

AEGON NV
Form 20-F
March 31, 2011
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 20-F

(Mark One)

REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR(g) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2010

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

OR

SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
Commission file number 1-10882

AEGON N.V.

(Exact name of Registrant as specified in its charter)

Not Applicable

(Translation of Registrant's name into English)

The Netherlands

(Jurisdiction of incorporation or organization)

AEGONplein 50, PO Box 85, 2501 CB The Hague, The Netherlands

(Address of principal executive offices)

C. Michiel van Katwijk

Executive Vice-President

AEGON N.V.

AEGONplein 50, 2501 CB The Hague, The Netherlands

+31-70-3448334

Michiel.vanKatwijk@aegon.com

(Name, Telephone, E-mail and/or Facsimile number and Address of Company Contact Person)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

Title of each class

Common shares, par value EUR 0.12 per share

Securities registered or to be registered pursuant to Section 12(g) of the Act.

Name of each exchange on which registered

New York Stock Exchange

Not applicable

(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act.

Not applicable

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(Title of Class)

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report: 1,736,049,139 common shares

Indicate by check mark if the Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act Yes No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934. Yes No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirement for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by checkmark which basis of accounting the registrant has used to prepare the financial statements included in this filing

U.S. GAAP International Financial Reporting Standards as issued Other

by the International Accounting Standards Board

If other has been checked in response to the previous question, indicate by check mark which financial statement item the registrant has elected to follow. Item 17 Item 18

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

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PRESENTATION OF CERTAIN INFORMATION

AEGON N.V. is referred to in this Annual Report on Form 20-F as AEGON, we, us or the Company and AEGON N.V. together with its member companies are together referred to as the AEGON Group. For such purposes, member companies means, in relation to AEGON N.V., those companies that are required to be consolidated in accordance with legislative requirements of the Netherlands relating to consolidating accounts. References to the NYSE are to the New York Stock Exchange. References to the SEC are to the Securities and Exchange Commission.

In this Annual Report on Form 20-F, references to EUR and euro are to the lawful currency of the member states of the European Monetary Union that have adopted the single currency in accordance with the Treaty establishing the European Community, as amended by the Treaty on European Union. References to \$, USD, US\$ and US dollars are to the lawful currency of the United States of America, references to GBP, pound sterling and the UK pound are to the lawful currency of the United Kingdom, references to CAD and Canadian dollars are to the lawful currency of Canada and references to CNY are to the lawful currency of the People's Republic of China.

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FORWARD LOOKING STATEMENTS

The statements contained in this Report that are not historical facts are forward-looking statements as defined in the US Private Securities Litigation Reform Act of 1995. The following are words that identify such forward-looking statements: aim, believe, estimate, target, intend, may, expect, anticipate, predict, project, counting on, plan, continue, want, forecast, goal, should, would, is confident, will, and similar expressions as they relate to AEGON. These statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. We undertake no obligation to publicly update or revise any forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which merely reflect company expectations at the time of writing. Actual results may differ materially from expectations conveyed in forward-looking statements due to changes caused by various risks and uncertainties. Such risks and uncertainties include but are not limited to the following:

Changes in general economic conditions, particularly in the United States, the Netherlands and the United Kingdom;

Changes in the performance of financial markets, including emerging markets, such as with regard to:

The frequency and severity of defaults by issuers in our fixed income investment portfolios; and

The effects of corporate bankruptcies and/or accounting restatements on the financial markets and the resulting decline in the value of equity and debt securities we hold;

The frequency and severity of insured loss events;

Changes affecting mortality, morbidity, persistency and other factors that may impact the profitability of our insurance products;

Changes affecting interest rate levels and continuing low or rapidly changing interest rate levels;

Changes affecting currency exchange rates, in particular the EUR/USD and EUR/GBP exchange rates;

Increasing levels of competition in the Americas, the Netherlands, the United Kingdom and new markets;

Changes in laws and regulations, particularly those affecting our operations, the products we sell, and the attractiveness of certain products to our consumers;

Regulatory changes relating to the insurance industry in the jurisdictions in which we operate;

Acts of God, acts of terrorism, acts of war and pandemics;

Changes in the policies of central banks and/or governments;

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Lowering of one or more of our debt ratings issued by recognized rating organizations and the adverse impact such action may have on our ability to raise capital and on our liquidity and financial condition;

Lowering of one or more of insurer financial strength ratings of our insurance subsidiaries and the adverse impact such action may have on the premium writings, policy retention, profitability of its insurance subsidiaries and liquidity;

Litigation or regulatory action that could require us to pay significant damages or change the way we do business;

Customer responsiveness to both new products and distribution channels;

Competitive, legal, regulatory, or tax changes that affect the distribution cost of or demand for our products;

The impact of acquisitions and divestitures, restructurings, product withdrawals and other unusual items, including our ability to integrate acquisitions and to obtain the anticipated results and synergies from acquisitions;

Our failure to achieve anticipated levels of earnings or operational efficiencies as well as other cost saving initiatives;

Our inability to obtain consent from the Dutch Central Bank to repurchase our core capital securities;

The effect of the European Union's Solvency II requirements and other regulations in other jurisdictions affecting the capital we are required to maintain; and

Our inability to divest Transamerica Reinsurance on terms acceptable to us.

Further details of potential risks and uncertainties affecting AEGON are described in AEGON's filings with Euronext Amsterdam and the Securities and Exchange Commission. These forward-looking statements speak only as of the date of this document. Except as required by any applicable law or regulation, AEGON expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the company's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

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PART I

ITEM 1. IDENTITY OF DIRECTORS, SENIOR MANAGEMENT AND ADVISORS

Not applicable

ITEM 2. OFFER STATISTICS AND EXPECTED TIMETABLE

Not applicable

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A summary of historical financial data is found in the table below. Our consolidated financial statements are prepared in accordance with International Financial Reporting Standards as adopted by the European Union and with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

It is important to read this summary in conjunction with the consolidated financial statements and related notes included elsewhere in this Report.

All per share amounts have been calculated based on the weighted average number of common shares outstanding after giving effect to all stock dividends through December 31, 2010.

Consolidated income statement information

In million EUR (except per share amount)	2010	Years ended December 31,			2006
		2009	2008	2007	
Amounts based upon IFRS ¹					
Premium income	21,097	19,473	22,409	26,900	24,570
Investment income	8,762	8,681	9,965	10,457	10,376
Total revenues ²	31,608	29,751	34,082	39,271	36,615
Income/(loss) before tax	1,914	(464)	(1,061)	3,077	3,971
Net income/(loss)	1,760	204	(1,082)	2,551	3,169
Net income per common share ³					
Basic	0.76	(0.16)	(0.92)	1.47	1.87
Diluted	0.68	(0.16)	(0.92)	1.47	1.86

¹ Our consolidated financial statements are prepared in accordance with IFRS.

² Excluded from the income statements prepared in accordance with IFRS are receipts related to investment-type annuity products and investment contracts.

³ Per share data has been calculated based on the weighted average number of common shares outstanding after giving effect to all stock dividends, stock splits and share repurchases through December 31, 2010. Diluted per share data gives effect to all dilutive securities.

Consolidated balance sheet information

In million EUR (except per share amount)	2010	as at December 31,			2006
		2009	2008	2007	
Amounts based upon IFRS ¹					
Total assets	332,303	298,634	289,041	314,120	314,813
Insurance and investment contracts	270,920	248,903	240,030	266,735	262,052
Trust pass-through securities and (subordinated) borrowings ²	8,604	7,314	4,824	5,152	4,395
Shareholders' equity	17,210	12,164	6,055	15,151	18,605

¹ Our consolidated financial statements are prepared in accordance with IFRS.

² Excludes bank overdrafts.

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In thousand	2010	2009	2008	2007	2006
Number of common shares					
Balance at January 1	1,736,049	1,578,227	1,636,545	1,622,927	1,598,977
Share issuance		157,822			
Stock dividends			41,452	25,218	23,950
Share withdrawal			(99,770)	(11,600)	
Balance at end of period	1,736,049	1,736,049	1,578,227	1,636,545	1,622,927

Dividends

AEGON declared interim and final dividends for the years 2006 through 2008 in the amounts set forth in the table below. AEGON paid no dividend in 2009 or 2010. Dividends in US dollars are calculated based on the foreign exchange reference rate (the rate as published each working day at 14:15 hours by the European Central Bank) on the business day following the announcement of the interim dividend or on the business day following the shareholder meeting approving the relevant final dividend.

Year	EUR per common share ¹			USD per common share ¹		
	Interim	Final	Total	Interim	Final	Total
2006	0.24	0.31	0.55	0.31	0.42	0.73
2007	0.30	0.32	0.62	0.41	0.50	0.91
2008	0.30		0.30	0.45		0.45
2009						
2010						

¹ Paid, at each shareholder's option, in cash or in stock.

The annual dividend on our class A and class B preferred shares is calculated on the basis of the paid-in capital on the preferred shares using a rate equal to the European Central Bank's fixed interest percentage for basic refinancing transactions plus 1.75%, as determined on Euronext Amsterdam's first working day of the financial year to which the dividend relates. Apart from this, no other dividend is paid on the preferred shares. This resulted in a rate of 4.25% for the year 2009. Applying this rate to the weighted average paid-in capital of our preferred shares during 2009, the total amount of annual distributions we made in 2010 on our preferred shares for the year 2009 was EUR 90 million. The rate for annual dividends or distributions, if any, on preferred shares to be made in 2011 for the year 2010, as determined on January 4, 2010 is 2.75% and the annual dividends or distributions, if any, on preferred shares for the year 2010, based on the weighted average paid-in capital on the preferred shares during 2010 will be EUR 59 million.

Exchange rates

Fluctuations in the exchange rate between the euro and the US dollar will affect the dollar equivalent of the euro price of our common shares traded on Euronext Amsterdam and, as a result, are likely to impact the market price of our common shares in the United States. Such fluctuations will also affect any dollar amounts received by holders of common shares upon conversion of any cash dividends paid in euros on our common shares.

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As of March 4, 2011 the USD exchange rate ¹ was EUR 1 = USD 1.3983

The high and low exchange rates ¹ for the US dollar per euro for each of the last six months through February 2011 are set forth below:

	Sept. 2010	Oct. 2010	Nov. 2010	Dec. 2010	Jan. 2011	Feb. 2011
High (USD per EUR)	1.3638	1.4066	1.4224	1.3395	1.3715	1.3794
Low (USD per EUR)	1.2708	1.3688	1.3036	1.3089	1.2944	1.3474

The average exchange rates¹ for the US dollar per euro for the five years ended December 31, 2010, calculated by using the average of the exchange rates on the last day of each month during the period, are set forth below:

Year ended December 31,	Average rate
2006	1.2661
2007	1.3797
2008	1.4695
2009	1.3955
2010	1.3216

¹ The US dollar exchange rates are the noon buying rates in New York City for cable transfers in euros as certified for customs purposes by the Federal Reserve Bank of New York.

3B Capitalization and indebtedness

Not applicable

3C Reasons for the offer and use of proceeds

Not applicable

3D Risk factors**i Risks relating to our business**

The following discusses some of the key risk factors that could affect AEGON's business and operations, as well as other risk factors that are particularly relevant to us in the current period of significant economic and market disruption. Additional risks to which we are subject include, but are not limited to, the factors mentioned under "Forward-Looking Statements" above and the risks of our businesses described elsewhere in this Annual Report on Form 20-F. Other factors besides those discussed below or elsewhere in this Annual Report also could adversely affect our business and operations, and the following risk factors should not be considered a complete list of potential risks that may affect AEGON and our subsidiaries.

i Risks related to the global financial markets and general economic conditions

Disruptions in the global financial markets and general economic conditions have affected and continue to affect, and could have material adverse effects on, our business, results of operations and financial condition.

Our results of operations and financial condition may be materially affected from time to time by general economic conditions, such as levels of employment, consumer lending or inflation in the countries in which we operate. Global financial markets experienced extreme and unprecedented volatility and disruption in 2008 and 2009. World economies experienced a significant slowdown in 2008 and 2009 and only slowly began to recover late in 2009 and throughout 2010, although the strength of recovery has varied by region and by country. Bank lending has been reduced from the levels seen before the financial crisis began and the housing markets in Europe and North America remain depressed. In addition to the other risks described in this section, these conditions have resulted and may continue to result in a reduction in demand for our

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products as well as impairments and reductions in the value of the assets in our general account, separate account, and company pension schemes, among other assets. We may also experience a higher incidence of claims and lapses or surrenders of policies. Our policyholders may choose to defer or stop paying insurance premiums. We cannot predict definitively whether or when such actions, which could impact our business, results of operations, cash flows and financial condition, may occur.

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In view of ongoing uncertainty with respect to the financial and economic environment, on December 1, 2008, our core capital was increased through a special transaction with Vereniging AEGON and the Dutch State (see Item 10C, *Material Contracts*, in this Annual Report for additional information). As part of this arrangement, for the state aid, the Dutch State nominated two representatives to our Supervisory Board. Up to and including December 31, 2010, we had repaid half of the initial EUR 3 billion of core capital provided by the Dutch State. On March 15, 2011, we repurchased one half of the remaining convertible core capital securities provided by the Dutch State and we expect full repurchasing to occur by the end of June 2011 subject to approval from the Dutch Central Bank before being permitted to repay the other half. Governmental action in the Netherlands, the United States, the European Union and elsewhere to address the financial crisis could further impact our business particularly if we are unable to meet our interest payments or to repay the Dutch State without converting core capital securities into ordinary shares. We cannot predict with any certainty the effect that actions by the European Central Bank, the Federal Reserve or other governmental actions may have on the financial markets or on our business, results of operations, cash flows and financial condition.

In Europe, countries such as Portugal, Ireland, Italy, Greece and Spain have been particularly affected by the recent financial and economic conditions, raising concerns about the ongoing viability of the euro currency and the European Monetary Union. The European Union, the European Central Bank and the International Monetary Fund have prepared rescue packages for some of the affected countries. We cannot predict with any certainty whether these packages or other rescue plans will be successful, the effect that they may have on the future viability of the euro currency or the European Monetary Union, or the effect that they may have on our business, results of operations, cash flows and financial condition.

Credit risk

Defaults in debt securities, private placements and mortgage loan portfolios held in our general account or failure of certain counterparties may adversely affect profitability and shareholders' equity.

Credit risk is the risk of loss resulting from the default by, or failure to meet contractual obligations of issuers and counterparties. As premiums and deposits are received, these funds are invested to pay for future policyholder obligations. For general account products, we typically bear the risk for investment performance equaling the return of principal and interest. We are exposed to credit risk on our general account fixed-income portfolio (debt securities, mortgages and private placements), over-the-counter (OTC) derivatives and reinsurance contracts. In addition, financial institutions acting as a counterparty on derivatives may not perform their obligations. Default by issuers and counterparties on their financial obligations may be due to, among other things, bankruptcy, lack of liquidity, market downturns or operational failures, and the collateral or security they provide may prove inadequate to cover their obligations at the time of the default.

Our investment portfolio contains investments in Dutch government bonds, US Treasury, agency and state bonds, as well as other government issued securities. Recently, there has been uncertainty regarding the ability of certain European nations and US states and municipalities to satisfy their financial obligations. In the recent weak economic environment we incurred significant investment impairments on our investment assets due to defaults and overall declines in the capital markets. Further excessive defaults or other reductions in the value of these securities and loans could have a material adverse effect on our business, results of operations and financial condition.

Equity market risk

A decline in equity markets may adversely affect our profitability and shareholders' equity, sales of savings and investment products and the amount of assets under management.

Fluctuations in the equity markets have affected our profitability, capital position and sales of equity related products in the past and continue to do so. Exposure to equity markets exists in both assets and liabilities. Asset exposure exists through direct equity investment where we bear all or most of the volatility in returns and investment performance risk. Equity market exposure is also present in insurance and investment contracts for account of policyholders where funds are invested in equities (such as variable annuities, unit-linked products and mutual funds). Although most of the risk remains with the policyholder, lower investment returns can reduce the asset management fee that we earn on the asset balance in these products and prolonged investment under-performance may cause existing customers to withdraw funds and potential customers not to grant investment mandates. In addition, some of our insurance and investment contract business has minimum return or accumulation guarantees, which requires us to establish reserves to fund these future guaranteed benefits when equity market returns do not meet or exceed these guarantee levels. Our reported results under IFRS are also at risk if returns are not sufficient to allow amortization of deferred policyholder acquisition costs (DPAC), which could impact our reported net income as well as shareholders' equity. Volatile or poor market conditions may also significantly reduce the demand for some of our savings and investment products, which could lead to lower sales and net income. Deteriorating general economic conditions may again result in significant decreases in the value of our equity investments. The equity market conditions experienced in 2010 led to a recognized impairment loss on equity securities held in general account of EUR 7 million (2009: EUR 96 million; 2008: EUR 203 million).

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Interest rate risk

Interest rate volatility or sustained low interest rate levels may adversely affect our profitability and shareholders' equity.

In periods of rapidly increasing interest rates, policy loans, surrenders and withdrawals may and usually do increase. Premiums in flexible premium policies may decrease as policyholders seek investments with higher perceived returns. This activity may result in cash payments by us requiring the sale of invested assets at a time when the prices of those assets are affected adversely by the increase in market interest rates. This may result in realized investment losses. These cash payments to policyholders also result in a decrease in total invested assets and net income. Early withdrawals may also require accelerated amortization of DPAC, which in turn reduces net income.

During periods of sustained low interest rates, as we have been facing in recent years, we may not be able to preserve margins as a result of minimum interest rate guarantees and minimum guaranteed crediting rates provided in policies. Also, investment earnings may be lower because the interest earnings on new fixed-income investments are likely to have declined with the market interest rates. Life insurance and annuity products may be relatively more attractive to consumers, resulting in increased premium payments on products with flexible premium features and a higher percentage of insurance policies remaining in force year to year. Mortgages and redeemable bonds in the investment portfolio are more likely to be repaid as borrowers seek to re-finance at lower interest rates and we may be required to reinvest the proceeds in securities bearing lower interest rates. Risk is heightened in the current market and economic environment in which certain securities may be unavailable. Accordingly, net income may decline as a result of a decrease in the spread between returns on the investment portfolio and the interest rates either credited to policyholders or assumed in reserves.

If interest rates rise there may be unrealized losses on some of our assets that will be recorded as negative income under IFRS. This is inconsistent with the IFRS accounting on much of our liabilities, where corresponding unrealized gains when interest rates rise do not affect income in the shorter term. Over time, the short-term reduction in income due to rising interest rates would be offset by higher income in later years, all else being equal.

Base interest rates set by central banks and government treasuries remained at historically low levels in response to the worldwide recession. Credit spreads remained at historically high levels in 2010.

The profitability of spread-based business depends in large part upon the ability to manage interest rate spreads, credit risk and other risks inherent in the investment portfolio. We may not be able to successfully manage interest rate spreads, credit risk and other risks in the investment portfolio or the potential negative impact of those risks. Investment income from general account fixed income investments for the years 2008, 2009 and 2010 was EUR 6.7 billion, EUR 5.8 billion and EUR 6.0 billion, respectively. The value of the related general account fixed income investment portfolio at the end of the years 2008, 2009 and 2010 was EUR 125 billion, EUR 130 billion and EUR 138 billion, respectively.

See Item 11, Quantitative and Qualitative Disclosure about Market Risk, in this Annual Report for detailed sensitivity analyses.

Currency exchange rate risk

Fluctuations in currency exchange rates may affect our reported results of operations.

As an international group, we are subject to foreign currency translation risk. Foreign currency exposure also exists when policies are denominated in currencies other than the issuer's functional currency. Currency risk in the investment portfolios backing insurance and investment liabilities are managed using asset liability matching principles. Assets allocated to equity are kept in local currencies to the extent shareholders' equity is required to satisfy regulatory and our self-imposed capital requirements. Therefore, currency exchange rate fluctuations may affect the level of our consolidated shareholders' equity as a result of translation of the equity of our subsidiaries into euro, our reporting currency. We hold the remainder of our capital base (capital securities, subordinated and senior debt) in various currencies in amounts that are targeted to correspond to the book value of our operating units. This balancing is intended to mitigate currency translation impacts on equity and leverage ratios. We may also hedge the expected dividends from our principal operating units that maintain their equity in currencies other than the euro. To the extent these expected dividends are not hedged or actual dividends vary from expected dividends, our net income and shareholders' equity may fluctuate. As we have significant business segments in the Americas and in the United Kingdom, the principal sources of exposure from currency fluctuations are from the differences between the US dollar and the euro and between the UK pound and the euro. We may experience significant changes in net income and shareholders' equity because of these fluctuations.

The exchange rates between our primary operating currencies (US dollar, euro and UK pound) continued to fluctuate widely during 2010. The US dollar ranged by as much as 17% against the euro over the year, finishing around 7% up on the year. The UK pound fluctuated by around 9%

against the euro ending the year with a 3% gain.

For the Americas segment, which primarily conducts its business in US dollars, total revenues and net income in 2010 amounted to EUR 14 billion and EUR 1,131 million, respectively. For the United Kingdom segment, which primarily conducts its business in UK pounds, total revenues and net income in 2010 amounted to EUR 10 billion and EUR 84 million, respectively. On a consolidated basis,

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these two segments represented 75% of the total revenues and 69% of the net income for the year 2010. Additionally, we borrow in various currencies to hedge the currency exposure arising from our operations. On December 31, 2010 we have borrowed or swapped amounts in proportion to the currency mix of capital in units, which was denominated approximately 60% in US dollars, 23% in euro, 12% in UK pounds and 5% in Canadian dollars.

Liquidity risk

Illiquidity of certain investment assets may prevent us from selling investments at fair prices in a timely manner.

Liquidity risk is inherent in much of our business. Each asset purchased and liability sold has liquidity characteristics that are unique. Some liabilities are surrenderable while some assets, such as privately placed loans, mortgage loans, real estate and limited partnership interests, have low liquidity. We continued to build our reserves of cash and liquid assets in 2010. In depressed markets we may be unable to sell or buy significant volumes of assets at quoted prices. For example, over the past few years, the market for residential mortgage-backed securities has experienced a significant decrease in liquidity. In addition, any securities we issue of significant volume may be issued at higher financing costs if liquidity conditions are impaired as they have been in recent years. Although we manage our liquidity position for extreme events, including greatly reduced liquidity in capital markets, if these conditions were to persist for an extended period of time, we may need to sell assets below quoted prices to meet our insurance obligations during periods of impaired liquidity.

