use of an obligatory evaluation ascertains the verification of the expected reduction in administrative burdens.

An evaluation at a certain point in time, does not rule out that parties also agree upon consulting each other in a periodic meeting about the progress and execution of the covenant. In order to commence such a periodic meeting, the Dutch Taxonomy Meeting (Nederlands Taxonomie Overleg) has been construed. This meeting shall be a proceeding of the so called Covenant Partner Meeting (Covenant Partner Overleg) which already functions informally within the taxonomy working party of the NTP.

Appendix A

Principles for the infrastructure

Principles of the complete general process infrastructure:

- The general process infrastructure shall be drawn up for the purpose of the financial reporting chain, in which the Dutch XBRL-taxonomy shall be used. The general process infrastructure needs to be autonomously useful in other reporting chains.
- The general process infrastructure is based on a service oriented architecture. In order to secure its general process character, open web services standards shall be used. Furthermore, the general process infrastructure shall use as much of these general process exploitable services, as possible.
- The general process infrastructure will ease the obligatory reporting for companies (and their representatives) towards the Tax Office, Statistics Netherlands and Chambers of Commerce.
- Necessary changes to information systems of companies in order to use the general process infrastructure must be as minor as possible.
- The general process infrastructure must be able to be connected to the back offices of the governmental bodies Tax Office, Statistics Netherlands and the Chambers of Commerce, and must supply the back offices with the necessary data and vice versa.
- The back offices must be able to be connected to the general process infrastructure. The functioning of the governmental bodies' employees will remain unchanged; they will not need to have direct access to the general process infrastructure.
- Within governmental bodies as well as other relating government organizations, development of products and services shall take place which are congruent within the general process infrastructure. Where possible, implementation of the functionality and quality aspects will be done in accordance with current products, services and developments within the public sector.
- On behalf of the governmental bodies, the general process infrastructure delivers services to representatives of companies. The factual execution of these services shall be carried out by the Government wide Shared Service Organization for ICT. The formal responsibility to carry out these services (and with it the process of financial reporting) resides within the relevant governmental bodies. Service level Agreements will be closed between the Shared Service Organization and the governmental bodies. By this Service Level Agreement, the Shared Service Organization obliges itself to offer services which meet the preset quality criteria.

Principles for the basic infrastructure of the public sector:

- There shall be a facility that offers an identification and authentication service for users of this facility.
- There shall be registries in which all companies are taken up who need to be identified and authenticated.
- Information regarding the logistic status of the provided financial reports to governmental bodies as well as the status of the companies themselves, shall be available.
- Secure data transport by and from governmental services shall be possible.

Principles for the specific infrastructure of the private sector:

- The XBRL-taxonomy and the specific infrastructure realized by the private sector, may be used for the development of (newly) added professional services.
- Existing and, if needed, new information systems and infrastructures will be developed or modified in order to be connected to the general process infrastructure. The information systems and infrastructures must be compatible with XBRL-data traffic in order to use the, in coordination with the government, commonly chosen business process standards.
- Efficiency profits which could be realized by using the Dutch XBRL-taxonomy and the general process infrastructure, must be passed on to companies as much as possible, as a result of which the reduction in administrative burdens will actually be realized.