In 2010, approximately 40% of our general account investments were not highly liquid.

Underwriting risk

Differences between actual claims experience and underwriting and reserve assumptions may require liabilities to be increased.

Our earnings depend significantly upon the extent to which actual claims experience is consistent with the assumptions used in setting the prices for our products and establishing the technical liabilities for expected claims. To the extent that actual claims experience is less favorable than the underlying assumptions used in establishing such liabilities, our income would be reduced. Furthermore, if the less favorable claims experience were expected to be a sustained trend we may be required to increase liabilities for other related products, which could reduce our income. In addition, certain acquisition costs related to the sale of new policies and the purchase of policies already in force have been recorded as assets on the balance sheet and are being amortized into income over time. If the assumptions relating to the future profitability of these policies (such as future claims, investment income and expenses) are not realized, the amortization of these costs could be accelerated and may even require write-offs due to an expectation of unrecoverability. This could have a material adverse effect on our reported results of operations and financial condition.

Sources of underwriting risk include policy lapses, policy claims (such as mortality and morbidity) and expenses. In general, we are at risk if policy lapses increase as sometimes we are unable to fully recover up front expenses in selling a product despite the presence of commission recoveries or surrender charges and fees. We sell certain types of policies that are at risk if mortality or morbidity increases, such as term life insurance and accident insurance. We also sell certain other types of policies that are at risk if mortality decreases (longevity risk) such as annuity products. For example, certain current products as well as products sold in previous years based on standard longevity assumptions have become less profitable or unprofitable as longevity assumptions increase which may result in us incurring losses. If the trend towards increased longevity persists, our annuity products may continue to experience adverse effects because the period of time over which benefit payments are made becomes longer as life expectancies increase. We are also at risk if expenses are higher than assumed by our management.

Other risks

Valuation of our investments, allowances and impairments is subjective and discrepant valuations may adversely affect our results of operations and financial condition.

The valuation of many of our financial instruments is based on methodologies, estimations and assumptions that are subject to different interpretations and could result in changes to investment valuations that may have a material adverse effect on our results of operations and financial condition. In addition, the determination of the amount of allowances and impairments taken on our investments is subjective and could materially impact our results of operations or financial position.

We may be required to increase our statutory reserves and/or hold higher amounts of statutory capital for certain of our products which will decrease our returns on these products unless we increase our prices.

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New financial services regulation, such as the European Commission's Solvency II directive, which is expected to become effective as early as January 1, 2013, is expected to impose, among other things, substantially greater quantitative and qualitative capital requirements on some of our businesses and at the group level as well as supervisory and disclosure requirements and may impact the structure, business strategies, and profitability of our insurance subsidiaries and of the group. Some of our competitors who are headquartered outside the European Economic Area may not be subject to Solvency II requirements and may thereby be better able to compete against us, particularly in our businesses in the United States and Asia.

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The National Association of Insurance Commissioners (NAIC) Model Regulation entitled Valuation of Life Insurance Policies, commonly known as Regulation XXX, requires insurers in the United States to establish additional statutory reserves for term life insurance policies with long-term premium guarantees. In addition, The Application of the Valuation of Life Insurance Policies Regulation, commonly known as Regulation AXXX requires insurers to establish additional statutory reserves for certain universal life insurance policies with secondary guarantees. Virtually all of our newly issued term and universal life insurance products in the United States are now affected by Regulations XXX and AXXX, respectively.

In response to the NAIC regulations, we have implemented reinsurance and capital management actions to mitigate their impact. However, we may not be able to implement actions to mitigate the impact of Regulation XXX and AXXX on future sales of term or universal life insurance products, potentially resulting in an adverse impact on these products and our market position in the life insurance market. Additionally, any change to or repeal of Regulation XXX or AXXX could also reduce the effectiveness of our reinsurance and capital management actions, adversely affecting our life insurance operations.

For certain of our products, market performance impacts the level of statutory reserves and statutory capital we are required to hold, which may have an adverse effect on returns on capital associated with these products. Capacity for reserve funding available in the marketplace is currently limited as a result of market conditions generally. Our ability to efficiently manage capital and economic reserve levels may be impacted, thereby affecting profitability and return on capital.

In addition, we may not be able to comply fully with, or obtain appropriate exemptions from, the wide variety of laws and regulations applicable to insurance companies and insurance holding companies. Failure to comply with or to obtain appropriate exemptions under any applicable laws could result in restrictions on our ability to do business in one or more of the jurisdictions in which we operate and could result in fines and other sanctions, which may have a material adverse effect on our business, financial position or results of operations.

There may be heightened oversight of insurers by regulatory authorities in the jurisdictions in which our subsidiaries are domiciled and operate. We cannot predict specific proposals that might be adopted, or what impact, if any, such proposals or, if enacted, such laws, could have on our business, results of operations, or financial condition. The European Union is adopting Solvency II as discussed above, the NAIC or state regulators may adopt revisions to applicable risk based capital formulas, local regulators in other jurisdictions in which our subsidiaries operate may increase their capital requirements, or rating agencies may incorporate higher capital thresholds into their quantitative analyses, thus requiring additional capital for our insurance subsidiaries.

In addition, certain jurisdictions, such as the European Union, are questioning the use of gender-based distinctions in the insurance industry. This may limit or impede our ability to continue to make certain gender-based distinctions in the pricing of financial products such as life insurance, annuities and certain other types of products we sell. On March 1, 2011 the European Court of Justice (ECJ) delivered a judgment in the Test Achats case which relates to the ability of an insurance company to use gender as a rating factor when pricing risk. The ECJ has ruled that using gender as a rating factor when pricing risk is invalid. However, the ECJ has granted a transitional period for relief for implementation. The effect of this is that, as from December 21, 2012, it will be unlawful to use gender-related factors for determining premiums and benefits under insurance policies. This verdict may have a material adverse effect on our business, financial position and results of operations.

A downgrade in our ratings may increase policy surrenders and withdrawals, adversely affect relationships with distributors and negatively affect our results.

Claims paying ability and financial strength ratings are factors in establishing the competitive position of insurers. A rating downgrade (or the potential for such a downgrade) of us or any of our rated insurance subsidiaries may, among other things, materially increase the number of policy surrenders and withdrawals by policyholders of cash values from their policies. These withdrawals may require the sale of invested assets, including illiquid assets, at a price that may result in realized investment losses. These cash payments to policyholders would result in a decrease in total invested assets and a decrease in net income. Among other things, early withdrawals may also cause us to accelerate amortization of DPAC, reducing net income.

We have experienced downgrades and negative changes to our outlook in the past and may experience downgrades and negative changes in the future. For example, during 2010, Fitch lowered the senior debt rating for AEGON N.V. to A with a stable outlook. Fitch also lowered the insurance financial strength rating for AEGON USA to AA with a stable outlook. Standard and Poor's lowered the insurance financial strength rating for AEGON Scottish Equitable to A+ with a negative outlook. A downgrade or potential downgrade, including changes in outlook, could result in higher funding and financing costs in the capital markets and affect the availability of funding to us in the capital markets. In addition, a downgrade may adversely affect relationships with broker-dealers, banks, agents, wholesalers and other distributors of our products and services, which may negatively impact new sales and adversely affect our ability to compete. This would have a material adverse effect on our business, results of operations and financial condition.

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We cannot predict what actions rating agencies may take, or what actions we may take in response to the actions of rating agencies, which could adversely affect our business. As with other companies in the financial services industry, our ratings could be downgraded at any time and without notice by any rating agency.

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Changes in government regulations in the countries in which we operate may affect profitability.

Our insurance business is subject to comprehensive regulation and supervision in all countries in which we operate. The primary purpose of such regulation is to protect policyholders, not holders of securities. Changes in existing insurance laws and regulations may affect the way in which we conduct business and the products offered. Additionally, the insurance laws or regulations adopted or amended from time to time may be more restrictive or may result in higher costs than current requirements. The recent financial markets dislocation has resulted in, and may continue to result in further, extensive changes to existing laws, regulations and regulatory frameworks applicable to our businesses in the countries in which we operate.

For example, in July 2010, the US Congress passed the Dodd-Frank Wall Street Reform and Consumer Protection Act (*Dodd-Frank*), which provides for comprehensive changes to the regulation of financial services in the United States by granting existing government agencies and newly created government agencies and bodies (e.g., the Financial Stability Oversight Council and the Federal Insurance Office) authority to promulgate new financial regulations applicable to systemically important non-bank financial institutions. These new regulations may subject us to a number of requirements, including, among others, stress tests and stricter prudential standards, such as stricter requirements and limitations relating to liquidity, credit exposure and risk management. In addition, Dodd-Frank authorizes the Federal Insurance Office, which does not have general authority over the business of insurance, to make recommendations to the Financial Stability Oversight Council that certain insurers be subject to more stringent regulation. Further, Dodd-Frank requires the Federal Insurance Office to conduct a study on how to modernize and improve the system of insurance regulation in the United States. We cannot predict the requirements of the Dodd-Frank regulations that will ultimately be adopted, how the regulations will affect the financial markets generally or how the regulations will affect our operations or financial condition.

For information relating to the European Commission's Solvency II directive, see above at: *Risk Factors* Other risks We may be required to increase our statutory reserves and/or hold higher amounts of statutory capital for certain of our products which will decrease our returns on these products unless we increase our prices.

Changes in pension and employee benefit regulation, social security regulation, financial services regulation, taxation and the regulation of securities products and transactions may adversely affect our ability to sell new policies or claims exposure on existing policies. For example, in Hungary, the Parliament passed laws in 2010 that suspend money transfers to pension fund clients' accounts and redirect the contributions to the state budget, with the aim to reduce the budget deficit. The new laws also allow pension fund customers to step back to the public non-funded pay-as-you-go pension system. It is possible that similar policy measures may be taken in Poland or other countries in which we operate in Central & Eastern Europe or elsewhere.

In general, changes in laws and regulations may materially increase our direct and indirect compliance and other expenses of doing business and have a material adverse effect on our business, results of operations or financial condition.

Litigation and regulatory investigations may adversely affect our business, results of operations and financial condition.

We face significant risks of litigation and regulatory investigations and actions in connection with activities as an insurer, securities issuer, employer, investment advisor, investor and taxpayer. In recent years, the insurance industry has increasingly been the subject of litigation, investigation and regulatory activity by various governmental and enforcement authorities concerning common industry practices such as the disclosure of contingent commissions and the accounting treatment of finite reinsurance or other non-traditional insurance products. We cannot predict at this time the effect this current trend towards litigation and investigation will have on the insurance industry or our business. Lawsuits, including class actions and regulatory actions, may be difficult to assess or quantify, may seek recovery of very large and/or indeterminate amounts, including punitive and treble damages, and their existence and magnitude may remain unknown for substantial periods of time. AEGON UK, for example, set up reserves to compensate certain policyholders after self-reporting failures in its administrative procedures to the UK Financial Services Authority that occurred over the past two decades. In 2010, AEGON UK received a fine of EUR 3.3 million from the FSA due to systems and controls failings, some of which have led to customer detriment. In the Netherlands, certain current and former customers, and groups representing customers, have initiated litigation and certain groups are encouraging others to bring lawsuits against us and other insurers in respect of certain products including securities leasing products and unit-linked products (so called *beleggingsverzekeringen* including the KoersPlan product). In the past we defended and we intend to continue defending ourselves vigorously when we believe claims are without merit. We have sought and intend to seek to settle certain claims including via policy modifications in appropriate circumstances such as the settlement we announced in 2009 with Stichting Verliespolis and Stichting Woekerpolis. In addition, we and other US industry participants have been named in lawsuits alleging, among other things, that asset-based fees charged for investment products offered on 401(k) platforms were higher than those generally available in the market. A substantial legal liability or a significant regulatory action could have a material adverse effect on our business, results of operations and financial condition.

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Certain of the products we sell are complex and involve significant investment risks that may be elected by our customers. We have from time to time received claims from certain current and former customers, and groups representing customers, in respect of certain products, including in relation to certain employer owned life insurance products sold to banks and other corporations, and have in the past agreed to make payments, in some cases substantial, or adjustments to policy terms to settle those claims if we believed it was appropriate to do so. While we intend to defend ourselves vigorously against any claims that we do not believe have merit, there can be

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no assurance that any claims brought against us by our customers will not have a material adverse effect on our results of operations, cash flow, financial position and reputation.

As a result of the European Commission's approval of the core capital we received from the Dutch State in 2008, we are subject to certain requirements which may have a material adverse effect on our business, results of operations and financial condition.

As required under European Union state aid rules, the Dutch State notified the European Commission of the issuance by us in December 2008 of EUR 3 billion of non-voting convertible core capital securities to Vereniging AEGON, which was funded by the Dutch State. The European Commission determined that the aid provided by the Dutch State was compatible with the common market, raised no objection to the aid and authorized the aid as emergency intervention in response to the financial crisis. In July 2010, the Dutch State submitted a final viability plan regarding our status as a fundamentally sound institution to the European Commission. The European Commission approved the plan on August 17, 2010. As part of the process to conclude the European Commission's final review of the plan, we agreed with the Dutch Ministry of Finance to amend the terms and conditions of full repurchase of the then-remaining EUR 2 billion of convertible core capital securities. The conditions, which assume a full repurchase no later than June 30, 2011, impose certain requirements on us and our future actions. For example, we may not pay dividends on common shares, and may not pursue acquisitions, except for certain investments in bancassurance partnerships in Spain, provided that we do not increase our overall market share in the Spanish market. In addition, we may not pursue a top-three price leadership position in our residential mortgage and internet savings businesses in the Netherlands. We also agreed to request Standard & Poor's to no longer publish its insurance financial strength rating on AEGON Levensverzekering N.V. in the Netherlands¹ and to explore the sale or exit of certain businesses. These requirements may have a material adverse effect on our business, results of operations and financial condition.

Under the terms and conditions agreed with the Ministry of Finance, we are required to seek approval from the Dutch Central Bank before being permitted to repurchase the remaining convertible core capital securities. In determining whether to approve a request for repurchase, the Dutch Central Bank considers certain criteria including the adequacy of our excess capital. There is no limit on the duration of such consultations or certainty as to the outcome of such consultations. If we are unable to meet our interest obligations or are unsuccessful in repurchasing the capital, we may be required to convert the convertible core capital securities into our ordinary shares, which may result in both the ability of the Dutch State to exert influence in its capacity as a large holder of our ordinary shares and a significant dilution to existing shareholders. If full repurchase of the convertible core capital securities is not achieved before June 30, 2011, we may face revised and/or additional conditions to repurchase and/or other operational restrictions, which could have a material adverse effect on our business, results of operations and financial condition.

We may be unable to manage our risks successfully through derivatives.

We are exposed to currency fluctuations, changes in the fair value of our investments, the impact of interest rate, equity markets and credit spread changes and changes in mortality and longevity. We use common financial derivative instruments such as swaps, options, futures and forward contracts to hedge some of the exposures related to both investments backing insurance products and company borrowings. This is a more pronounced risk to us in view of the stresses suffered by financial institutions and the volatility of credit and equity markets. We may not be able to manage the risks associated with these activities successfully through the use of derivatives. In addition, a counterparty may fail to honor the terms of its derivatives contracts with us. Our inability to manage risks successfully through derivatives, a counterparty's failure to honor its obligations or the systemic risk that failure is transmitted from counterparty to counterparty could each have a material adverse effect on our business, results of operations and financial condition.

Our ability to manage risks through derivatives may be negatively affected by Dodd-Frank and legislation initiatives of the European Commission, which provide for a new framework of regulation of OTC derivatives markets. These new regulations may require us to clear certain types of transactions currently traded in the OTC derivative markets through a central clearing organization and may limit our ability to customize derivative transactions for our needs. As a result, we may experience additional collateral requirements and costs associated with derivative transactions.

State statutes and regulators may limit the aggregate amount of dividends payable by our subsidiaries, thereby limiting our ability to make payments on debt obligations.

Our ability to make payments on debt obligations and pay certain operating expenses is dependent upon the receipt of dividends from subsidiaries. Certain of these subsidiaries have regulatory restrictions that can limit the payment of dividends. In addition, local regulators, acting to represent the interests of local policyholders, are taking an increasingly restrictive stance with respect to permitting dividend payments, which may affect our ability to satisfy our debt obligations or pay our operating expenses.

¹ Standard & Poor's has subsequently complied with this request

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Changes in accounting policies may affect our reported results and shareholders' equity.

Since 2005, our financial statements have been prepared and presented in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board and adopted by the European Union. Any future change in these accounting principles may have a significant impact on our reported results, financial condition and shareholders' equity. This includes the level and volatility of reported results and shareholders' equity.

Tax law changes may adversely affect our profitability, as well as the sale and ownership of our products.

Insurance products enjoy certain tax advantages, particularly in the United States and the Netherlands, which permit the tax deferred accumulation of earnings on the premiums paid by the holders of annuities and life insurance products under certain conditions and within limits. Taxes on this inside build-up of earnings may not be payable at all and, if payable, generally are due only when the earnings are actually paid.

The US Congress has, from time to time, considered possible legislation that could make our products less attractive to consumers, including legislation that would reduce or eliminate the deferral of taxation on the accretion of value within certain annuities and life insurance products. In addition, the US Congress passed legislation in 2001 that provided for reductions in the estate tax and the possibility of permanent repeal of the estate tax continues to be discussed. This could have an impact on insurance products and sales in the United States.

The US Government, as well as state and local governments, also considers from time to time tax law changes that could increase the amount of taxes that we pay. For example, the US Treasury Department and the Internal Revenue Service may propose new regulations regarding the methodology to determine the dividends received deduction (DRD) related to variable life insurance and variable annuity contracts. The DRD reduces the amount of dividend income subject to tax and is a significant component of the difference between our effective tax rate and the federal statutory tax rate of 35%. A change in the DRD, including the possible elimination of this deduction, could reduce our consolidated net income.

Any changes in United States or Dutch tax law affecting our products could have a material adverse effect on our business, results of operations and financial condition.

Competitive factors may adversely affect our market share.

Competition in our business segments is based on service, product features, price, commission structure, financial strength, claims paying ability, ratings and name recognition. We face intense competition from a large number of other insurers, as well as non-insurance financial services companies such as banks, broker-dealers and asset managers, for individual customers, employers, other group customers, agents and other distributors of insurance and investment products. Consolidation in the global financial services industry can enhance the competitive position of some of our competitors by broadening the range of their products and services, increasing their distribution channels and their access to capital. In addition, development of alternative distribution channels for certain types of insurance and securities products, including through the internet, may result in increasing competition as well as pressure on margins for certain types of products. These competitive pressures could result in increased pricing pressures on a number of products and services, particularly as competitors seek to win market share. This may harm our ability to maintain or increase profitability.

The adverse market and economic conditions that began in the second half of 2007 and significantly worsened in 2008 and into 2009, with modest recovery beginning in late 2009 and in 2010, can be expected to result in changes in the competitive landscape. For example, the financial distress experienced by certain financial services industry participants as a result of weak economic conditions and newly imposed regulation may lead to acquisition opportunities. Our ability or that of our competitors to pursue such opportunities may be limited due to lower earnings, reserve increases or a lack of access to debt capital markets and other sources of financing and limitations placed on companies that received state aid by the European Commission. Such conditions may also lead to changes by us or our competitors in product offerings and product pricing that could affect our and their relative sales volumes, market shares and profitability. Additionally, the competitive landscape in which we operate may be further affected by government-sponsored programs or actions taken in response to the severe dislocations in financial markets which occurred in 2008.

In Spain, we currently have partnerships with a number of Spanish savings banks to distribute a combination of life insurance and pension products. Savings banks in Spain are currently undergoing a period of consolidation as a result of ongoing economic uncertainty. If banks with which we have partnerships consolidate with other banks or otherwise alter their operations, we may experience significant adverse effects on our partnerships with those banks as well as our competitive position in the Spanish life insurance and pensions market.

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The default of a major market participant could disrupt the markets.

The failure of a sufficiently large and influential financial institution could disrupt securities markets or clearance and settlement systems in our markets. This could cause market declines or volatility. Such a failure could lead to a chain of defaults that could adversely affect us and our contract counterparties. In addition, such a failure could impact future product sales as a potential result of reduced confidence in the insurance industry.

The experience suffered by AIG in the aftermath of the bankruptcy of Lehman Brothers in September 2008 is an example of this type of risk. Management believes that despite the attention paid by regulators in the United States, the European Union and other countries where we operate, systemic risk to the markets continues to exist, and dislocations caused by the interdependency of financial market participants continues to be a potential source of material adverse changes to our business, results of operations and financial condition.

We may be unable to retain personnel who are key to the business.

As a global financial services enterprise with a decentralized management structure, we rely to a considerable extent on the quality of local management in the various countries in which we operate. The success of our operations is dependent, among other things, on our ability to attract and retain highly qualified professional personnel. Competition for key personnel in most countries in which we operate is intense. Our ability to attract and retain key personnel, in particular senior officers, experienced portfolio managers, mutual fund managers and sales executives, is dependent on a number of factors, including prevailing market conditions and compensation packages offered by companies competing for the same talent. As a part of the governmental response in Europe and the United States to the financial crisis in 2008, there have been various legislative initiatives that have sought to restrict the remuneration of personnel, in particular senior management, with a focus on performance-related remuneration and limiting severance payments. We are also subject to similar restrictions as a consequence of the terms of the special transaction in December 2008 among AEGON, Vereniging AEGON and the Dutch State securing the provision of core capital to us from the Dutch State. These restrictions, alone or in combination with the other factors described above, could adversely affect our ability to hire and retain qualified employees.

Reinsurers to whom we have ceded risk may fail to meet their obligations.

Our insurance subsidiaries cede premiums to other insurers under various agreements that cover individual risks, group risks or defined blocks of business, on a co-insurance, yearly renewable term, excess or catastrophe excess basis. These reinsurance agreements spread the risk and minimize the effect of losses. The amount of each risk retained depends on an evaluation of the specific risk, which is subject, in certain circumstances, to maximum limits based on the characteristics of coverage. Under the terms of the reinsurance agreements the reinsurer agrees to reimburse for the ceded amount in the event the claim is paid. However, our insurance subsidiaries remain liable to their policyholders with respect to ceded insurance if any reinsurer fails to meet the obligations assumed by it. See Item 18, Financial Statements Schedule to Financial Statements Reinsurance in this Annual Report for a table showing life insurance in force amounts on a direct, assumed and ceded basis for 2008, 2009 and 2010. See also Item 18, Financial Statements, Note 18.11 in this Annual Report for the amount of reinsurance assets at each balance sheet date for reinsurance ceded.

In accordance with industry practices, we reinsure a portion of our life insurance exposure with unaffiliated insurance companies under traditional indemnity reinsurance arrangements. In 2010, approximately 35% of our total direct and assumed (for which we act as a reinsurer for others) life insurance in force was ceded to other insurers. The major reinsurers of AEGON USA and AEGON Canada are Munich Re, RGA and Swiss Re. The major reinsurers of AEGON UK are Swiss Re, Munich Re and XL Re. The major reinsurer for life insurance for AEGON The Netherlands is Swiss Re while the non-life reinsurance is diversified across several providers including Lloyds market syndicates. The major reinsurers of AEGON Hungary for non-life are Swiss Re, Munich Re and Hannover Re and for life insurance are Munich Re and RGA. AEGON Spain's major reinsurers are General Re, Munich Re and RGA. AEGON China's major reinsurers are General Re, Munich Re and Swiss Re.

Our exploration of strategic options, including divestment or other strategic transactions, involving Transamerica Reinsurance may expose us to additional risks.

We announced in June 2010 that we are in the process of exploring strategic options for Transamerica Reinsurance, our international life reinsurance business. We may not be successful in divesting Transamerica Reinsurance on terms acceptable to us. If we determine not to divest Transamerica Reinsurance, and instead run off the business as part of the requirements for the European Commission's approval of the Dutch State aid we received in 2008, we may face difficulty retaining key personnel and maintaining relationships with employees and customers of Transamerica Reinsurance. If we do agree to divest Transamerica Reinsurance, such transaction may expose us to certain risks including: enhanced counterparty exposure risk to the purchaser to which we retrocede Transamerica Reinsurance liabilities, collateral funding obligations and/or the risk of closing conditions not being satisfied. Because any divestiture of Transamerica Reinsurance is likely to be structured

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principally as a series of reinsurance transactions, any purchaser could become one of our largest reinsurers and we would then be at risk if the purchaser defaulted on their obligations under the policies we retrocede to them. A bankruptcy or insolvency or inability of the purchaser to satisfy its obligations could have a material adverse effect on our financial position and results of operation. In addition, we may agree to become required under certain

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circumstances to satisfy significant collateral funding obligations of the purchaser in connection with the policies we retrocede to any purchaser. Satisfying such funding obligations could limit our ability to upstream cash to the group level, pay dividends or make acquisitions. Any divestment would be subject to certain closing conditions, including a variety of regulatory approvals, and there can be no assurance that any agreement we enter into would result in a completed transaction.

Reinsurance may not be available, affordable or adequate to protect us against losses.

As part of our overall risk and capacity management strategy we purchase reinsurance for certain risks underwritten by our various business segments. Market conditions beyond our control determine the availability and cost of the reinsurance protection we purchase. Accordingly, we may be forced to incur additional expenses for reinsurance or may not be able to obtain sufficient reinsurance on acceptable terms, which could adversely affect our ability to write future business.

We may have difficulty managing our expanding operations and we may not be successful in acquiring new businesses or divesting existing operations.

In recent years we have made a number of acquisitions and divestitures around the world and it is possible that we may make further acquisitions and divestitures in the future. Growth by acquisition involves risks that could adversely affect our operating results and financial condition. These include: the potential diversion of financial and management resources from existing operations; difficulties in assimilating the operations, technologies, products and personnel of the acquired company; significant delays in completing the integration of acquired companies; the potential loss of key employees or customers of the acquired company; potential losses from unanticipated litigation; and tax and accounting issues. In addition, expansion into new and emerging markets may involve heightened political, legal and regulatory risks, such as discriminatory regulation, nationalization or expropriation of assets, price controls and exchange controls.

Our acquisitions could result in additional indebtedness, costs, contingent liabilities and impairment expenses related to goodwill and other intangible assets. In addition, they may divert management's attention and other resources. Divestitures of existing operations, including a divestiture of Transamerica Reinsurance as described above, could result in us assuming or retaining certain contingent liabilities. All of the foregoing could adversely affect our businesses, results of operations and financial condition. Future acquisitions may also have a dilutive effect on the ownership and voting percentages of existing shareholders. There can be no assurance that we will successfully identify suitable acquisition candidates or that we will properly value acquisitions made. We are unable to predict whether or when any prospective acquisition candidate will become available or the likelihood that any acquisition will be completed once negotiations have commenced.

Catastrophic events, which are often unpredictable by nature, could result in material losses and abruptly and significantly interrupt our business activities.

Our operating results and financial position can be adversely affected by volatile natural and man-made disasters such as hurricanes, windstorms, earthquakes, terrorism, riots, fires and explosions, pandemic disease and other catastrophes. Over the past several years changing weather patterns and climatic conditions have added to the unpredictability and frequency of natural disasters in certain parts of the world and created additional uncertainty as to future trends and exposure. Generally, we seek to reduce our exposure to these events through individual risk selection, monitoring risk accumulation and purchasing reinsurance. However, such events could lead to considerable financial loss to our business. Furthermore, natural disasters, terrorism and fires could disrupt our operations and result in significant loss of property, key personnel and information about our clients and us. If our business continuity plans have not included effective contingencies for such events they could adversely affect our business, results of operations, corporate reputation and financial condition for a substantial period of time.

We regularly develop new financial products to remain competitive in our markets and to meet the expectations of our clients. If clients do not achieve expected returns on those products, we may be confronted with legal claims, pressure groups and negative publicity.

We may face claims from customers and adverse negative publicity if our products result in losses or fail to result in expected gains, regardless of the suitability of products for customers or the adequacy of the disclosure provided to customers by us and by the intermediaries who distribute our products. New products that are less well understood and that have less of a historical performance track record may be more likely to be the subject of such claims. Any such claims could have a material adverse effect on our results of operations, corporate reputation and financial condition.

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We may not be able to protect our intellectual property and may be subject to infringement claims.

We rely on a combination of contractual rights with third parties and copyright, trademark, patent and trade secret laws to establish and protect our intellectual property. Third parties may infringe on or misappropriate our intellectual property, and it is possible that third parties may claim that we have infringed on or misappropriated their intellectual property rights. Any resulting proceedings in which we would have to enforce and protect our intellectual property, or defend ourselves against a claim of infringement of a third party's intellectual property, may require significant effort and resources and may not prove successful. As a result of any proceeding in which we would have to enforce and protect our intellectual property, we may lose intellectual property protection which could have a material adverse effect on our business, results of operation, financial condition and our ability to compete. As a result of any proceeding in which we would have to defend ourselves against a claim of infringement of a third party's intellectual property, we may be required to pay damages and provide injunctive relief, which could have a material adverse effect on our business, results of operations and financial condition.

Inadequate or failed processes or systems, human factors or external events could adversely affect our profitability, reputation or operational effectiveness.

Operational risk is inherent in our business and can manifest itself in many ways including business interruption, poor vendor performance, information systems malfunctions or failures, regulatory breaches, processing errors, modeling errors, and/or internal and external fraud. These events can potentially result in financial loss, harm to our reputation and hinder our operational effectiveness. Management undertakes significant effort to control these risks and keep operational risk at appropriate levels by maintaining a well-controlled environment and sound policies and practices. Notwithstanding these control measures, however, operational risk is part of the business environment in which we operate and is inherent to our size and complexity as well as our geographic diversity and the scope of the businesses we operate. Our risk management activities cannot anticipate every economic and financial outcome or the specifics and timing of such outcomes. Furthermore, if the contractual arrangements put in place with any third party service providers, including providers of information technology, administrative or investment management services, are terminated, we may not find an alternative provider on a timely basis or on equivalent terms. We may incur losses from time to time due to these types of risks.

Our operations support complex transactions and are highly dependent on the proper functioning of information technology and communication systems. Any failure of our information technology or communications systems may result in a material adverse effect on our results of operations and corporate reputation.

While systems and processes are designed to support complex transactions and to avoid systems failure, fraud, information security failures, processing errors and breaches of regulation, any failure could lead to a material adverse effect on our results of operations and corporate reputation. In addition, we must commit significant resources to maintain and enhance our existing systems in order to keep pace with industry standards and customer preferences. If we fail to keep up-to-date information systems, we may not be able to rely on accurate information for product pricing, risk management and underwriting decisions. In addition, even though back up and recovery systems and contingency plans are in place, we cannot assure investors that interruptions, failures or breaches in security of these process and systems will not occur, or if they do occur, that they can be adequately addressed. The occurrence of any of these events could have a material adverse effect on our business, results of operations and financial condition.

Judgments of US courts are not enforceable against us in Dutch courts.

The United States and the Netherlands do not currently have a treaty providing for the reciprocal recognition and enforcement of judgments (other than arbitration awards) in civil and commercial matters. Judgments of US courts, including those predicated on the civil liability provisions of the US federal securities laws, may not be enforceable in Dutch courts. Therefore, our shareholders that obtain a judgment against us in the United States may not be able to require us to pay the amount of the judgment unless a competent court in the Netherlands gives binding effect to the judgment. It may, however, be possible for a US investor to bring an original action in a Dutch court to enforce liabilities against us, our affiliates, directors, officers or any expert named therein who reside outside the United States, based upon the US federal securities laws.

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ii RISKS RELATING TO AEGON S COMMON SHARES

Our share price could be volatile and could drop unexpectedly, making it difficult for investors to resell our common shares at or above the price paid.

The price at which our common shares trade will be influenced by a large number of factors, some of which will be specific to us and our operations and some of which will be related to the insurance industry and equity markets in general. As a result of these factors, investors may not be able to resell their common shares at or above the price paid for them. In particular, the following factors, in addition to other risk factors described in this section, may have a material impact on the market price of our common shares:

Investor perception of us as a company;

Actual or anticipated fluctuations in our revenues or operating results;

Announcement of intended acquisitions, disposals or financings, or speculation about such acquisitions, disposals or financings;

Changes in our dividend policy, which could result from changes in our cash flow and capital position;

Sales of blocks of our shares by significant shareholders, including Vereniging AEGON;

Price and timing of any refinancing or conversion of our convertible core capital securities;

A downgrade or rumored downgrade of our credit or financial strength ratings, including placement on credit watch;

Potential litigation involving us or the insurance industry in general;

Changes in financial estimates and recommendations by securities research analysts;

Fluctuations in capital markets including foreign exchange rates, interest rates and equity markets;

The performance of other companies in the insurance sector;

Regulatory developments in the Netherlands, the United States, Canada, the United Kingdom and other countries in which we operate;

International political and economic conditions, including the effects of terrorist attacks, military operations and other developments stemming from such events and the uncertainty related to these developments;

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News or analyst reports related to markets or industries in which we operate; and

General insurance market conditions.

The high and low prices of AEGON's common shares on Euronext Amsterdam were EUR 6.17 and EUR 1.85 respectively in 2009 and EUR 5.41 and EUR 4.04 respectively in 2010. The high and low sales prices of our common shares on the NYSE were USD 9.23 and USD 2.30 respectively in 2009 and USD 7.41 and USD 5.11 respectively in 2010. All share prices are closing prices.

We and our significant shareholders may offer additional common shares in the future, and these and other sales may adversely affect the market price of the outstanding common shares.

We may decide to offer additional common shares in the future, for example, to strengthen our capital position in response to regulatory changes or to effect an acquisition. In connection with its refinancing in September 2002, Vereniging AEGON entered into an equity repurchase facility and a back-up credit facility. On February 9, 2010 both facilities were replaced by a three year term and revolving facilities agreement with a consortium of banks that can be extended until 2014. Under the new agreement our common shares in the possession of Vereniging AEGON are pledged to the consortium of banks. If Vereniging AEGON were to default under the facilities agreement, the lenders may dispose of our common shares held by them as collateral in order to satisfy amounts outstanding. An additional offering of common shares by us, sales of common shares by significant shareholders or by lenders to Vereniging AEGON, or the public perception that an offering or such sales may occur, could have an adverse effect on the market price of our common shares. As of December 31, 2010, our total authorized share capital consisted of 3,000,000,000 common shares, par value 0.12 per share, and 1,000,000,000 preferred shares (divided into 500,000,000 class A and 500,000,000 class B preferred shares), par value 0.25 per share. All our outstanding common shares are freely tradable, and all shareholders, including large shareholders such as Vereniging AEGON, are free to resell their shares at any time.

The convertible core capital securities issued to Vereniging AEGON may be converted into common shares and dilute existing common shareholders.

On December 1, 2008, we issued new convertible core capital securities to Vereniging AEGON. The purchase of these new securities by Vereniging AEGON was funded by the Dutch State and provided us with additional core capital. The terms of the convertible core capital securities permit us, on or after December 1, 2011, to convert any or all of the convertible core capital securities into common shares on a one-for-one basis. Any conversion to common shares would dilute existing common shareholders. If we exercise our conversion right, Vereniging AEGON may opt to require us to redeem the convertible core capital securities on the conversion date.

Vereniging AEGON, our major shareholder, holds a large percentage of the voting shares and therefore has significant influence over our corporate actions.

Prior to September 2002, Vereniging AEGON beneficially owned approximately 52% of the voting shares and thus held voting control over AEGON. In September 2002, Vereniging AEGON reduced its beneficial ownership to approximately 33% of the voting shares (excluding issued common shares held in treasury by AEGON). Pursuant to the 1983 Merger Agreement between AEGON and Vereniging AEGON, as amended, in case of an issuance of shares by AEGON, Vereniging AEGON may purchase as many class B

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preferred shares as would enable it to prevent or offset a dilution to below its actual percentage of the voting shares, unless Vereniging AEGON as a result of exercising these option rights would increase its voting power to more than 33%. The option granted to Vereniging AEGON permits it to purchase class B preferred shares up to a maximum of the non-issued part of the class B preferred shares included from time to time in AEGON's authorized capital if necessary to prevent or offset such dilution. The class B preferred shares would then be issued at par value (€ 0.25), unless a higher price is agreed. In the years 2003 through 2008, a total of 35,170,000 class B preferred shares were issued under these option rights. In 2009, Vereniging AEGON exercised its option rights to purchase in aggregate an additional 33,860,000 class B preferred shares at par value to offset dilution caused by our equity issue completed in August 2009. On March 15, 2011, Vereniging AEGON exercised its option rights to purchase 41,042,000 class B preferred shares at par value to offset dilution caused by the equity issuance completed on March 1, 2011.

In addition, we have implemented certain changes to our corporate governance structure and the relationship with Vereniging AEGON pursuant to which Vereniging AEGON has voluntarily waived its right to cast $\frac{25}{12}$ votes per class A or class B preferred share. Consequently, under normal circumstances Vereniging AEGON's voting power, based on the December 31, 2010 numbers of outstanding and voting shares, is reduced to approximately 22.76% of the votes exercisable in the General Meeting of Shareholders. However, this reduction in voting percentage is not applicable in all circumstances. In certain limited circumstances at the sole discretion of Vereniging AEGON (such as the acquisition of 15% of the voting shares, a tender offer for shares or a proposed business combination, each by any person or group of persons, whether individually or acting as a group, other than in a transaction approved by the Executive Board and Supervisory Board), Vereniging AEGON's voting rights for a limited period of 6 months will increase to a percentage that at December 31, 2010 amounts to 33%. Consequently, Vereniging AEGON may have substantial influence on the outcome of corporate actions requiring shareholder approval, including:

Adopting amendments to the Articles of Association;

Adopting the annual accounts;

Approving a consolidation or liquidation;

Approving a tender offer, merger, sale of all or substantially all of the assets or other business combination;

In particular during the periods when Vereniging AEGON is entitled to exercise its increased voting rights, it will generally have sufficient voting power to veto certain decisions presented to the General Meeting of Shareholders, including any proposal relating to the following matters:

- (1) Rejecting binding Supervisory Board nominations for membership on the Supervisory Board and Executive Board;
- (2) Appointing an Executive Board or Supervisory Board member other than pursuant to Supervisory Board nomination; and
- (3) Suspending or removing an Executive Board or Supervisory Board member other than pursuant to a Supervisory Board proposal.

Currency fluctuations may adversely affect the trading prices of our common shares and the value of any cash distributions made.

Because our common shares listed on Euronext Amsterdam are quoted in euros and our common shares listed on the NYSE are quoted in US dollars, fluctuations in exchange rates between the euro and the US dollar may affect the value of our common shares. In addition, we declare cash dividends in euros, but pay cash dividends, if any, on our shares of New York registry in US dollars based on an exchange rate set the business day following the shareholder meeting approving the dividend. As a result, fluctuations in exchange rates may affect the US dollar value of any cash dividends paid.

Convertible securities (or other securities that permit or require us to satisfy our obligations by issuing common shares) that we may issue could influence the market price for our common shares.

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Any market that develops for convertible securities or other securities that permit or require us to satisfy obligations by issuing common shares that we have issued or may issue in the future would be likely to influence, and be influenced by, the market for our common shares. For example, the price of our common shares could become more volatile and could be depressed by investors' anticipation of the potential resale in the market of substantial amounts of our common shares received at maturity. Our common shares could also be depressed by the acceleration of any convertible securities (or other such securities) that we have issued by investors who view such convertible securities (or other such securities) as a more attractive means of participation in our equity. Negative results could also be produced by hedging or arbitrage trading activity that may develop involving such convertible securities (or other such securities) and our common shares. Any such developments could negatively affect the value of our common shares.

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ITEM 4. INFORMATION ON THE COMPANY

4A History and development of AEGON

i General

AEGON N.V., domiciled in the Netherlands, is a public limited liability share company organized under Dutch law.

AEGON N.V. was formed in 1983 through the merger of AGO and Ennia, both of which were successors to insurance companies founded in the 1800 s.

AEGON N.V., through its member companies that are collectively referred to as AEGON or the AEGON Group, is a leading provider of life insurance, pensions and asset management. AEGON is headquartered in the Netherlands and employs, through its subsidiaries, approximately 27,500 people worldwide. AEGON s common shares are listed on stock exchanges in Amsterdam (Euronext), New York (NYSE) and London.

AEGON s businesses focus on life insurance, pensions and asset management. AEGON is also active in accident, supplemental health, general insurance, and some limited banking activities. AEGON N.V. is a holding company. The operations described above are conducted through operating subsidiaries.

AEGON s established markets are the United States, the Netherlands and the United Kingdom. AEGON is present in more than 20 countries in the Americas, Europe and Asia.

AEGON encourages product innovation and fosters an entrepreneurial spirit within its businesses. New products and services are developed by local business units with a continuous focus on cost control. AEGON uses a multi-brand, multi-channel distribution approach to meet its customers needs.

The AEGON Group has the following reportable geographic segments: the Americas (which include the United States, Canada, Mexico and Brazil), the Netherlands, the United Kingdom and New markets, which includes Hungary, Spain, China, Poland, India and a number of other countries.

For information on our business segments, see Note 18.5 Segment Information , of the notes to our financial statements in Item 18 of this Annual Report. The business activities of our principal subsidiaries are more fully described within the country sections that follow.

Our headquarters are located at:

AEGONplein 50

PO Box 85

2501 CB The Hague

The Netherlands

Telephone number: +31.70.344.8305

Internet site: www.aegon.com

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There have been no acquisitions during 2010.

2009

In June 2009, AEGON acquired a 50% stake in BT-AEGON (Romania), a pension fund management company earlier run as a 50%-50% joint venture with Banca Transilvania. The total purchase price amounted to EUR 11 million. Acquired assets included EUR 1 million cash positions. Goodwill of EUR 3 million was recognized. Since the acquisition date, the company has attributed EUR 0 million to net income. If the acquisition had been as of January 1, 2009, contribution to net income and total revenues would amount to EUR 0.3 million and EUR 0.6 million respectively. Goodwill of EUR 3 million reflects the future new business and synergies with existing business.

In May 2009, AEGON completed the acquisition of a 50% (non-controlling) interest in Mongeral SA Seguros e Previdência (Brazil). The total consideration paid amounted to EUR 44 million. An additional earn-out payment of EUR 11 million will be payable if certain targets are met in the future.

2008

In December 2008, AEGON acquired an additional 40% stake in the Spanish Caja Cantabria Vida y Pensiones, of which already 10% was acquired in 2007. As a result, AEGON holds a 50% stake as of December 31, 2008. The total purchase price amounted to EUR 27 million for the 40% stake. Acquired assets included EUR 2 million cash positions. Goodwill of EUR 63 million was recognized. Since the acquisition date, the company has attributed EUR 0 million to net income in 2008. If the acquisition had been as of January 1, 2008, contribution to net income and total revenues would amount to EUR 0 million and EUR 12 million respectively.

In October 2008, AEGON acquired a 50% stake in Caixa Terrassa Vida y Pensiones, a Spanish life insurance, pension and health company. The total purchase price amounted to EUR 186 million. Acquired assets included EUR 11 million cash positions. Goodwill of EUR 167 million was recognized. Since the acquisition date, the company has attributed EUR 0 million to net income in 2008. If the acquisition had been as of January 1, 2008, contribution to net income and total revenues would amount to EUR 4 million and EUR 109 million respectively.

In July 2008, AEGON finalized the acquisition of 100% of the shares of the Turkish life insurance and pension company Ankara Emeklilik Anonim Şirketi. The total purchase price amounted to EUR 34 million. Since the acquisition date, the company has attributed EUR (3) million (loss) to net income in 2008. If the acquisition had been as of January 1, 2008, contribution to net income and total revenues would amount to respectively EUR (7) million (loss) and EUR 11 million. As a result of the acquisition, assets and liabilities were recognized for EUR 54 million and EUR 20 million respectively, including a cash position of EUR 5 million. Goodwill of EUR 30 million reflects the future new business and synergies with existing business.

In June 2008, AEGON acquired 100% of the shares of the Polish pension fund company PTE Skarbiec-Emerytura SA. The total purchase price amounted to EUR 139 million. Since the acquisition date, the company has attributed EUR 1 million to net income in 2008. If the acquisition had been as of January 1, 2008, contribution to net income and total revenues would amount to respectively EUR 4 million and EUR 14 million. As a result of the acquisition, assets and liabilities were recognized for EUR 156 million and EUR 17 million respectively, including a cash position of EUR 4 million. Goodwill of EUR 39 million reflects the future new business and potential synergies with existing business.

In June 2008, AEGON completed the acquisition of 100% of the shares of Heller-Saldo 2000 Pension Fund Management Co., UNIQA Investment Service Co. and UNIQA Financial Service Co. in Hungary for a total purchase price of EUR 21 million. The companies merged subsequently. Since the acquisition date, the company has attributed EUR 1 million to net income in 2008. If the acquisition had been as of January 1, 2008, contribution to net income and total revenues would amount to respectively EUR 2 million and EUR 4 million. As a result of the acquisition, assets and liabilities were recognized for EUR 24 million and EUR 3 million respectively, including a cash position of EUR 1 million. Goodwill of EUR 6 million reflects the future new business and potential synergies with existing business.

In April 2008, AEGON acquired a 49% stake in Industrial Fund Management Co., Ltd, a Chinese mutual fund manager. The company is renamed AEGON Industrial Fund Management Co. The total purchase consideration amounted EUR 22 million. As a result of the acquisition, assets and liabilities were recognized for EUR 28 million and EUR 6 million respectively, including EUR 6 million of goodwill and EUR

15 million cash and cash equivalents. The company is accounted for as a joint venture.

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Disposals

2010

On April 1, 2010, AEGON completed the sale of its funeral insurance business in the Netherlands to Dutch investment firm Egeria for EUR 212 million. The actual proceeds from the sale amounted to EUR 162 million, the remainder was upstreamed as a dividend prior to the sale. The value of the assets and liabilities sold amounted to EUR 1,084 million and EUR 933 million respectively. The assets included an amount of EUR 320 million of cash. Included in the gain are unrealized gains in an amount of EUR 22 million, reflecting revaluation reserves which were recycled through the income statement. In 2009, AEGON's funeral insurance business generated EUR 70 million in gross written premiums.

2009

On August 31, 2009 AEGON completed the sale of its Taiwanese life insurance business to Zhongwie Company Ltd, announced on April 22, 2009 for an amount of EUR 11 million. The result on the disposal presented under other charges (see Note 18.41 of the notes to our financial statements in Item 18 of this Annual Report) was a loss of EUR 385 million.

4B Business overview

Supervision

Individual companies in the AEGON Group are each subject to solvency supervision in their respective home countries. Based on European Union legislation (Directive 98/79/EC) adopted in 1998, the supervisory authority in the Netherlands (De Nederlandsche Bank (DNB or Dutch Central Bank) is required, as a lead supervisor, to carry out supplementary supervision. The supplementary supervision of insurance companies in an insurance group enables EU supervisors to make a detailed assessment of the financial position of the EU insurance companies that are part of that group. The Directive requires DNB to take into account the relevant financial affiliations between the insurance companies and other entities in the group. In this respect, AEGON is required to submit reports to its supervisors twice a year setting out supplemental capital adequacy calculations of the insurance companies, risk concentrations and significant transactions and positions between insurance and non-insurance companies in the AEGON Group.

Since the beginning of October 2009, AEGON has been subject to supplemental group supervision by the Dutch Central Bank in accordance with the requirements of the European Union's Financial Conglomerate Directive. Supplemental group supervision pursuant to the Financial Conglomerate Directive includes supplementary capital adequacy requirements for financial conglomerates and supplementary supervision on risk concentrations and intra-group transactions in the financial conglomerate.

Both the insurance and banking companies in the AEGON Group are required to maintain a minimum solvency margin based on local requirements. The required solvency margin is the sum of the margins of each of AEGON's insurance and banking subsidiaries, based on the local requirements. Available liability capital includes shareholders' equity, convertible core capital securities, perpetual capital securities, and dated subordinated debt and senior debt. In addition, as part of the European Commission's approval granted in August 2010, AEGON will increase the portion of its capital base represented by shareholders' equity to 75% by the end of 2012.

The Americas

1.1 Background

AEGON Americas comprises AEGON USA, AEGON Canada as well as the Group's operations in Mexico and Brazil.

AEGON USA

AEGON USA² is one of the leading life insurance organizations in the United States and the largest of AEGON's country units. AEGON USA has more than thirty million policies and employs over 11,000 people. AEGON USA companies can trace their roots back as far as the mid-nineteenth century. AEGON USA includes some of the best known names in the US insurance business, including Transamerica and Monumental Life. AEGON USA's main offices are in Cedar Rapids, Iowa, and Baltimore, Maryland with many affiliated companies' offices located throughout the United States.

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Through these subsidiaries and affiliated companies, AEGON USA provides a wide range of life insurance, pensions, long-term savings, investment, and life reinsurance products. In addition, AEGON USA has a significant asset management business. See Item 4.6, **Asset Management** for additional information and a business overview of AEGON's asset management business.

² Throughout this report, **AEGON USA** refers to AEGON companies managed from the United States. Similarly, **AEGON Canada** refers to all AEGON companies operating in Canada. AEGON's operations in North America—the United States, Canada and Latin America (Mexico and Brazil)—are referred to collectively as **AEGON Americas**.

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Like other AEGON companies around the world, AEGON USA uses a variety of distribution channels to ensure customers can access the products in a way that best suits them. For many years, AEGON USA has had close relations with banks across the United States, but also distributes products and services via agents, broker-dealers and specialized financial advisors, online as well as through direct and worksite marketing.

AEGON Canada

Based in Toronto, AEGON Canada offers a range of insurance products and financial services, primarily through its Transamerica Life Canada subsidiary, first established in 1927. Total employment of AEGON Canada on December 31, 2010 was 686.

AEGON Mexico

In 2006, AEGON acquired a 49% interest in Seguros Argos S.A. de C.V., a Mexican life insurance company.

AEGON Brazil

In 2009, AEGON acquired a 50% interest in Mongeral AEGON S.A. Seguros e Previdência, Brazil's sixth largest independent life insurer.

1.2 Organizational structure

AEGON USA

AEGON USA, LLC is a principal holding company of AEGON USA. AEGON USA was founded in 1989 when AEGON decided to bring all its operating companies in the United States under a single financial services holding company. Business is conducted through subsidiaries of two holding companies – AEGON USA, LLC and Commonwealth General. AEGON USA has operating licenses in every US state, the District of Columbia, Puerto Rico, the Virgin Islands and Guam.

AEGON USA's primary insurance subsidiaries are:

Transamerica Life Insurance Company

Transamerica Financial Life Insurance Company

Transamerica Advisors Life Insurance Company

Transamerica Advisors Life Insurance Company of New York

Monumental Life Insurance Company

Stonebridge Life Insurance Company

Stonebridge Casualty Insurance Company

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Western Reserve Life Assurance Co. of Ohio

AEGON's subsidiary companies in the United States contain four lines of business acting through one or more of the AEGON USA life insurance companies:

Transamerica Life and Protection

Individual Savings and Retirement

Employer Solutions and Pensions

Life Reinsurance

These lines of business, which are described in further detail below, represent groups of products that are sold through AEGON USA's operating groups by various distributions and sales channels. The line of business structure is designed to enable AEGON USA to manage the organization efficiently, to identify business synergies, to pursue cross-selling opportunities, and to improve operating efficiencies. Coordinated support services complement operations by providing functional support in systems technology, investment management, regulatory compliance, and various corporate functions. Products are also offered and distributed through one or more of the AEGON USA licensed insurance or brokerage subsidiary companies.

AEGON Canada

In Canada, AEGON has three main operating subsidiaries:

Transamerica Life Canada

AEGON Capital Management Inc.

AEGON Fund Management Inc.

AEGON Mexico

In Mexico, AEGON has a 49% interest in Seguros Argos S.A. de C.V.

AEGON Brazil

In Brazil, AEGON has a 50% interest in Mongeral AEGON S.A. Seguros e Previdência.

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1.3 Overview sales and distribution channels

1.3.1 AEGON USA

AEGON USA uses a variety of sales and distribution channels in the United States. These include:

independent and career agents

financial planners

registered representatives

independent marketing organizations

banks

regional and independent broker-dealers

benefit consulting firms

wirehouses

affinity groups

institutional partners

In addition, AEGON USA provides a range of products and services online and uses direct and worksite marketing. This approach allows AEGON USA customers to access products and services in a way that best suits them. Generally, AEGON USA companies are focused on particular products or market segments, ranging from lower income to high net worth individuals and large corporations.

1.3.2 AEGON Canada

AEGON Canada uses a variety of distribution channels which promote to, and process business of, independent financial advisors. These channels are:

independent managing general agencies

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agencies owned by Transamerica Life Canada and operated as separate profit centers

bank-owned national broker-dealers

World Financial Group, part of AEGON Americas

other national, regional or local niche broker-dealers

1.4 Overview lines of business

1.4.1 Transamerica Life and Protection

General description

AEGON USA affiliates provide whole life, universal life, variable universal life, indexed life, and term life insurance and supplemental health, special accident, and long-term care protection products. A number of affiliates offer life insurance products tailored to a specific segment of the US market.

The Transamerica Life & Protection (Transamerica L&P) division was formed in 2009 by combining four AEGON USA units offering life and protection products. The units began working together under common leadership in 2009 and continue to realign and consolidate to form a single division. Transamerica L&P is the largest division of AEGON Americas. Operating in a broad range of market segments and distribution channels, the division services more than 17 million policies. The formation of the division is paving the way for fully leveraging expertise and capabilities as well as for economies of scale. The diverse distribution channels within Transamerica L&P have been organized into six business groups that are focused on specific market segments, supported by division-wide resources. This focus, combined with division-wide support, keeps Transamerica L&P close to its customers and enables delivery of tailored solutions to distributors, business clients, and customers.

Products

Transamerica L&P offers a comprehensive portfolio of products tailored to meet the diverse needs of its key stakeholders - distributors, business clients and customers.

Term life insurance

Term life insurance provides protection for a stated period of time. The policy pays death benefits if the customer dies during that specified term.

Universal life

Universal life insurance pays death benefits, accumulates cash values at interest rates that adjust periodically, and has flexible premiums. Equity Indexed universal life products have both interest rate guarantees and equity index return guarantees, with a cap. Variable universal life products include varying investment options for the cash values, along with minimum death benefit guarantees.

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Whole life

Whole (Permanent) life insurance provides life-long death benefit protection as long as required premiums are paid, while accumulating cash values based upon implicit interest rate guarantees prescribed by statutory requirements. Premiums are generally fixed and usually payable over the life of the policy.

Other Life

Life products also include life insurance sold as part of defined benefit pension plans, endowment policies, post-retirement annuity products and group risk products.

Supplemental Health and Specialty

Supplemental health insurance products include accidental death, other injury, critical illness, hospital indemnity, Medicare supplement, and student health. Specialty lines include travel, membership and creditor (installment/mortgage/guaranteed auto protection) products.

Long Term Care

Long Term Care (LTC) insurance products provide benefits to policyholders who require care due to a chronic illness or cognitive impairment. LTC Insurance serves as an asset protection tool by reimbursing policyholders for costly expenses associated with LTC services, and it may also help a family better manage the financial, health and safety issues that are associated with LTC.

Sales and distribution

The business units are organized by distribution type and each focuses on a particular market segment. Each business unit currently operates under several different retail brands and over time will be transitioning to the Transamerica brand where it is appropriate and adds customer value.

Affinity Markets

The Affinity Markets Group works with independent distributors as well as directly with associations, financial institutions, retailers and other sponsored groups, to offer products that add value to their customers or members, using a broad range of direct response, online and point-of-sale marketing methods.

Agency

The Agency Group provides product and marketing services to closely tied distribution groups serving the middle income and small business markets through face-to-face consulting by service-oriented agents. The distribution groups include a captive agent sales force, a personal producing general agency system, an independent broker-dealer and several independent marketing organizations.

Brokerage

The Brokerage Group is a sales and marketing organization offering life insurance products and services through independent brokerage distributors to high-net-worth, affluent and middle income individuals, families and businesses.

International Markets

International Markets makes its products and direct response marketing expertise available through brokers, alliances with financial institutions, retailers, telecommunications providers, insurance companies and other database owners in Asia Pacific, Europe and Latin America.

1.4.2 Individual Savings and Retirement

General description

AEGON USA offers a wide range of savings and retirement products and services, including mutual funds, fixed and variable annuities, as well as investment advice to individuals entering their retirement years. The Individual Savings and Retirement Division administers and distributes these products through a variety of channels, including wirehouse firms, banks, regional broker dealers, independent financial planners and direct distribution.

Products

Fixed annuities

Fixed annuities include both deferred annuities and immediate annuities. A fixed deferred annuity exposes AEGON to interest rate risk and lapse risk. The insurer interest rate risk can be mitigated through product design, close asset/liability management and hedging, though the effects of policyholder behavior can never be fully mitigated. Surrender charges in early policy years serve as a deterrent to early duration lapses. Fixed annuities sold in the United States contain significant interest rate and longevity risks created by guaranteed annuity options and most also offer waiver of account value surrender charges upon the death of the insured. Immediate annuities contain interest rate risk and also longevity risk if annuity payments are life contingent.

An immediate annuity is purchased with a single lump sum premium payment and the benefit payments generally begin within a year after the purchase. The benefit payment period can be for a fixed period, for as long as the beneficiary is alive, or a combination of the

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two. Some immediate annuities and payout options under deferred annuities may also offer the owner or beneficiaries the option to surrender the annuity to have access to the account value if needed for unexpected events.

Fixed deferred annuity contracts may be purchased on either a flexible or single premium basis. Deferred annuities are offered on a fixed interest crediting method or indexed basis. The policyholder can surrender the annuity prior to maturity and receive the cash value less surrender charges. Fixed deferred annuities have a specified crediting rate that can be reset periodically at the company's discretion after an initial guarantee period. Fixed deferred annuity contracts in the United States also offer guaranteed minimum surrender values and payout options. Upon maturity of the annuity, the policyholder can select payout options, including a lump sum payment or income for life, as well as payment for a specified period of time. Should the policyholder die prior to receiving the benefits of the policy, the beneficiary receives either an accumulated cash value death benefit or an enhanced death benefit in the event there are benefit riders attached to the base contract. Early withdrawal by the policyholder of the cash value of the annuity is subject to surrender charges. These surrender charges are generally not a large form of revenue as policyholder surrender rates are typically lower when a surrender charge penalty is still present. Any surrender charges collected are typically used to recoup unamortized deferred acquisition costs.

Minimum interest rate guarantees exist in all generations of deferred annuity products, as they are required by state non-forfeiture regulations. Approximately 44% of the in-force business has minimum interest rate guarantees of less than 3%. In general, products issued in 2003 and after offer 1.5% minimum interest rate guarantees and any products issued since mid-2010 offer 1% guarantees. Equity indexed annuities offer additional returns that are indexed to published stock market indices, with a minimum cash value equal to a percentage of the premium increased at a minimum rate that varies. Equity indexed annuities make up a small fraction of our in-force business, and AEGON currently offers no such products for new sales.

Besides the minimum interest rate guarantee, certain fixed deferred annuity products also offer a bailout provision. Under the bailout provision, if the crediting rate falls below the bailout rate, policyholders can surrender their contracts without incurring any surrender charges.

AEGON USA made the choice to de-emphasize the sale of fixed annuities.

Variable annuities

Variable annuities are sold to individuals and retirement plans in the United States.

Variable annuities allow a policyholder to provide for their financial future on a tax-deferred basis and to participate in equity or bond market performance. Variable annuities allow a policyholder to select payout options designed to help meet the policyholder's need for income upon maturity, including lump sum payment or income for life or for a period of time.

Premiums paid on variable annuity contracts are invested in underlying funds chosen by the policyholder, including bond and equity funds and various types of asset-allocation funds. A fixed account is available on most products. In most products, the investment options are selected by a policyholder based on the policyholder's preferred level of risk. The assets and liabilities related to this product are legally segregated in separate accounts of the insurance company for the benefit of variable annuity policyholders. These separate accounts are classified as investments for the account of policyholders. Various riders are available on variable annuity contracts, providing guaranteed minimum death, maturity, withdrawal or income benefits.

The account value of variable annuities reflects the performance of the underlying funds. AEGON USA earns mortality and expense charges as well as various types of rider fees for providing guarantees and benefits. This category includes segregated fund products offered by AEGON Canada. Surrender charges are generally not a large form of revenue as policyholder surrender rates are typically lower when a surrender charge penalty is still present. Any surrender charges collected are typically used to recoup unamortized deferred acquisition costs.

A guaranteed minimum withdrawal benefit is offered on some variable annuity products AEGON USA either issued or assumed from a ceding company. This benefit guarantees a policyholder can withdraw a certain percentage of the account value, starting at a certain age or duration, for either a fixed period or the life of the policyholder.

Certain variable insurance contracts also provide guaranteed minimum death benefits and guaranteed minimum income benefits. Under a guaranteed minimum death benefit, the beneficiaries receive the greater of the account balance or the guaranteed amount upon the death of the insured. The guaranteed minimum income benefit feature (which is no longer offered on new business) provides for minimum payments if the policyholder elects to convert to an immediate payout annuity. The guaranteed amount is calculated using the total deposits made by the policyholder, less any withdrawals and sometimes includes a roll-up or step-up feature that increases the value of the guarantee with interest or with increases in the account value.

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These guarantee benefits subject the company to equity market risk, since poor market performance cause the guaranteed benefits to exceed the policyholder account value.

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AEGON USA undertakes to address equity market risk through product design and by using hedging strategies. Variable products also contain a degree of interest rate risk and policyholder behavior risk, which are handled similarly to those in fixed annuities.

Asset management

AEGON's fee business comprises products that generate fee income by providing management, administrative or risk services related to off balance sheet assets (i.e., equity or bond funds, third party managed assets and collective investment trusts). Fee income is mainly sensitive to withdrawals and equity market movements.

AEGON's operations in the United States provide various investment products and administrative services, individual and group variable annuities, mutual funds, collective investment trusts and asset allocation (retirement planning) services.

The operations in the United States provide the fund manager oversight for the Transamerica Funds. AEGON USA selects, manages, and retains affiliated and non-affiliated managers from a variety of investment firms based on performance. In most cases the manager remains with the investment company and acts as a sub-adviser for AEGON USA's mutual funds. AEGON USA earns investment management fees on these investment products. AEGON USA also earns direct investment management fees through affiliated managers acting as sub-advisers, which are reported in the pensions and asset management line of business.

Sales and distribution

AEGON USA underwrites fixed and variable annuities through its various life insurance companies. Transamerica Capital Inc. (TCI), the underwriting and wholesaling broker-dealer, distributes variable annuities and mutual funds through major wirehouse firms, regional broker dealers, independent financial planners and the large bank network. TCI serves these distribution channels through company-owned and external wholesalers.

Starting in late 2009, AEGON USA reduced its sales of fixed annuities in response to lower market interest rates and lower investment returns available in that environment. Similar market conditions continued in 2010 and continue to restrict sales of fixed annuities. As a result, AEGON USA recently decided to de-emphasize the sale of fixed annuities.

Transamerica Financial Advisors, part of AEGON USA, provides a range of financial and investment products, operating as a retail broker-dealer. These products include mutual funds, variable life insurance, variable annuities and other securities.

To help the millions of baby boomers who are approaching or transitioning into retirement, AEGON USA formed Transamerica Retirement Management, Inc. (TRM) in 2006. This division is focused on providing consumers with personalized financial advice, brokerage products and guidance to help them transition successfully to and through retirement. TRM helps pre-retirees develop an individual retirement plan that is tailored to be as simple or as detailed as necessary, depending on the growth or retirement income goals and needs of the individual.

1.4.3 Employer Solutions and Pensions

General description

AEGON USA offers retirement plans, pension plans, pension-related products and services, life and supplemental health insurance products through employers.

AEGON USA covers a range of different pension plans, including:

401 (k)

403 (b)

457 (b)

Non-qualified deferred compensation

Money purchase

Defined benefit

Defined contribution

Profit-sharing

Products

Pension plans

At Diversified Investment Advisors, the emphasis is on choice. A wide array of investment options is offered to create a fully customized investment lineup for clients and a personalized retirement funding strategy for their retirement plan participants. Diversified Investment Advisors' open architecture investment platform provides its clients access to a broad investment universe, including institutional and retail mutual funds, registered or non-registered variable annuities, or a collective investment trust. The investment options offered in each plan are selected by the client and/or the client's financial advisor.

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Transamerica Retirement Services offers fully bundled and partially bundled retirement plan solutions to small and medium size employers. These plans are predominantly supported by a group variable annuity product, where plan assets are invested primarily in separate account investment choices, including bond and equity investment choices, and cash equivalent choices. A fixed account cash vehicle may also be available on most plans. The investment choices are selected by the client or by the client's financial advisor.

Single premium group annuities

Single premium group annuities (Terminal Funding) are a non-participating group annuity product. This product is usually used for an insurance company takeover of a terminating defined benefit pension plan. The company receives a single deposit from the contractholder and in return guarantees the payment of benefits to participants. Usually these annuity payments are paid monthly for the life of the participant or participant and spouse, commencing immediately for retired participants or at some date in the future for deferred participants.

Life and supplemental health

Transamerica Worksite Marketing offers life, supplemental health and Stop Loss products.

Life products include universal life insurance, whole life insurance and term life insurance. Supplemental health products include dental, accident, critical illness, cancer treatment, hospital indemnity and short-term disability policies. Some of these plans provide lump sum or specified income payments when hospitalized, disabled or diagnosed with a critical illness. Others pay scheduled benefits for specific hospital or surgical expenses and cancer treatments, hospice care and cover deductible, as well as co-payment amounts not covered by other health insurance. Stop Loss provides catastrophic coverage to self-insured employer health plans.

Synthetic GICs

AEGON Stable Value Solutions provides synthetic GICs in the United States primarily to tax-qualified institutional entities such as 401(k) plans and other retirement plans. AEGON provides a synthetic GIC wrapper around fixed-income invested assets, which are owned by the plan and managed by the plan or a third party money manager hired by the plan. A synthetic GIC is typically issued with an evergreen maturity and is cancellable by the plan sponsor under certain conditions. Such a contract helps to reduce fluctuations in the value of the wrapped assets for plan participants and provides book value benefit-responsiveness in the event that qualified plan benefit requests exceed plan asset values.

BOLI-COLI

Extraordinary Markets services variable life insurance products sold to the bank and corporate owned life insurance (BOLI-COLI) market in the United States. BOLI-COLI helps institutional customers fund long-term employee benefits such as executive compensation and post-retirement medical plans. The corporation insures key employees and is the owner and beneficiary of the policies.

On December 1, 2010, AEGON announced its plan to discontinue new sales in the executive non-qualified benefits market and related BOLI-COLI business.

Sales and distribution

Diversified Investment Advisors provides a comprehensive and customized approach to retirement plan management, catering to the mid- to large-sized defined contribution, defined benefit and non qualified deferred compensation retirement plans market. Diversified Investment Advisors' clients are generally organizations with 250 to 100,000 employees and between USD 10 million and USD 2 billion in retirement assets.

Transamerica Retirement Services serves more than 15,500 small to mid-sized companies across the United States. Transamerica Retirement Services offers a number of specialized services, including innovative plan design, a wide array of investment choices, extensive education programs and online investment education.

Transamerica Retirement Services is also a leading provider of single premium group annuities (Terminal Funding) in the United States, which are used by companies to decrease the liability of their defined benefit plans. This is a growing market segment as more employers look to reduce the cost and complexity of their pension liabilities, often driven by widespread economic and sector restructuring.

Through Transamerica Worksite Marketing, AEGON offers voluntary payroll deduction life and supplemental health insurance for companies ranging in size from just five employees to more than 100,000. Products and services are marketed to employees at their place of work and are

designed to supplement employees' existing benefit plans.

BOLI-COLI products were distributed through a select number of niche brokers (including an affiliate, Clark) who specialized in sales and administration of the bank and corporate products.

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1.4.4 Life reinsurance

General description

Transamerica Reinsurance (TARe), provides reinsurance products and solutions to life insurance and financial services companies for forty years. Currently, AEGON is in the process of exploring strategic options for Transamerica Reinsurance, including a possible divestment of TARe. AEGON believes Transamerica Re offers only a limited long term strategic fit.

In the United States, TARe provides reinsurance solutions to primary insurers to support their risk management, financing and capital needs. TARe provides mortality risk reinsurance for term, universal, variable universal and whole life portfolios. Reinsurance products include coinsurance as well as yearly renewable term and modified coinsurance agreements. TARe also offers traditional and modified coinsurance programs for the annuity market, as well as reinsurance of general account guarantees on variable annuity products.

TARe also provides reinsurance solutions in Europe, Asia Pacific and Latin America and offers risk and capital management solutions similar to those in the United States.

Products

The core life reinsurance offering, mortality risk transfer, is provided primarily through coinsurance and yearly renewable term arrangements. Under a coinsurance arrangement, reinsurance is ceded and assumed in the same form as the direct policy and the reinsurer shares proportionately in the product risks, including mortality, morbidity, persistency, investment and capital requirements. Yearly renewable term reinsurance has premium rates that are not related to the original insurance product type and the ceding company only reinsures the mortality or morbidity risk.

TARe also has assumed fixed annuity business on a coinsurance basis. Under a coinsurance arrangement, risk is ceded in the same form as the direct policy and the client company typically pays the reinsurer premiums equal to its share of the premiums that the client company receives on the underlying policies. The reinsurer will pay the client death or surrender benefits upon death or surrender of the policyholder and will reimburse the client specific allowances which are generally intended to cover its share of expenses.

TARe reinsures fixed and variable annuity business on a modified coinsurance basis. Like coinsurance, modified coinsurance is ceded and assumed in the same form as the direct policy. However, the reserves and assets backing the transaction remain with the ceding company in its accounts. In a typical variable annuity reinsurance transaction, TARe pays a ceding commission to finance the ceding company's policy acquisition costs and receives a reinsurance premium that is based upon the account value over the life of the business. The reinsurer thereby assumes the lapse risk on the variable annuities.

TARe assumes certain guaranteed living and death benefits associated with variable annuity policies in exchange for a premium, typically expressed as a fixed percentage of the account value. With this type of cover, the reinsurer pays its share of the minimum benefits the policyholder's account value is unable to fund due to its underlying performance. Minimum underlying fund performance is a primary risk assumed by the reinsurer.

TARe also works with primary life insurers and Third Party Administration (TPA) business partners to develop, underwrite and administer specifically tailored products, as well as provide back-office services such as underwriting and product development where some or all of the insurance risks in the products are reinsured.

Outside of the United States, TARe offers risk and capital management solutions similar to those in the United States. Primarily, these consist of risk premium (yearly renewable term) cover for mortality, accidental death, critical illness and group life and disability. Additionally, coinsurance structures are used to help finance acquisition costs as well as transferring other underwriting risks.

Sales and distribution

TARe writes business through various AEGON companies in the United States and through its own affiliates in Bermuda and Ireland:

Transamerica International Reinsurance Bermuda Ltd.

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Transamerica International Reinsurance Ireland Ltd.

Additionally TARE writes some of its European business through AEGON Levensverzekering N.V. through branch offices in Spain and France.

Outside the United States, TARE has established local offices in a number of different countries, including France, Spain, Japan, Taiwan, South Korea, Hong Kong, Mexico, Chile and Brazil. In these countries and many proximate countries Transamerica Reinsurance Division offers customized solutions, including coinsurance financing, product development with related quota share programs as well as traditional life reinsurance.

1.4.5 Former institutional business

This business was put into run-off during 2009. The primary products included guaranteed investment contracts (GICs), funding agreements (FAs) and medium term notes (MTNs).

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Guaranteed investment contracts and funding agreements

GICs were generally issued to tax qualified plans, while FAs and MTNs were typically issued to non-tax qualified institutional investors.

GICs and FAs are spread-based products and were issued on a fixed-rate or floating-rate basis. They provide the customer a guarantee of principal and a specified rate of return. Some spread products were issued by pledging, selling with the intent to repurchase, or lending investment securities that serve as collateral to these products. Practically all of the liabilities represented by the fixed-rate contracts were effectively converted to floating-rate via swap agreements and contracts issued in foreign currencies were converted at issuance to US dollars via swap agreements to eliminate currency risk. Credited interest on floating-rate contracts predominately resets on a monthly basis to various market indices. The term of the contract can be fixed, generally from six months up to ten years, or it can have an indefinite maturity. Market-indexed contracts provide a return based on the market performance of a published index designated in the contract. Futures or swap contracts are used to hedge the market risk on market-indexed contracts and effectively convert such contracts to a floating-rate. Indeterminate-maturity contracts allowed a customer to withdraw funds without penalty by providing the customer with a put option whereby the contract would terminate with advance written notice of 12 months. All holders of indeterminate-maturity contracts exercised their put notice in 2008 and none of those contracts are still in-force.

Medium-term notes

AEGON USA utilized consolidated special purpose entities to issue MTNs that are backed by FAs. The proceeds of each note series were used to purchase a FA from an AEGON insurance company, which was used to secure that particular series of notes. The payment terms of any particular series substantially matched the payment terms of the FA that secured that series.

AEGON Global Institutional Markets plc (AGIM) is domiciled in Ireland and was set up for the purpose of issuing MTNs to non-US investors and investing in a diversified portfolio of eligible assets with the proceeds of the issued notes. AEGON Financial Assurance Ireland Limited (AFA), another AEGON Ireland entity, provides a financial guarantee for the medium-term notes issued by AGIM.

1.4.6 Canada

Life and Protection

Transamerica Life Canada (TLC) is AEGON Canada's principal operating company. It offers a variety of individual life insurance products, predominantly universal life and term life insurance to consumers in the broad middle market.

Individual Savings and Retirement

AEGON Canada's current product offerings comprise the following: segregated funds, mutual funds, guaranteed investment accounts and single premium immediate annuities.

1.4.7 Latin America

AEGON's business in Latin America comprises the 49% interest in Seguros Argos S.A. de C.V., a Mexican life insurance company and the 50% interest in Mongeral AEGON S.A. Seguros e Previdência, a Brazil's independent life insurer.

1.5 Competition

Competitors of the AEGON companies include other large and highly-rated insurance carriers, as well as certain banks, securities brokerage firms, investment advisors and other financial intermediaries marketing insurance products, annuities and mutual funds.

The United States division that delivers traditional life and protection products focuses on a variety of markets, including the middle, upper-middle and affluent markets. The division faces competition from a broad range of competitors including American General, John Hancock, Lincoln National and Primerica. The result is a highly competitive marketplace and increasing commoditization in many product

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categories. In this kind of environment, AEGON USA believes the best and most enduring competitive advantages are relationships and service.

AEGON USA markets variable universal life, mutual funds, and variable annuities to middle-income clients with equity investment objectives. Sales are often driven by the competitiveness of the living benefits offered by our competitors, with most product development focusing on guaranteed lifetime withdrawal benefits, which guarantee lifetime withdrawals of a certain amount under certain conditions.

The top five competitors in the mutual fund market are generally considered to be: American Funds, Franklin Templeton, Oppenheimer, Putnam, and Fidelity.

AEGON USA has built long-term relationships with many institutions, and these relationships have enabled AEGON USA to offer many product lines such as fixed annuities, variable annuities, life insurance, mutual funds, and 401(k) products through these institutions. Most fixed annuity sales occur at banks. AEGON USA's primary competitors for fixed annuity sales are AIG, Allstate, New York Life, Principal Financial, Riversource, Jackson National, Western-Southern and Symetra Financial.

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AEGON USA competes in the variable annuity marketplace by maintaining an effective wholesaling force, focusing on strategic business relationships and by developing products with features, benefits and pricing that it believes are attractive in that market place. The market has shown a continued interest in guaranteed lifetime withdrawal products, and there is strong competition among providers. AEGON USA's primary competitors in the variable annuity market are Metropolitan Life, Prudential Skandia, Lincoln National, Nationwide and Jackson National.

TARe's major life reinsurance competitors vary based upon solutions and geographical markets. The main competitors are Reinsurance Group of America, Swiss Re, Generali USA Life Re and Munich Re.

The pension market continues to evolve rapidly and is facing growing regulatory compliance pressures, continuing demand for technological innovation, pricing pressures, and provider consolidation. AEGON USA's ability to achieve greater economies of scale in operations will be assisted if growth in key market segments continues, technology improves, and if process management increases efficiency.

In the defined contribution market, AEGON USA's main competitors are Fidelity, T. Rowe Price, Vanguard, Schwab, Principal Financial, Mass Mutual and New York Life. AEGON USA's main competitors in the defined benefit segment are Mass Mutual, New York Life, Principal Financial, and Prudential. In the small business retirement plan segment and the multiple employer plan segment, AEGON USA's main competitors are Principal Financial, John Hancock, American Funds, Hartford Financial, Fidelity, and ING. In the single premium group annuity market, AEGON USA's main competitors are Mass Mutual, Prudential, John Hancock, Metropolitan Life and Mutual of Omaha.

AEGON USA has been a leading issuer of synthetic GICs (Source: reports from LIMRA International and the Stable Value Investment Association's Stable Value and Funding Agreement Products as of the first two quarters for 2010).

Canadian life insurance marketplace

The top ten companies in Canada account for 87% of the life insurance sales (Source: LIMRA's Canadian Individual Life Insurance Sales - Third Quarter 2010, issued November 2010). TLC's primary competitors in Canada are: Power Corporation (Canada Life, London Life, Great West Life), Manulife Financial, Sun Life Financial, Industrial-Alliance, RBC Life, Empire Life, Equitable Life, Desjardins Financial and BMO Life.

TLC ranks fifth in overall individual life insurance sales (new business premiums) with a market share of 4.6% down from 5.4% at December 31, 2009. TLC ranks fifth for universal life sales representing 9.2% of the market and sixth for term sales representing 4.0% of the market (Source: LIMRA's Canadian Individual Life Insurance Sales - Third Quarter 2010, issued November 2010).

1.6 Regulation AEGON USA

The AEGON USA insurance companies are subject to regulation and supervision in the states and jurisdictions in which they transact business. Supervisory agencies in each of those states and jurisdictions have broad powers to do any of the following: grant or revoke licenses to transact business, regulate trade and marketing practices, license agents, approve policy forms and certain premium rates, set reserve and capital requirements, determine the form and content of required financial reports, examine the insurance companies, prescribe the type and amount of investments permitted, levy fines and seek restitution for failure to comply with applicable regulations. The international businesses of AEGON USA are governed by the laws and regulations of the countries in which they transact business.

Insurance companies are subject to a mandatory audit every three to five years by their domestic regulatory authorities and every year by their independent auditors. In addition, examinations by non-domestic state insurance departments are conducted, both on a targeted and random or cyclical basis. Some State Attorneys General have also commenced investigations into certain insurers' business practices. Within the insurance industry, substantial liability has been incurred by insurance companies based on their past sales and marketing practices. AEGON USA has focused and continues to focus on these compliance issues, and costs can increase as a result of these activities.

States have adopted risk-based capital (RBC) standards for life insurance companies, established by the National Association of Insurance Commissioners (NAIC). The RBC Model Act (Model Act) provides for various actions should an insurer's adjusted capital, based on statutory accounting principles, fall below certain prescribed levels (defined in terms of its risk-based capital). The adjusted capital levels of the AEGON USA insurance companies currently exceed all of the regulatory action levels as defined by the Model Act. Any modifications of these adjusted capital levels by the regulators or rating agency capital models may impact AEGON USA. States previously adopted conservative reserving requirements for term and universal life products that continue to cause capital strain for the life insurance industry. In volatile market conditions, funding for those reserves continues to be challenging.

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The NAIC is finalizing changes to its Model Holding Company Act and Regulation to enhance disclosure to regulators about risk exposure to insurers from within their holding company system, for potential adoption by jurisdictions in 2011 or 2012. Existing insurance holding company statutes and the regulations of each insurer's domiciliary state in the United States already impose various limitations on investments in affiliates and require prior approval of the payment of dividends above certain threshold levels by the licensed insurer to AEGON or its affiliates. The NAIC is also considering, in response to international developments, various other regulatory changes that may impact corporate governance, life insurance reserving and capital standards, and an Own Risk and Solvency Assessment by insurers.

Although the US federal government has not historically regulated the insurance business, many federal laws impact the insurance business in a variety of ways. US federal and state privacy laws and regulations impose restrictions on financial institutions' use and disclosure of customer information. Legislation has been introduced in the US Congress, and in the states from time to time that would either impose additional restrictions on the use and disclosure of customer information or would require financial institutions to enhance the security of personal information and impose new obligations in the event of data security breaches. States are also considering and the US Congress may again consider legislation that would restrict the ability of insurers to underwrite based in whole or in part on specified risks or practices such as genetic testing. These laws, regulations and legislation, if enacted, could impact AEGON's ability to market or underwrite its products or otherwise limit the nature or scope of AEGON's insurance and financial services operations in the United States.

Federal law and the Federal Trade Commission (FTC) and the Federal Communications Commission (FCC) rules prohibit telephone solicitations to customers who have placed their telephone numbers on the National Do-Not-Call Registry. Additionally, proposals to place restrictions on direct mail are considered by the US Congress and the States from time to time. These restrictions adversely impact AEGON USA company telemarketing efforts and new proposals, if enacted, will likely directly impact AEGON USA company direct mail efforts. Finally, proposed Federal Reserve Board disclosures regarding credit insurance provided in connection with a loan, if promulgated as proposed, would adversely impact the market for credit insurance.

Additionally, certain policies and contracts offered by AEGON USA insurance companies are subject to regulation under the federal securities laws administered by the Securities and Exchange Commission (the SEC) and under certain state securities laws. The SEC conducts regular examinations of the insurance companies' variable life insurance and variable annuity operations, and from time to time makes requests for information from these insurers in connection with examinations of affiliate and third party broker-dealers, investment advisers and investment companies. The SEC and other governmental regulatory authorities, including state securities administrators, may institute administrative or judicial proceedings that may result in censure, fines, issuance of cease-and-desist orders or other sanctions. Sales of variable insurance and annuity products are regulated by the SEC and the Financial Industry Regulatory Authority, Inc. (FINRA, formerly known as the National Association of Securities Dealers, Inc. or NASD). The SEC, FINRA and other regulators have from time to time investigated certain sales practices involving certain sales of variable annuities and transactions in which an existing variable annuity is replaced by, or exchanged for, a new variable annuity. Certain separate accounts of AEGON USA insurers are registered as investment companies under the Investment Company Act of 1940, as amended. Separate account interests under certain annuity contracts and insurance policies issued by the insurance companies are also registered under the Securities Act of 1933, as amended.

Some of AEGON USA's investment advisory activities are subject to federal and state securities laws and regulations. Mutual Funds managed, issued and distributed by AEGON USA companies are registered under the Securities Act of 1933, as amended (the Securities Act), and the Investment Company Act of 1940 (the Investment Company Act). With the exception of its investment accounts which fund private placement investment options that are exempt from registration, or support fixed rate investment options that are also exempt from registration, all of AEGON USA's separate investment accounts that fund retail variable annuity contracts and retail variable life insurance products issued by AEGON USA companies are registered both under the Securities Act and the Investment Company Act. Institutional products such as group annuity contracts, guaranteed investment contracts, and funding agreements are sold to tax qualified pension plans or to other sophisticated investors and are exempt from registration under both Acts. On July 21, 2010, the SEC proposed a framework to replace the requirements of Rule 12b-1 of the Investment Company Act with respect to how mutual funds and underlying funds of separate accounts collect and pay fees to cover the costs of selling and marketing their shares. The proposed changes are subject to public comment and, following any enactment, would be phased in over several years. Since these changes are still proposed, the impact of changes proposed by these regulations can not be predicted at this time.

Some of the AEGON USA companies are registered as broker-dealers with the SEC under the Securities Exchange Act of 1934, as amended (the Securities Exchange Act) and are regulated by the FINRA. A number of AEGON USA companies are also registered as investment advisers under the Investment Advisers Act of 1940. AEGON USA insurance companies and other subsidiaries also own or manage other investment vehicles that are exempt from registration under the Securities Act and the Investment Company Act but may be subject to other requirements of those laws, such as anti-fraud provisions and the terms of applicable exemptions. The Wall Street Reform and Consumer Protection Act (the Dodd-Frank Act), enacted in 2010, reforms the regulatory structure of the financial services industry in the US, including providing for additional oversight of systemically significant companies. Provisions of Dodd-Frank Act require the SEC to study the effectiveness of the legal and regulatory standards of care of broker-dealers, investment advisers and persons associated with these firms who are providing personalized

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investment advice. The study is to be completed in 2011 and regulations may be promulgated to address any perceived gaps in the regulatory framework currently governing broker-dealers and investment advisers. Another study required by Dodd-Frank Act to be conducted by the US Government Accounting Office could result

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in the regulation, registration and examination of investment advisers by a new or existing self-regulatory organization. The impact of regulations resulting from these studies can not be predicted at this time.

The financial services industry, which includes businesses engaged in issuing, administering, and selling variable insurance products, mutual funds, and other securities, as well as broker-dealers, continues to be under heightened scrutiny and increased regulation in various jurisdictions. Such scrutiny and regulations have included matters relating to so-called producer compensation arrangements, suitability of sales, selling practices, revenue sharing, and valuation issues involving mutual funds and life insurance separate accounts and their underlying funds. AEGON USA companies, like other businesses in the financial services industry, have received inquiries, examinations, and requests for information from regulators and others relating to certain AEGON USA companies' historical and current practices with respect to these and other matters. Some of those inquiries have led to investigations, which remain open or have resulted in fines, corrective actions or restitution. AEGON USA companies continue to cooperate with these regulatory agencies. In certain instances, AEGON companies modified business practices in response to those inquiries or findings. Certain AEGON companies have paid or been informed that the regulators may seek restitution, fines or other monetary penalties or changes in the way we conduct our business. The impact of any such fines or other monetary penalties is not expected to have a material impact on AEGON's financial position, net income or cash flow. Since 2004, there has been an increase in litigation in the industry, legislation, new regulations, and regulatory initiatives aimed at curbing alleged abuse of annuity sales to seniors. As many of the estimated 77 million baby boomers have or will soon reach the age of sixty, the industry will likely see an increase in senior issues presented in various legal arenas. In addition, certain industry practices in respect of market conduct have been the subject of investigations by various state regulators. With the significant decline in financial markets in late 2008 and early 2009, management expects there will be further regulation and litigation which could increase costs and limit AEGON's ability to operate.

Some of AEGON USA companies offer products and services to pension and welfare benefit plans that are subject to the federal Employment Retirement Income Security Act (ERISA). ERISA is administered by the US Department of Labor (DOL) and Internal Revenue Service (IRS). Accordingly, the DOL and IRS have jurisdiction to regulate the products and services sold by these AEGON USA businesses. DOL has issued regulations requiring increased fee disclosure from defined contribution plan service providers and to plan participants, and has proposed regulations regarding the scope of a plan fiduciary as well as investment advice provided to plans. Implementation of these and other regulations in the manner proposed could increase the cost and administrative burdens of AEGON companies providing administrative burdens to these plans.

In an attempt to increase the number of workers covered by a retirement savings plan, several states have or are considering legislation that would permit non-governmental workers to join the state government workers retirement plan or a similar governmental plan. If enacted, this legislation could impact the products and services sold by some of AEGON USA companies to private employers in those states.

TARE's reinsurance activities are subject to laws and regulations in those jurisdictions where it does business. In the United States the reinsurance business is subject to the laws of the different states where TARE does business. Under the recently enacted Wall Street Reform and Consumer Protection Act, collateral requirements are governed by the States in which the ceding company is domiciled. Transamerica International Re (Bermuda) Ltd. is subject to the laws and regulations governing the reinsurance business in Bermuda, as overseen by the Bermuda Monetary Authority.

Transamerica International Reinsurance Ireland Limited is subject to the laws and regulations governing the reinsurance business in Ireland, as overseen by the Irish Financial Services Regulatory Authority. AEGON Levensverzekering N.V. is subject to the laws and regulations governing insurance in the Netherlands as overseen by the Dutch Central Bank.

Although the insurance business is regulated on the state level, the US federal tax preferences of life insurance and annuity products are governed by the US federal tax code. Proposals to remove or decrease the value of these tax preferences, both in and of themselves and relative to other investment vehicles, are debated periodically in the US Congress. This risk is heightened when Congress seeks additional revenue needed to help fund both major reforms and increased tax expenditures generally under the pay as you go or PAYGO system, which requires any increases in program spending to be offset with increases in taxes or cuts in other programs. In addition, current focus on reducing the nation's debt and widening budget deficits will likely increase the pressure to eliminate certain tax preferences or incentives for insurance.

Moreover, legislative proposals which impose restrictions on executive compensation or restrict employment-based savings plans adversely impacts the sale of life insurance products used in funding those plans and their attractiveness relative to other non-insurance products. Finally, regulations promulgated under the Wall Street Reform and Consumer Protection Act that limit investment by banks in certain financial services products or increase the cost of issuing certain life insurance products would adversely impact the sale of life insurance products. In particular, any determination that stable value products sold to defined contribution plans, as well as other insurance products, are to be regulated as derivatives would adversely impact the market for those products.

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There also have been legislative proposals in the US Congress from time to time that target foreign owned companies, such as a proposal containing a corporate residency provision that threatens to redefine some historically foreign-based companies as US corporations for US tax purposes.

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The current economic crisis has resulted in proposals for regulatory reform of the financial services industry, both in the US and worldwide. The Dodd-Frank Act generally leaves the state insurance regulatory system in place, but creates a Federal Insurance Office in part to represent the US insurance industry in international matters. Many details of the Dodd-Frank Act are left to study or regulation, and, therefore, the impact of the Dodd-Frank Act on AEGON USA or the life insurance market in general, cannot be fully determined until the regulations implementing the Dodd-Frank Act are promulgated and the studies completed. This includes any determination of the likelihood that AEGON USA will be considered systemically significant and subject to heightened prudential standards.

Pension reform legislation enacted in 2006 both increases funding obligations of defined benefit plans and creates opportunities for increased savings through defined contribution plans and other savings vehicles, as well as group annuity products into which an employer or plan sponsor can transfer defined benefit plan liabilities to guarantee benefits of the pension plan's retired, active, or deferred vested participants. AEGON USA companies administer and provide both asset management services and products used to fund defined contribution plans, 529 plans and other savings vehicles impacted by the pension reform legislation. Changes to defined benefit plans by sponsors in reaction to the financial economic environment and the enactment of funding relief provisions may impact the services AEGON USA companies provide to these plans. In addition, legislative proposals are considered from time to time relating to the disclosure and nature of fees paid by defined contributions plans and participants in those plans for services AEGON USA companies provide to those plans. AEGON USA companies also provide plans used to administer benefits distributed upon termination of defined benefit plans.

Any proposals that seek to either restrict fees and services to, or investment advice in, employer plans or change the manner in which AEGON USA companies may charge for such services inconsistent with business practices, will adversely impact the AEGON companies that provide administration and investment services and products to employment based plans.

The Patient Protection and Affordable Care Act does not directly impact the business of life insurance. It is uncertain whether any of the new law's implementing regulations anticipated over the next several years will impact any of AEGON's supplemental products. One component of the new law, the Community Living Assistance Services and Support program (CLASS Act) does provide some long-term care benefits for people who enroll in the government sponsored program. It is not clear if it will have an impact on AEGON's long-term care products.

Many other federal tax laws affect the business in a variety of ways. At the end of 2010, the US congress reinstated the federal estate tax rate at 45% for those estates over USD 5 million. This will expire at the end of 2012. As a result, uncertainty remains in this area. AEGON believes a permanent repeal of the federal estate tax would have an adverse impact on sales and surrenders of life insurance in connection with estate planning.

AEGON Canada

TLC is organized under and regulated pursuant to the federal Insurance Companies Act (Canada). The primary regulator for TLC is the Office of the Superintendent of Financial Institutions. In addition, TLC is subject to the laws, regulations and insurance commissions of each of Canada's ten provinces and three territories in which it carries on business. The laws of these jurisdictions generally establish supervisory agencies with broad administrative powers that include the following: granting and revoking licenses to transact business, regulating trade practices, licensing agents, establishing reserve requirements, determining permitted investments and establishing minimum levels of capital. TLC's ability to continue to conduct its insurance business depends upon the maintenance of its licenses at both the federal and provincial/territorial levels.

The mutual fund and investment management operations of AEGON Canada are governed by the Securities Acts of each province and territory.

The life insurance operations of AEGON Canada are also governed by policy statements and guidelines established by the Canadian Life & Health Insurance Association.

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1.7 Asset liability management

The AEGON USA insurance companies are primarily subject to regulation under the laws of the states in which they are domiciled. Each state's laws prescribe the nature, quality, and percentage of various types of investments that may be made by the companies. Such laws generally permit investments in government obligations, corporate debt, preferred and common stock, real estate, and mortgage loans. Limits are generally placed on other classes of investments.

The key investment strategy for traditional insurance-linked portfolios is asset/liability management, whereby predominately high-quality investment assets are matched in an optimal way to the corresponding insurance liability. This strategy takes into account currency, yield and maturity characteristics as well as asset diversification and quality considerations on the one hand and the policyholders' guaranteed or reasonably expected excess interest sharing on the other hand. Investment-grade fixed income securities are the main vehicle for asset/liability management, and AEGON USA's investment personnel are highly skilled and experienced in these investments.

The AEGON USA companies manage their asset liability matching through the work of several committees. These committees review strategies, define risk measures, define and review asset liability management studies, examine risk-hedging techniques, including the use of derivatives, and analyze the potential use of new asset classes. Cash flow testing analysis is performed using computer simulations, which model assets and liabilities under stochastically projected interest rate scenarios and commonly used stress-test interest rate scenarios. Based on the results of these computer simulations, the investment portfolio is structured to maintain a desired investment spread between the yield on the portfolio assets and the rate credited on the policy liabilities. Interest rate scenario testing is a continual process and the analysis of the expected values and variability for four critical risk measures (capital charges, cash flows, present value of profits, and interest rate spreads) forms the foundation for modifying investment strategies, adjusting asset duration and mix, and exploring hedging opportunities. On the liability side, AEGON USA has some offsetting risks; some liabilities perform better in rising interest rate environments while others tend to perform well in falling interest rate environments. The amount of offset can vary depending on the absolute level of interest rates and the magnitude and timing of interest rate changes, but it generally provides some level of diversification. On the asset side, hedging instruments are continuously studied to determine whether their cost is commensurate to the risk reduction they offer.

1.8 Reinsurance ceded

1.8.1 United States

AEGON USA reinsures part of its life insurance exposure with third-party reinsurers under traditional indemnity, quota share reinsurance treaties, as well as, less frequently, excess-of-loss contracts. AEGON USA's reinsurance strategy is in line with typical industry practice.

These reinsurance contracts are designed to diversify AEGON USA's overall risk and limit the maximum loss on risks that exceed policy retention levels. The maximum retention limits vary by product and class of risk, but generally fluctuate between USD 3,000 and USD 10 million per life insured.

AEGON USA remains contingently liable with respect to the amounts ceded should the reinsurance company fail to meet its obligations. To minimize its exposure to such defaults, AEGON USA regularly monitors the creditworthiness of its reinsurers. AEGON USA has experienced no material reinsurance recoverability problems in recent years. Where appropriate, the company arranges additional cover through letters of credit or trust agreements. Availability of letters of credit or other financing mechanics are scarce in difficult financial markets. For certain agreements, funds are withheld for investment by the ceding company.

The AEGON USA insurance companies also enter into contracts with company-affiliated reinsurers, both within the United States and overseas, including Transamerica Reinsurance Division, a unit of Transamerica Life Insurance Company. These contracts have been excluded from the company's consolidated financial statements.

1.8.2 Canada

In the normal course of business, TLC reinsures part of its mortality and morbidity risk with third-party reinsurers. The maximum life insurance exposure retained is CAD 1.25 million per life insured.

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Ceding reinsurance does not remove TLC's liability as the primary insurer. TLC could incur losses should reinsurance companies fail to meet their obligations. To minimize its exposure to the risk of such defaults, TLC regularly monitors the creditworthiness of its reinsurers. TLC only contracts business with reinsurance companies that are registered with Canada's Office of the Superintendent of Financial Institutions.

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2 The Netherlands

2.1 Background

AEGON was created by the merger of two Dutch insurance companies – AGO and Ennia – in 1983. AEGON’s history in the Netherlands, however, goes back more than 150 years. Today, AEGON The Netherlands³ is one of the country’s leading providers of life insurance and pensions, with millions of customers and more than 5,100 employees. The fully owned Unirobe Meeùs Group is one of the largest intermediaries in the Netherlands. AEGON The Netherlands has its headquarters in The Hague, but also has offices in Leeuwarden, Groningen and Nieuwegein.

2.2 Organizational structure

AEGON The Netherlands operates through a number of well-known brands, including TKP Pensioen, OPTAS, Meeùs and Unirobe. In addition, AEGON itself is one of the most widely recognized brand names in the Dutch financial services sector (Source: Tracking Report Motivaction).

AEGON The Netherlands’ primary subsidiaries are:

AEGON Bank N.V., Utrecht

AEGON Levensverzekering N.V., The Hague

AEGON Schadeverzekering N.V., The Hague

AEGON Spaarkas N.V., The Hague

OPTAS Pensioenen N.V., Rotterdam

TKP Pensioen B.V., Groningen

TKP Investments B.V., Groningen

Unirobe Meeùs Groep B.V., The Hague

The business organization of AEGON The Netherlands is based on four service centers (SC’s).

The SC’s, which are responsible for all back office activities, are the following:

SC Pensions

SC Life insurance

SC Non-life insurance

SC Banking

AEGON The Netherlands is present in four lines of business:

Life and Savings

Pensions

Non-life

Distribution

2.3 Overview sales and distribution channels

AEGON The Netherlands operates through three sales organizations, each focusing on a separate segment of the Dutch market. Corporate & Institutional Clients serves large corporations and financial institutions such as company and industry pension funds. AEGON Bank Bemiddeling sells mainly to individuals both directly and through tied agents. Lastly, AEGON Intermediary focuses on independent agents and retail sales organizations in the Netherlands.

2.4 Overview lines of business

2.4.1 Life and savings

General description

AEGON The Netherlands provides a variety of individual savings products and a range of life insurance and personal protection products and services, including traditional, universal and term life. Life and savings is AEGON The Netherlands one of the most important line of business, accounting for 48 percent of the company's overall underlying earnings before tax in 2010.

³ Throughout this report, AEGON The Netherlands refers to all AEGON companies operating in the Netherlands.

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2.4.1.1 Life Products

The life products of AEGON The Netherlands consist largely of endowment insurance and annuity insurance.

Endowment insurance

This category includes various products that accumulate a cash value. Premiums are paid at inception or over the term of the contract.

The accumulation products pay benefits on the policy maturity date, subject to survival of the insured. In addition, most policies also pay death benefits if the insured dies during the term of the contract. The death benefits may be stipulated in the policy or depend on the gross premiums paid to date. Premiums and amounts insured are established at inception of the contract. The amount insured can be increased as a result of profit sharing, if provided for under the terms and conditions of the product.

Minimum interest guarantees exist for all generations of accumulation products written, except for universal life type products for which premiums are invested solely in equity funds. Older generations contain a 4% guarantee; in 1999 the guarantee has decreased to 3%.

There are different kinds of profit sharing arrangements. Bonuses are either paid in cash (mainly in pension business, as discussed in the following section) or used to increase the sum assured. For one common form of profit sharing, the bonus levels are set by reference to external indices that are based on predefined portfolios of Dutch government bonds. The bonds included in the portfolio have different remaining durations and interest rates and together are considered an approximation of the long-term rate of return on Dutch high quality financial investments. Another common form of profit sharing is via interest rebates, whereby policyholders receive a discount on single premium business which reflects the expectation that the actual rate of return on the contract will exceed the minimum interest guarantee used to determine the premiums and sums assured. Here too, the expected actual rate of return is based on a portfolio of Dutch government bonds.

Term and whole life insurance

Term life insurance pays out death benefits when the insured dies during the term of the contract. Whole life insurance pays out death benefits when the insured dies, regardless of the timing of this event. Premiums and amounts insured are established at inception of the contract and are guaranteed. The amount insured may be adjusted on request of the insured. In principle, term life insurance policies will not include profit sharing arrangements. Part of the portfolio of whole life insurance has profit-sharing features, which are based on external indices or return of related assets.

Annuity insurance

This category includes products in accumulation phase and in payout phase. Payout commences at a date determined in the policy and usually continues until death of the insured or the beneficiary. Premiums are paid at inception of the policy or during the accumulation phase of the policy. The contracts contain minimum guarantees of 3% or 4%.

Interest rebates are given on both single and regular premium annuity insurance and may be based on a portfolio of Dutch government bonds, although other calculation bases are also applied. There are also profit sharing schemes set by reference to external indices that are based on predefined portfolios of Dutch government bonds.

Tontine plans

Tontine plans in the Netherlands are linked endowment savings contracts with a specific bonus structure. Policyholders can choose from several AEGON funds to invest premiums paid. The main characteristic of a tontine system is that when the policyholder dies, the balance is not paid out to the policyholder's estate, but is distributed at the end of the year to the surviving policyholders of the specific series to which the deceased policyholder belonged. In general, a new series starts at the beginning of each calendar year, but there are also open ended tontine plans in the portfolio. When the policyholder dies before maturity, AEGON The Netherlands pays a death benefit.

Variable unit-linked products

In the Netherlands, variable unit-linked products are sold. These products have a minimum benefit guarantee if premiums are invested in certain funds. The initial guarantee period is 10 years. The 10-year period may be reset at the policyholder's option to lock in market gains. The reset

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feature cannot be exercised in the final decade of the contract and for many products can only be exercised a limited number of times per year. The management expense ratio (MER) charged to the funds is not guaranteed and can be increased at management's discretion (with a maximum cost ratio of 3.5% due to the product improvements (*Generieke Verbetermaatregelen*). In July 2009, a final agreement was reached to reduce charges on unit-linked insurance policies in the Netherlands.

Mortgages

AEGON The Netherlands offers residential mortgages through AEGON Intermediary and AEGON Bank Bemiddeling to consumers in the Dutch market. Several types of mortgages are offered: interest-only, savings and unit-linked. Customers may also combine types in their own mortgage. At December 31, 2010, the mortgage portfolio size of AEGON The Netherlands was approximately EUR 14 billion.

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Sales and distribution

AEGON The Netherlands traditional life insurance is sold primarily by external agents and AEGON Bank Bemiddeling. The vast majority are standardized financial products.

2.4.1.2 Savings Products

Saving products are only sold by AEGON The Netherlands and include savings accounts and investment contracts. Both products generate investment-spread income for AEGON. Savings accounts retain flexibility to withdraw cash with limited restrictions. Banking products also include investment products that offer index-linked returns and generate fee income on the performance of the investments.

Levensloop allows savers to put aside a certain amount each year, tax free, either to fund their retirement, retire early, or even finance a sabbatical. Many companies in the Netherlands have decided to include Levensloop in their overall employee benefit packages. Banksparen is a saving product for which amounts are deposited on a blocked account, tax free. The amount is only available after a certain time period, for specific purposes.

Sales and distribution

Individual savings products are sold through all three sales organizations. AEGON Intermediary and AEGON Bank Bemiddeling sell the majority of the contracts. The Levensloop contracts that large organizations can offer to their employees are sold through our Corporate & Institutional Clients sales organization.

2.4.2 Pensions General description

Pensions provides a variety of full service pension products to pension funds and companies. In 2010, it accounted for 40 percent of the AEGON The Netherlands total underlying earnings before tax.

Products

AEGON The Netherlands provides full service pension solutions and also administration-only services to company and industry pension funds and some large companies. The full service pension products for account of policyholders are separate account group contracts with or without guarantees.

Separate account group contracts of AEGON The Netherlands are large group contracts that have an individually determined asset investment underlying the pension contract. The contracts are written with and without a guarantee. The guarantee given is that the profit sharing is the minimum of the actuarial interest of either 3% or 4% or the realized return (on an amortized cost basis). If there is a negative profit sharing, the minimum is effective, but the loss in any given year is carried forward to be offset against any future surpluses during the contract period. In general, a guarantee is given for the life of the underlying employees so that their pension benefit is guaranteed. Large group contracts also share technical results (mortality risk and disability risk). The contract period is typically five years and the premium tariffs are fixed over this period.

Separate account guaranteed group contracts provide a guarantee on the benefits paid. The longevity risk therefore lies with AEGON The Netherlands. Non-guaranteed separate account group contracts provide little guarantee on the benefits. AEGON The Netherlands has the option not to renew a contract at the end of the contract period.

For most large companies and some small and medium-sized enterprises, AEGON The Netherlands provides defined benefit products for which profit sharing is based upon a pre-defined benchmark. Benefits are guaranteed. Premium tariffs are fixed over the contract period and the longevity risk lies with AEGON The Netherlands. Minimum interest guarantees are given for nominal benefits, based on 3% actuarial interest (4% on policies sold before the end of 1999).

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For small and medium-sized enterprises, AEGON The Netherlands provides pensions that are defined contribution products with single and recurring premiums. Profit sharing is based on investment returns on specified funds. Premium tariffs are not fixed over the contract period. Minimum interest guarantees are given for nominal benefits, based on 0% or 3% actuarial interest (4% on policies sold before the end of 1999).

In addition, AEGON The Netherlands has a significant asset management business, refer to the business overview of Asset Management for further information.

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Sales and distribution

Most of AEGON The Netherlands' pensions are sold through two sales organizations: Corporate & Institutional Clients and AEGON Intermediary. Customers vary from individuals to company and industry pension funds and large, medium-sized and small corporations. AEGON The Netherlands is one of the country's leading providers of pensions.

For the majority of company and industry customers, AEGON The Netherlands provides a full range of pension products and services. In addition, TKP Pensioen specializes in pension administration.

2.4.3 Non-life

General description

Non-life consists of general insurance and accident and health insurance. In 2010, non life accounted for 9 percent of the AEGON The Netherlands' total underlying earnings before tax.

Products

General insurance

AEGON The Netherlands offers a limited range of non life insurance products through AEGON Intermediary. These are aimed at both the corporate and retail markets. They include house, car and fire insurance.

Accident and health insurance

AEGON The Netherlands offers sick leave products to employers that cover the sick leave payments to employees that are not covered by social security and where the employers bear the risk. Over the past several years, the Dutch government has gradually shifted responsibility for sick leave and workers' disability from the state to the private sector. This has helped stimulate demand for private health insurance.

Sales and distribution

Non-life products are sold mainly through AEGON Intermediary, though Corporate & Institutional Clients also provides products for larger corporations in the Netherlands.

2.4.4 Distribution

AEGON The Netherlands offers financial advice, which include selling insurance, pensions, mortgages, financing, savings and investment products.

2.5 Competition

AEGON The Netherlands faces strong competition in all of its markets from insurers, banks and investment management companies. These competitors are nearly all part of international financial conglomerates, such as ING Group, Eureko (Achmea), ASR, SNS Reaal (including Zwitserleven) and Delta Lloyd/OHRA.

AEGON The Netherlands has been a key player in the total life market for a long time. The life insurance market in the Netherlands, comprising both pensions and life insurance, is very concentrated. The top six companies account for approximately 90% of premium income in The Netherlands (Source: DNB Supervision Returns 2009). In the pensions market, AEGON The Netherlands ranks third, whereas in the individual life insurance market AEGON The Netherlands takes sixth place behind ING, SNS Reaal, Eureko, ASR and Delta Lloyd/OHRA (based on gross premium income, Source: DNB Supervision Returns 2009). In total life AEGON The Netherlands ranks fourth after ING, Eureko and SNS Reaal. (Source: DNB Supervision Returns 2009).

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AEGON The Netherlands is one of the smaller players on the non-life market. Achmea, ASR, Delta Lloyd/OHRA and ING hold substantial market shares, whereas the rest of the market is very fragmented. The property & casualty market share of AEGON The Netherlands is around 4%, measured in premium income (Source: DNB Supervision Returns 2009).

In mortgages, AEGON The Netherlands holds a market share of approximately 5% based on new sales. Rabobank, ING and ABN AMRO are the largest parties in the mortgage market (Source: Kadaster). AEGON The Netherlands is currently the largest insurance company in this market. In the savings segment, AEGON The Netherlands holds approximately 2% of the savings of Dutch households and is small compared to banks like Rabobank, ING, ABN AMRO and SNS Bank. (Source: DNB Statistisch Bulletin).

In recent years, several changes in regulations have limited opportunities in the Dutch insurance market, especially in the life insurance market (e.g. company savings plans and premiums of certain products are no longer tax deductible). Furthermore, the low economic growth and volatility of financial markets have created uncertainty among customers and a reluctance to commit to long-term contracts.

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These changed legal and market conditions have augmented competition. The result is competitive pricing, focus on service levels, client retention and product innovation.

In the non-life segment, opportunities are expected to grow as the Dutch government gradually withdraws from the subject market.

2.6 Regulation and supervision

Two institutions are responsible for the supervision of financial institutions in the Netherlands:

Autoriteit Financiële Markten (the Netherlands Authority for the Financial Markets) or AFM and

De Nederlandsche Bank (the Dutch Central Bank) or DNB.

The AFM supervises the conduct of and the provision of information by all parties on the financial markets in the Netherlands. The objective of the AFM is to promote an orderly and transparent market process on the financial markets, the integrity of relations between market players and the protection of the consumer. DNB is responsible for safeguarding financial stability and supervises financial institutions and the financial sector.

Regulations pertaining to the supervision of financial institutions referred to as *Wet Financieel Toezicht* (Act on Supervision of the Financial System) took effect in January 2007. This law pertains equally to banking and insurance operations and introduced a greater degree of consistency in both requirements and supervision.

2.6.1 Insurance companies

The European Union Insurance Directives issued in 1992 have been incorporated into Dutch law. The Directives are based on the home country control principle. This means that an insurance company that has a license issued by the regulatory authorities in its home country is allowed to conduct business, either directly or through a branch, in any country of the European Union. Separate licenses are required for each of the insurance company's branches in which it conducts business. The regulatory body that issued the license is responsible for monitoring the solvency of the insurer. However, the local regulatory body is responsible for monitoring market conduct and enforcing consumer protection laws.

Dutch law does not permit a company to conduct both life insurance and non-life insurance business within one legal entity. Nor is the company allowed to carry out both insurance and banking business within the same legal entity.

Insurance companies in the Netherlands are subject to the supervision of DNB. The relevant legal requirements are now comprised in the *Wet Financieel Toezicht* whereas previously supervision was pursuant to the Act on the Supervision of Insurance Companies 1993. Each and every life and non-life insurance company licensed by and falling under the supervision of DNB must file audited regulatory reports at least annually. These reports, primarily designed to enable DNB to monitor the solvency of the insurance company, include a (consolidated) balance sheet, a (consolidated) income statement, extensive actuarial information, and detailed information on the investments. As part of the process of modernization brought about by the introduction of IFRS in 2005 and the new supervisory legislation in 2006, DNB has revised the format of regulatory reporting. The new reporting with a single entity focus is designed to highlight risk assessment and risk management, and came into effect in 2008.

DNB may request any additional information it considers necessary and may conduct an audit at any time. DNB can also make recommendations for improvements and publish these recommendations if the insurance company does not follow them. Finally, DNB can appoint a trustee for an insurance company or, ultimately, withdraw the insurance company's license.

The following insurance entities of AEGON The Netherlands are subject to the supervision of DNB:

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AEGON Levensverzekering N.V.

AEGON Schadeverzekering N.V.

AEGON Spaarkas N.V.

OPTAS Pensioenen N.V.

Life insurance companies are required to maintain certain levels of shareholders' equity in accordance with EU directives (approximately 4% of their general account technical provision, or, if no interest guarantees are provided, approximately 1% of the technical provisions with investments for the account of policyholders and an additional 0.3% charge for value at risk).

General insurance companies are required to maintain shareholders' equity equal to or greater than 18% of gross written premiums per year or 23% of the three-year average of gross claims.

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2.6.2 Banking institutions

AEGON Bank N.V. falls under the supervision of the DNB, pursuant to the Wet Financieel Toezicht, and must file monthly regulatory reports and an annual report. The annual report and one of the monthly reports must be audited.

Banking institutions are required to maintain solvency and liquidity ratios in line with the requirements of the Wet Financieel Toezicht, which incorporate the requirements of the relevant EU directives.

2.6.3 Asset management

TKP Investments B.V. and AEGON Financiële Diensten B.V. also fall under the supervision of the DNB and must file quarterly reports and an annual report.

On a quarterly and a yearly basis asset management companies have to report to the AFM.

2.7. Asset liability management

The investment strategy of AEGON The Netherlands is determined and monitored by the AEGON NL Risk and Capital Committee (AEGON NL RCC). The AEGON NL RCC meets at least on a quarterly basis. The focus of these meetings is, amongst other things, to ensure an optimal strategic asset allocation, to decide on interest rate hedging strategies to reduce interest rate risks, and to decide on the need for securitizations of residential mortgage portfolios to free funds for further business development.

Most (insurance) liabilities of AEGON The Netherlands are nominal and long-term. Based on their characteristics, a long-term liability-driven benchmark is derived. Scenarios and optimization analyses are conducted with respect to the asset classes fixed income, equities and real estate, but also for various sub-classes, for example commodities, hedge funds and private equity. The result is an optimal asset allocation representing different investment risk-return profiles. Constraints such as the minimum return on equity and the maximum solvency risk also determine alternative strategic asset allocations. Most of AEGON The Netherlands' investments are managed by AEGON Asset Management. For certain specialized investments, such as hedge funds and private equity, AEGON The Netherlands hires external managers. Portfolio managers are allowed to deviate from the benchmark based on their short-term and medium-term investment outlook. Risk-based restrictions are in place to monitor and control the actual portfolio allocations compared to their strategic portfolio allocations. An internal framework limits investment exposure to any single counterparty.

AEGON The Netherlands and pension fund Zorg en Welzijn have a joint venture Amvest Vastgoed B.V. for their combined real estate investments. Furthermore, Amvest Vastgoed B.V. manages a separate real estate portfolio of AEGON Levensverzekering N.V.

2.8 Reinsurance ceded

Like other AEGON companies around the world, AEGON The Netherlands reinsures part of its insurance exposure with third-party reinsurers under traditional indemnity, quota share, and, in some instances, excess of loss contracts. This is in line with standard practices within the global insurance industry. Reinsurance helps AEGON manage, mitigate and diversify its insurance risks and limit the maximum loss it may incur on risks that exceed policy retention limits.

AEGON The Netherlands remains contingently liable with respect to the amounts ceded, should the reinsurance company fail to meet the obligations it has. To minimize its exposure to such defaults, AEGON The Netherlands regularly monitors the creditworthiness of its primary reinsurers. AEGON The Netherlands has experienced no material reinsurance recoverability problems in recent years. Where appropriate, additional reinsurance protection is contracted either through letters of credit or, alternatively, through trust arrangements. Under certain of these arrangements, funds are withheld for investment by the ceding company.

AEGON The Netherlands reinsures its life exposure through a profit-sharing contract between its subsidiary AEGON Levensverzekering N.V. and Swiss Re. Under this arrangement, AEGON retains exposure of up to a maximum of EUR 1,200,000 per insured person with respect to death risk and EUR 25,000 a year for disability risk (increased by EUR 1,500 a year above the age of 40). Any amount in excess of this is transferred to the reinsurer.

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For its fire insurance business, AEGON The Netherlands has in place an excess of loss contract with a retention level of EUR 3 million for each separate risk and EUR 20 million for each event. AEGON The Netherlands has reinsured its motor liability business on a similar basis with a retention level of EUR 2.5 million for each event.

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The United Kingdom

3.1 Background

In the UK, AEGON is a leading provider of life insurance and pensions, and it also has a strong presence in both the asset management and financial advice markets. AEGON UK has some two million customers, around 4,000 employees and GBP 58 billion in revenue-generating investments. AEGON UK's main offices are in three locations: Edinburgh, London and Lytham St Annes.

In June 2010, AEGON announced a restructuring of operations in the United Kingdom to refocus the business on two core markets – At Retirement and Workplace Savings – and to reduce operating costs by 25% by end 2011.

3.2 Organizational structure

AEGON UK plc (AEGON UK) is AEGON UK's principal holding company. It was registered as a public limited company at the beginning of December 1998.

AEGON UK's leading operating subsidiaries are:

Scottish Equitable plc. (trading as AEGON)

Origen Financial Services Ltd.

Positive Solutions (Financial Services) Ltd.

Guardian Assurance plc.

AEGON UK is organized into two distinct businesses:

AEGON life and pensions, which provides pensions, annuities, investments and protection products for people and companies.

AEGON UK Distribution, which consists of intermediary distribution and advice businesses.

3.3 Overview sales and distribution channels

AEGON UK's principal means of distribution is through the intermediated financial advice channel, which is the main sales route for long-term savings and retirement products in the United Kingdom. These advisors provide their customers with access to various types of products depending on their regulatory status. They also advise them on the best solution to suit their financial needs.

In all, there are an estimated 35,000 registered financial advisors in the United Kingdom. These advisors may be classified as single-tied, multi-tied, whole of market or independent, depending on whether they are either restricted in the number of providers they deal with or are free to advise on all available products. AEGON UK maintains strong links with financial advisors in all segments of the market. Single-tie relationships have also been established with some advisors who have selected AEGON UK to be the sole provider of a particular product type.

AEGON UK is also developing new distribution opportunities including agreements with banks and affinity partnerships with organizations outside the industry.

3.4 Overview lines of business

AEGON UK has three lines of business:

Life

Pensions

Distribution

3.4.1 Life

General description

The AEGON UK life business comprises primarily individual protection and individual annuities. The protection business provides insurance on individual or groups of lives for major life events such as death or serious illness, as well as providing business protection. Annuities are used to convert savings accumulated as part of a pension plan into a regular income throughout retirement.

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Products

Individual protection

AEGON UK offers a range of products for individual customers, including life cover, critical illness and income protection. In addition, it also provides products for companies wishing to insure key personnel. AEGON UK is now established as one of the United Kingdom's eight leading providers of individual financial protection (according to Q3 2010 figures from the Association of British Insurers).

Immediate annuity

In the United Kingdom, most of the funds in a pension plan must be converted into a source of income by the time the planholder reaches 77, usually through the purchase of an immediate annuity. The government is currently consulting on possible changes to this upper age limit.

Sales and distribution

Individual protection and annuity products are widely distributed through intermediated advice channels.

3.4.2 Pensions

General description

AEGON UK provides a full range of personal and corporate pensions. The company also offers investment products, including onshore and offshore bonds, and trusts.

Products

Individual pensions

AEGON UK provides a wide range of personal pensions as well as associated products and services. These include:

Flexible personal pensions

Self-invested personal pensions (SIPPs), which provide a range of pre- and post-retirement investment options for high net worth customers, including insured funds and real estate

Transfers from other retirement plans

Phased retirement options and income drawdown

Stakeholder pensions (a type of personal pension specific to the United Kingdom which has a maximum limit on charges and low minimum contributions)

According to figures from the Association of British Insurers, AEGON UK is one of the top 3 providers of SIPPs and specialist phased income pensions.

As an alternative to annuities, AEGON UK also offers *Income for life*, a new retirement solution which bridges the gap between annuities and income drawdown products. It offers customers a guaranteed income for life, plus continued control over their investments up to age 75.

Corporate pensions

One of AEGON UK's largest businesses is providing pension plans for companies. The trend away from defined benefit (DB) arrangements, which provide a guaranteed percentage of salary on retirement, toward defined contribution (DC) plans has continued to accelerate in recent years. DC plans are similar to personal pensions with contributions being paid into a plan owned by individual employees and then invested. Generally, at retirement, employees can choose to take a predetermined percentage of tax-free cash from their pension plan, using the remainder either to purchase an annuity or else to invest in a separate drawdown policy until they reach the age of 77.

As a result of this trend, the market for new DB plans has shrunk dramatically in recent years, largely because of concerns over long-term liabilities. There are, however, opportunities for AEGON UK to take on the administration and management of existing plans.

AEGON UK also offers a group SIPPs designed to extend to group pension customers the benefits associated with individual SIPPs, such as greater investment choice.

Investment products

AEGON also offers two types of investment bonds designed for customers residing in the United Kingdom: the onshore bond and offshore contracts.⁴

⁴ The onshore bond is provided by Scottish Equitable plc. The offshore contracts are offered by AEGON Ireland plc and are reported separately in the New markets segment, rather than as part of the UK segment.

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The onshore bond is a type of life contract, aimed primarily at pre- and post-retirement customers looking for either a source of income or a way of growing their savings. The bond offers a wide range of investment options and funds, managed by some of the world's leading asset managers.

While the onshore bond is aimed at a mass affluent market, AEGON's offshore contracts have traditionally been marketed to high net worth individuals. Offshore contracts offer considerable tax advantages and a wide choice of investment options. These contracts tend to form part of a broader retirement strategy, primarily because there are fewer restrictions on how and when benefits may be taken.

There is also a range of trusts designed to support inheritance tax planning. This is an area of growing demand as recent economic growth and rising wealth means more estates are falling under UK Inheritance Tax. Trusts help individuals manage and alleviate potential tax liabilities.

Unit-linked guarantees

AEGON offers a range of pension and investment products which provide valuable guarantees for the At Retirement market. There's an onshore bond which provides a guaranteed income for 20 years, an offshore investment plan which provides a guaranteed income for life (offered by AEGON Ireland plc), and a guaranteed version of the income drawdown pension, which also provides a guaranteed income for life.

Sales and distribution

Investment products as well as individual and corporate pensions are distributed widely through independent financial advisors, tied distribution and, more recently, through partnerships with banks. In addition, AEGON UK also maintains close relations with a number of specialist advisors in these markets.

3.4.3 Distribution

Through the company's Origen and Positive Solutions businesses, AEGON UK also provides financial advice directly to both individuals and companies.

Origen is a financial adviser firm with strong positions in both the corporate and high net-worth individual markets. It promotes its services through a variety of different sales channels, including face-to-face, media and worksite marketing, as well as accessing customers through professional contacts with accountants and lawyers.

Positive Solutions, meanwhile, brings together around 1,200 individual partners in one of the largest adviser networks in the United Kingdom.

3.5 Competition

AEGON UK faces competition in each of its markets from two main sources: life and pension companies and financial advice firms.

Over the past few years, the life and pension market has been increasingly concentrated among the largest companies and those perceived to be financially strong.

The financial advisor market in the United Kingdom is fragmented, with a large number of relatively small firms. The removal of polarization rules in the advice market in 2005 has led to advisors choosing to operate on a multi-tied, single-tied, whole of market, or independent basis. More recently, there has been significant consolidation in this market due to financial pressures and preparations for the regulator's Retail Distribution Review, which will radically change the advisory business models. Even so, fragmentation remains high. There are few firms with a genuine nationwide presence or a well-known brand outside specific local areas.

3.6 Regulation

All relevant AEGON UK companies are regulated by the Financial Services Authority under the United Kingdom's Financial Services and Markets Act 2000.

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The Financial Services Authority acts both as a prudential and conduct of business supervisor. As such, it sets minimum standards for capital adequacy and solvency, and regulates the sales and marketing activities of regulated companies.

All directors and some senior managers of AEGON UK undertaking particular roles (e.g. finance/actuarial, fund managers, dealers, and salesmen) have responsibilities to the Financial Services Authority as Approved Persons. As such, they are subject to rigorous pre-appointment checks on their integrity and competence, and are subject to ongoing supervision throughout their mandate as Approved Persons and for a limited period afterwards.

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3.7 Asset liability management

Asset liability management (ALM) is overseen by the AEGON UK ALM Committee, a sub committee of the AEGON UK Risk and Capital Committee, which meets each month to monitor capital requirements and ensure appropriate matching of assets and liabilities.

In addition to monitoring risk exposures in compliance with AEGON N.V.'s worldwide Risk Management strategies, investment exposure to any single counterparty is limited by an internal framework that reflects the limits set by the appropriate regulatory regime. This applies both within asset classes (equities, bonds and cash) and across all investments.

For its with-profit business, AEGON UK's general philosophy is to match guarantees with appropriate investments. However, the nature of with-profit businesses typically prevents perfect matching, and the role of the committee is therefore to monitor the capital implications of any mismatching. On an annual basis, detailed reports are produced for the relevant subsidiary Boards covering the impact of a range of possible investment scenarios on the solvency of each of the funds. These reports allow the central investment strategy for the with-profit funds to be discussed and are summarized for the Board of AEGON UK. In respect of non-profit business, interest rate risk arises substantially on AEGON UK's large book of annuities in payment. Assets are purchased to provide a close expected match to liability outflows, with regular reporting to the ALM Committee on the capital implications of any mismatching.

For unit-linked business, the matching philosophy results in close matching of the unit liabilities with units in the relevant underlying funds. A proportion of the unit-linked assets is invested in funds managed by external investment managers. An investment committee, which reports to the relevant subsidiary Boards, meets regularly to monitor the performance of the investment managers against fund benchmarks.

With-profit funds

The invested assets, insurance and investment contract liabilities of AEGON UK's with-profit funds are included in for account of policyholder assets and liabilities. Assets and liabilities are always equal as any excess of assets over liabilities in respect of guaranteed benefits and constructive obligations are classified as an insurance or investment contract liability. The Scottish Equitable with-profit fund is a 100:0 fund, where all benefits are held for participating policyholders. The Guardian Assurance plc with-profit fund is a 90:10 fund where AEGON UK receives 10% of the surpluses distributed to policyholders. The amount of profit AEGON UK derives from the Guardian fund is driven by the level of declared bonuses.

The operation of with-profit funds is complex. What is set out below is a brief summary of our overall approach:

Guarantees

With the exception of AEGON Secure Lifetime Income and 5 for Life (which are written by AEGON Ireland plc), and the product guarantees within Investment Control and Income for Life (which are reinsured to AEGON Ireland plc), all AEGON UK contracts with investment guarantees have been written in policyholder-owned funds (otherwise called with-profit funds). These funds contain free assets, which, as yet, have not been fully distributed to individual policyholders. Free assets help meet the cost of guarantees and provide a buffer to protect the fund from the impact of adverse events. AEGON UK has an exposure only once these assets have been exhausted. As outlined below, AEGON believes this exposure to be low.

In previous years, Scottish Equitable and Guardian Assurance sold guaranteed annuity products in the United Kingdom. Certain policies also have a guaranteed minimum rate of return or guaranteed death or other benefits. Any guaranteed rates of return only apply if the policy is kept in force to the dates specified, or on the events described in the policy conditions. The costs of all guarantees are borne by the with-profit funds and therefore impact the payouts to with-profit policyholders. AEGON UK's main with-profit classes are summarized in the following sections.

Scottish Equitable plc.

As part of its demutualization process before being acquired by AEGON N.V., on December 31, 1993, the business and assets of Scottish Equitable Life Assurance Society were transferred to Scottish Equitable plc. AEGON UK has no financial interest in Scottish Equitable plc's with-profit fund, apart from routine yearly fund management charges, as well as costs and expenses that the company agreed to accept at the time of demutualization.

Guaranteed rates of return on with-profit policies are typically in the range of 0% to 5.5% a year, with the highest rates closed to all premiums in 1999 and all funds closed to new business with investment guarantees from October 2002, except for a low level of increments.

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Under a number of contracts written mainly in the 1970s and 1980s, Scottish Equitable also offered minimum pension guarantees (including guaranteed annuity options). As life expectancy rates have improved and interest rates have fallen over time, these minimum guarantees are now often valuable.

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Guardian Assurance plc

The AEGON UK interest in Guardian Assurance plc's with-profit fund is 10% of profits in the fund, with the remaining 90% going to with-profit policyholders. In 1998, prior to Guardian Assurance's acquisition by AEGON UK, the with-profit fund was restructured and closed to new business, except for a low level of increments.

Guaranteed returns on policies without guaranteed cash options or annuity payments are typically 0% to 3.5% a year. On policies with guaranteed cash options or annuity payments, guaranteed returns depend on the value of the options at retirement.

Management of the with-profit funds

It has been AEGON UK's practice to have an investment strategy for each of its with-profit funds that reflects the nature of the underlying guarantees. Funds can invest in a variety of different asset types. The main categories are United Kingdom and overseas equities, United Kingdom fixed interest securities, property and cash. Each with-profit fund has a target range for the percentage of its assets that are invested in a combination of equities and property. These ranges may be varied. Within the target ranges, there is a policy of holding an appropriate mix of asset classes to reduce risk.

The results of the with-profit funds' investment performance is distributed to policyholders through a system of bonuses which depend on:

The guarantees under the policy, including previous annual bonus additions.

The investment returns on the underlying assets, with an allowance for smoothing to reduce volatility. Although smoothing means that investment profits are spread from one year to the next, the aim is to pay out all of the investment profits earned by the fund over the long term. On early withdrawals there are other measures to ensure that a fair share of total fund growth has been received. Indeed, a market value reduction may be applied under certain funds when, for cohorts of similar contracts, the face value of the benefits is greater than the value of the underlying assets. Policy conditions may state specific points at which a market value reduction will not apply.

As mentioned above, the free assets (i.e. assets which, as yet, have not been distributed to policyholders) help meet the cost of guarantees and provide a buffer to deal with adverse events. AEGON UK has an exposure only once these free assets have been exhausted. This has been assessed by AEGON UK to be remote based on applying the risk-based capital approach now required for solvency reporting in the United Kingdom.

As all of AEGON UK's with-profit funds are now closed to new business with investment guarantees, the process has begun of gradually distributing free assets to with-profit policyholders through the bonus system outlined above. Part of the management of this process involves endeavoring to ensure that any surpluses in the with-profit fund from other (historic) business lines can be distributed to existing with-profit policyholders at a suitable rate. In particular, Guardian Assurance plc has reinsured blocks of immediate annuity business to another part of AEGON UK on terms that reflect prevailing market rates. This helps avoid a tontine effect building up in the fund, as the number of with-profit policyholders declines.

3.8 Reinsurance ceded

AEGON UK's reinsurance strategy is aimed at limiting overall mortality and morbidity volatility and maximizing any tax benefits that reinsurance can bring. The actual percentage of business which is reinsured of course varies, depending chiefly on the availability and price of reinsurance on the market.

Prior to 2002, AEGON UK adopted a similar approach to longevity risk. Since then, however, AEGON UK has considered the terms available in the reinsurance market for longevity risk to be relatively unattractive compared to the margins expected from this business and the diversification benefits available to the company by retaining this risk.

AEGON UK prefers to work only with reinsurance companies that have a strong credit rating subject to an economic assessment of the terms on offer. Using a reinsurer with a credit rating below AA requires the approval under AEGON UK's governance process as well as approval by

AEGON's Group Reinsurance Use Committee in The Hague.

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New Markets

4.1. Background

In the past few years, AEGON has significantly expanded its international presence outside its three main established markets of the United States, the Netherlands and the United Kingdom. AEGON is now present in more than twenty markets in total in Europe, the Americas and in Asia.

In particular, AEGON has seen strong growth in its businesses in Central & Eastern Europe, as well as in other new, emerging markets such as China, India and Japan:

4.2 Central & Eastern Europe

4.3 Asia

4.4 Western Europe

4.5 Variable Annuities Europe

4.6 Asset Management

AEGON's other international businesses operate through a number of subsidiaries and joint venture partnerships. These international businesses are referred to collectively as New Markets.

4.2 Central & Eastern Europe

4.2.1 Background

AEGON first entered the Central & Eastern European market in 1992 when the Group bought a majority stake in Hungary's former state-owned insurance company, Állami Biztosító. Hungary remains AEGON's leading business in the region and a springboard for further expansion. Today, AEGON has operations in six Central & Eastern European countries: Hungary, Poland, the Czech Republic, Slovakia, Romania and Turkey.

4.2.2 Organizational structure

AEGON's main subsidiaries and affiliates in Central & Eastern Europe are:

AEGON Hungary Composite Insurance Company Limited by Shares

AEGON Hungary Investment Fund Management Company Limited by Shares

AEGON Hungary Pension Fund Management Company Limited by Shares

AEGON Poland Life Insurance Company

AEGON Pension Fund Management Company (Poland)

4.2.3 Overview sales and distribution channels

AEGON's activities in Central & Eastern Europe operate through a number of different sales channels. These include tied agents, insurance brokers, call centers, online channels and, particularly in Poland, Romania, Turkey and Hungary, retail banks. Through tied agents, brokers and call centers, AEGON sells primarily life and non life insurance and pensions. Through online channels AEGON sells mainly household and car insurance. Banks and loan centers are used to sell mainly life insurance, mortgages, mutual fund and household insurance.

4.2.4 Overview lines of business

4.2.4.1 Life

AEGON companies in Central & Eastern Europe offer a range of life insurance and personal protection products. This range includes traditional life, as well as unit-linked products. Unit-linked products cover all types of life insurance, including pension, endowment and savings. In Poland, AEGON is one of the leading providers of unit-linked products, offering around 179 different investment funds.

Traditional general account life insurance is a marginal product for most of the region's businesses, except Hungary. Traditional general account includes mainly index life products that are not unit-linked but guaranteed rates of interest.

Group life and preferred life are also part of traditional general account life. Group life contracts are renewable each year. They also carry optional accident and health cover. AEGON offers savings products in Central & Eastern Europe as part of employee benefit programs. These products include guaranteed interest rate returns.

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The main guarantee in Hungary is variable crediting rates with minimum interest guarantees between 0% and 4% for universal life type products, plus 100% participation in actual interest earned. Traditional non-profit share products have 5.5% technical interest rates, but this is an insignificant block of business. Profit share products mainly have a 3.5% technical interest rate and 85% participation in excess interest. The average minimum interest guarantee is about 3%. In Hungary, a small part of the current new business provides a minimum interest guarantee of 2%.

In Poland, an insurance fund with a guaranteed rate resets quarterly and annually is offered on unit-linked products. Similar products are sold in the Czech Republic with interest guarantee of 2.4%. In Slovakia, the minimum interest rate on universal life products was 3% up to the end of 2006 and since then it has been 2.5%. The universal life products in the Czech Republic have a guaranteed interest rate of 2.4%.

The profit share product portfolio in Turkey has a guaranteed interest rate of 9% for Turkish Lira products that are closed to new business and 2% for those products introduced in 2010. For foreign currency products, the guaranteed interest rate is 2.5% for old portfolio and varies between 2% - 3.75% in case of new products introduced after the acquisition of the company in 2008. A minimum of 85% of the interest income in excess of guaranteed return is credited to policyholders' funds in Turkey.

In 2008, AEGON established AEGON Life Insurance Company in Romania. In 2009, AEGON Life Insurance Company began selling unit-linked, term life and endowment insurance policies in Romania.

Based on gross written premium, Hungary has a share of around 70% in the traditional general account life insurance portfolio of the Central & Eastern Europe (CEE) Region. The bulk of the unit-linked portfolio (around 60%) was written in Poland, around 30% of the portfolio was written in Hungary and also there are some smaller unit-linked portfolios in the Czech Republic and Slovakia.

Since 2006, AEGON Hungary has been offering mortgages to retail customers. Home loans provided in the past were mainly Swiss franc denominated and provided by AEGON Hungary Mortgage Finance Co., a subsidiary of AEGON Hungary Composite Insurance Company. Due to local legislation changes AEGON Hungary cannot provide new mortgage loans denominated in currencies other than Hungarian forint. Due to this legislation change and the changes in the economic environment the Hungarian forint denominated loans increased in 2010.

4.2.4.3 Pensions

AEGON's pension business in Central & Eastern Europe has experienced considerable growth in recent years. This was mainly due to the region's strong economic growth experienced before the financial turmoil and to the widespread reform of the pension system in many countries. In 2009 and in 2010, some legislative changes were implemented in the country units of the Region, which slowed down the growth.

In four of the six CEE countries in which AEGON has businesses, AEGON has introduced mandatory private pension plans: Hungary, Slovakia, Poland and Romania. Additionally, in four countries, AEGON has voluntary pension plans: Hungary, Slovakia, the Czech Republic and Turkey.

AEGON's mandatory private pension funds in Hungary, Poland and Slovakia, as well as the voluntary pension fund managed in Hungary, are among the largest in their countries in terms of both membership and assets under management⁵. AEGON had a total of 2.2 million pension fund members in the CEE region as of December 2010.

However in 2009 and in 2010, some legislative changes were implemented in the Region's country units, which slowed down the business growth. Additionally, beyond the already enacted legislation changes, some additional measures are expected in 2011 affecting AEGON's business.

The pension legislation changes enacted in Hungary at the end of 2010 have a significant impact on the private (formerly mandatory) pension system in Hungary in general and on AEGON's business in particular. One of the most important measures is that private pension members had been required to make their choice before the end of January 2011 as to whether they wish to stay at private pension funds (under the condition that they lose the entitlement to state pension related to employment years following the end of 2011) or if they opt out of the private pension funds, transferring their accumulated savings to the state held pension system.

⁵ Source: the Association of Pension Fund Management Companies, Slovakia (www.adss.sk), Hungarian Financial Supervisory Authority (www.pszaf.hu) and Polish Financial Supervision Authority (www.knf.gov.pl).

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Approximately 3% of the members decided to remain enrolled in the private pension system and the rest (97%) stepped back to the state pension. The transfer of the members' asset portfolio from the private pension funds to the Pension Reform and Debt Relief Fund, a specially created fund under the management of the Government Debt Management Agency, will take place during 2011. For the 3% of the members opting for the private pension funds, the pension contributions are redirected to the state held pension fund until the end of 2011. Besides these measures, it is no longer mandatory that young employees become members of a private pension fund operating in Hungary with their first employment contract.

4.2.4.4 Nonlife

In addition to life insurance and pensions, AEGON Hungary offers non-life cover (household, car insurance and some wealth industrial risk). In recent years, margins on non-life insurance in Hungary have been attractive. Moreover, household insurance provides considerable opportunities for cross-selling life insurance.

In 2010, as part of AEGON's regional expansion, AEGON Hungary opened branch offices in Slovakia and the Czech Republic selling household insurance policies on these markets.

4.2.4.5 Asset management

AEGON provides a range of asset management services. See Item 4.6, **Asset Management** for additional information and a business overview of AEGON's asset management business.

4.2.5 Competition

AEGON is among the biggest players on the life insurance market in Hungary. In 2010 based on the first nine months' total premium income, it is the fourth largest in Hungary. In terms of regular premium income AEGON is the second largest in the same period. (Source: Hungarian Insurance Association, www.mabisz.hu). Also based on the first nine months' premium income, AEGON is the fourth largest on the Hungarian non life insurance market (Source: Hungarian Insurance Association, www.mabisz.hu). AEGON is also a significant market player on the Polish market, ranked as fifth based on the unit-linked products in September 2010 (Source: www.knf.gov.pl) based on gross written premiums. As AEGON Slovakia was incorporated in 2003, AEGON Czech in 2004 and AEGON Romania in 2008 only, AEGON is a less significant player in these countries, just like AEGON Pension and Life Insurance Company in Turkey that was acquired in 2008.

On Hungary's voluntary pension fund market, AEGON was ranked third both in terms of the number of members and in terms of its managed assets in September 2010. (Source: www.pszaf.hu). In terms of managed assets AEGON was ranked fifth on the Slovakian market in December 2010 (Source: Association of Pension Fund Management Companies). Due to the merger with PTE Skarbiec-Emerytura taking place in 2008, AEGON is ranked seventh in terms of the number of members and eighth in terms of its managed assets in December 2010 on the Polish market. (Source: www.knf.gov.pl). As of December 31, 2010, on the Romanian mandatory private pension market, AEGON was ranked eighth, both in terms of net assets under management and number of members. (Source: www.csspp.ro)

4.2.6 Regulation and supervision

In Central & Eastern Europe insurance companies can be licensed only for separate businesses; that is, a single company can conduct either life insurance or non-life insurance but not both together. However, in Hungary, insurance companies established before 1995, including AEGON Hungary, are exempt from this rule.

State supervision and oversight of the insurance industry is conducted by the following bodies and institutions:

the Hungarian Financial Supervisory Authority (HFSA), which has a department dealing exclusively with the insurance sector;

the National Bank of Slovakia;

the Czech National Bank;

the Polish Financial Supervisory Authority (PFSA);

the Insurance Supervisory Commission (CSA) (Romania); and

the Undersecretariat of Treasury (Turkey).

The above-mentioned authorities promote consumer protection and have the right to investigate prudential activities and conduct, financial position and solvency, and compliance with all relevant laws.

In addition to legal regulation, insurance companies are subject to a number of self-regulatory bodies in their respective countries. These self-regulatory bodies are the main forums for discussion among insurance companies. Their specialized departments (e.g., actuarial, financial, and legal departments) meet periodically. They also engage in lobbying activities.

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In Hungary, the foundation and operations of private and voluntary pension funds are regulated by the country's Act on Private Pension and Private Pension Funds (LXXXII. 1997) and its Act on Voluntary Mutual Pension Funds (XCVI. 1993) respectively. Although, for AEGON, these activities are outsourced to AEGON Hungary Pension Fund Management Company, its operations must still comply with this legislation. This activity is also supervised by the HFSA. Slovakia's mandatory pension market is regulated by Act 43/2004 on pension asset management companies and respective notices, and the voluntary pension market by Act 650/2004 on Supplementary Pension Insurance. Both the mandatory and the voluntary pension business fall under the supervision of the National Bank of Slovakia (NBS). In Romania the private pension system is regulated and supervised by the Private Pension System Supervisory Commission (CSSPP) and the mandatory pension system is subject to Act 411/2004 on Privately Administered Pension Funds. In Poland this activity is supervised by the Polish Financial Supervisory Authority (PFSA) and is governed by Act as of 28 August 1997 on Organization and Operation of Pension Funds. In the Czech Republic the voluntary pension funds fall under the supervision of the Czech National Bank and are regulated by Act 42/1994 on State-Contributory Supplementary Pension Insurance. In Turkey the voluntary pension funds fall under the supervision of the Undersecretariat of Treasury and the companies are subject to Individual Retirement Saving and Investment System Law No. 4632.

In Hungary, the Act on Credit Institutions and Financial Enterprises (CXII. 1996.) regulates the foundation, operation and reporting obligations of all the country's financial institutions (including AEGON Mortgage). In addition, AEGON Hungary Mortgage Finance Company falls under the supervision of the Hungarian Financial Supervisory Authority (HFSA).

4.2.7 Asset liability management

The investment strategy and the asset liability management of the CEE region is overseen within AEGON by the Regional Risk and Capital Committee that meets on a quarterly basis. AEGON CEE's asset liability management focuses on asset liability duration calculations and liquidity. During these meetings also the performance of portfolios is being evaluated against benchmarks.

4.2.8 Reinsurance ceded

AEGON takes out reinsurance for both its life and its non-life businesses in Central & Eastern Europe. This strategy is aimed at mitigating insurance risk. AEGON's companies in the region work only through large multinational reinsurers, which have well-established operations in the region in accordance with the AEGON Reinsurance Use Policy.

The three most important reinsurance programs currently in force are (with retention levels for each event indicated in parentheses):

Property catastrophe excess of loss treaty (EUR 5.7 million);

Motor third party liability excess of loss treaty (EUR 0.4 million);

Property per risk excess of loss treaty (EUR 1.1 million).

The majority of treaties in force for AEGON's operations in Central & Eastern Europe are non-proportional excess of loss programs, except for the life reinsurance, which are done on surplus and quota-share basis (including various riders).

4.3 Asia

4.3.1 Background

AEGON today has life insurance joint ventures in China, India and Japan.

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In 2002, AEGON signed a joint venture agreement with China National Offshore Oil Corporation (CNOOC), China's leading offshore oil and gas producer. AEGON-CNOOC Life Insurance Co. Ltd (AEGON-CNOOC) began operations in May 2003. The joint venture is licensed to sell both life insurance and accident and health cover in mainland China.

Since 2003, AEGON-CNOOC has been steadily extending its network of offices and businesses in China. It now has licenses in eleven different locations – Shanghai, Beijing, Hebei, Jiangsu, Shandong, Qingdao, Zhejiang, Tianjin, Guangdong, Shenzhen and Hubei. These locations give the joint venture access to a potential market of some 460 million people, most of them in the booming coastal provinces of eastern China.

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AEGON is also present in India. In 2006, AEGON agreed to form a new life insurance partnership in India with Religare Enterprises Limited. This partnership began operations as a joint venture named AEGON Religare Life Insurance Co. Ltd. (AEGON Religare) in 2008. By December 31 2010, AEGON Religare had opened 118 branches across 70 cities and had issued more than 100,000 policies.

In early 2007, AEGON signed a joint venture agreement with Sony Life, one of Japan's leading insurance companies. The joint venture in Japan, AEGON Sony Life Insurance Co, Ltd. (AEGON Sony Life) will initially focus on variable annuities sales in Japan, but the agreement also provides a platform for further cooperation between AEGON and Sony Life. The joint venture received its insurance license in Japan during August 2009 and its operations were launched on December 1, 2009. The joint venture has 5 bank distribution partners and Sony Life's life planner channel.

The shareholders in the joint venture agreement also agreed to jointly establish an offshore reinsurance company, SA Reinsurance Ltd (SA Re), to provide AEGON Sony Life relief from applicable reserve and capital requirements. Access to such offshore reinsurance will allow AEGON Sony Life greater flexibility in the pricing and product design of its variable annuity products. SA Re was established during late 2009 and received its Bermuda insurance license in January 2010. The Bermuda based reinsurance company is set up with Sony Life to hedge the guarantees of AEGON Sony Life's annuities. SA Re was launched in March 2010.

At the end of 2010, AEGON announced a new organizational structure for its operations in Asia. Whereas a number of AEGON's businesses in Asia have been managed from the US, under the new structure all Asian based insurance businesses will be managed as one regional division headquartered in Hong Kong. The aim is to leverage product and distribution expertise, capture efficiencies, and pursue organic growth of AEGON's franchise in Asia. The integration, which will be carried out during 2011, is in line with AEGON's strategy to achieve a greater geographical balance in favor of those regions and markets that offer higher growth and returns in the longer-term.

4.3.2 Organizational structure

AEGON-CNOOC Life Insurance Co. Ltd. (AEGON-CNOOC) 50% AEGON share

AEGON Religare Life Insurance Co. Ltd. (AEGON Religare) 26% AEGON share

AEGON Sony Life Insurance Co. Ltd (AEGON Sony Life) 50% AEGON share

SA Reinsurance Ltd (SA Re) 50% AEGON share

4.3.3 Overview sales and distribution channels

As elsewhere around the world, AEGON operates through a number of different sales channels in Asia. Banks are becoming increasingly important in Asia as a means for distributing pensions, life insurance and other long-term savings and investment products. For this reason, AEGON has been striving in recent years to extend its bank distribution agreements in the region.

In China, AEGON sells its products via multiple distribution channels like agents, independent brokers, banks, direct marketing and the group channel. The agency channel mainly sells universal life and critical illness products. The key product of bank channel is regular premium participating endowment, telemarketers mainly sell return of premium products and the popular products in the brokerage channel are participating endowment and critical illness.

AEGON now has partnerships in place with several of China's national banks including Industrial and Commercial Bank of China, Agricultural Bank of China, Bank of China, China Construction Bank and China Merchants Bank.

AEGON's bancassurance network in China now totals 1,000 outlets.

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AEGON Religare started operations in mid 2008 and the focus has been on building a widespread nationwide agency network. The joint venture has opened 118 branches by December 31, 2010 with 96 branches for agency distribution and 22 branches for the direct channel. In addition AEGON Religare distributes products via diverse channels: i) Religare Group, our strategic partner, ii) via other partnerships with companies that offer financial services to their clients; iii) brokers, and iv) to some extent via banks. Existing products are tailored to meet the specific customer requirements.

AEGON Sony Life in Japan has two primary channels of distribution. One is the life planner channel of Sony Life, AEGON's joint venture partner, and the other is the bank distribution channel. Life planner began operations on December 1, 2009 and five regional banks have begun selling AEGON Sony Life's products since the launch of operation. AEGON Sony Life launched a partnership with one of the largest national so called mega banks in February 2010 and intends to add other bank partners going forward. Bancassurance is expected to become an increasingly important channel in Japan as banks are growing more accustomed to selling insurance. Furthermore, banks are eager to expand into fee income based activities since their mainstay business margins have been reduced because of the financial crisis and related low interest rates in Japan.

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4.3.4 Overview lines of business

4.3.4.1 Life and Savings

AEGON provides a broad range of life insurance products through its businesses in China and India. These include unit-linked and traditional life products, as well as endowment, term life, health, group life, accident and annuities.

In China AEGON-CNOOC's agency channel mainly sells universal life and critical illness products while regular premium participating endowment products are key products for the banks. Telemarketers mainly sell return of premium products and the popular products in the brokerage channel are participating endowment and critical illness products.

AEGON Religare started operations in 2008 with the launch of three term assurance and three unit-linked insurance plans (ULIPs). However, owing to the revised regulatory norms relating to ULIP products, the sale of the existing ULIPs had to be discontinued by the end of August 2010 and new ULIP products were launched in the succeeding month. At December 31, 2010, AEGON Religare has seven term plans (including two group policies), one traditional participating product, one traditional non-participating product, six ULIP products and a health product.

4.3.4.2 Individual Savings and Retirement

AEGON Sony Life sells only variable annuities. It provides a guaranteed minimum surrender benefit (GMSB), being a guaranteed life time withdrawal benefit (GLWB) product with an additional surrender benefit guarantee from year 5. The guarantee level is 90% in year 5 and gradually increases to 100% in 10th year and a guaranteed minimum accumulation benefit (GMAB) (with an optional 10 or 15 year accumulation period).

SA Re will reinsure certain minimum guarantees offered on the variable annuity products from AEGON Sony Life, including GMAB, GMSB and GLWB. SA Re began writing reinsurance contracts in relation to AEGON Sony Life guarantees in March 2010.

4.3.4.3 Non-life

AEGON-CNOOC offers non-life products (mainly short term accidental and short term health products) to all channels but sales is currently concentrated in the group channel and the direct marketing channel. In the group channel, the main product is group medical policies. Short term accidental product is one of the main products sold in direct marketing channel.

At December 31, 2010, AEGON Religare is selling a health product which has the same nature as a defined benefit product (wherein the benefits specified by for the respective category of hospitalization, surgery or critical illness is paid irrespective of the actual expense incurred by the policyholder). Its current contribution to AEGON Religare is small and it is sold by all the channels of the joint venture including agency, direct and business alliance.

4.3.5 Competition

China - AEGON-CNOOC

China's life insurance industry continued to grow steadily in 2010. As of December 31, 2010, there were 58 life insurance companies in the market, including 27 foreign life insurers with year to date total premiums of RMB 1,050.1 billion, an increase of 28.9% over the same period last year. The top 5 life insurance companies control 72.8% of the market, while the foreign life insurance companies occupied 5.1%, i.e. RMB 54.0 billion of total premium.

As of December 31, 2010, AEGON-CNOOC's year to date total premium were RMB 1.72 billion, a 16.2% increase compared to the same period last year. On a new business APE basis, the company's sales have increased 16.7% compared to last year. Also, as of December 31, 2010, AEGON-CNOOC ranked 33rd among all life insurance companies and ninth among foreign life companies. (Source: China Insurance Regulatory Commission (CIRC)). The company's market share among foreign-invested companies was 3.2%. Channel contributions to the APE production ranked in the following order: bancassurance, brokerage, direct marketing, agency and group.

Recently, domestic Chinese banks are making equity investments into insurance companies and in some cases have become their key shareholders. At December 31, 2010, Sunlife-Everbright (China Everbright Group), Heng An Standard Life (Bank of China), Pacific-Antai Life

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(China Construction Bank), ING-BOB Life (Bank of Beijing) and AXA-Minmetals (ICBC) have selected their bank shareholders. This situation is challenging to other players in the market.

India - AEGON Religare

The Indian life insurance industry is one of the strongest growing sectors in the country. It is second only to banks for mobilized savings and forms an important part of the capital market. The life insurance business (measured in the context of first year premium across individual and group business including single and regular premium) registered an increase of 12% in financial year 2009-10. Currently an INR 2,736 billion industry and India is now the fourth largest in Asia and growing at a rapid pace of 23.4% annually with over 290 million of in-force policies. The penetration in the life insurance sector is about 4.6% of GDP and there are ample opportunities as the

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growing middle class is expected to propel growth (Source: Swiss Re sigma No.2/2010, IRDA website). The agency force is still an important distribution channel, but life insurers are increasingly lining up with the banks to distribute their products.

Despite of the global financial crisis in 2008 and 2009, unit-linked products have continued to be popular. In India, the unit-linked products have become increasingly popular as customers have shifted away from traditional products as stock markets boomed over the past few years although there is some focus back on traditional products after the recent regulatory changes with effect from September 1, 2010. Investment profits have increased significantly due to strong rebound in the capital markets.

There were 23 life insurers licensed in India as of the end of December 2010 (Source: IRDA website). The Life Insurance Company of India (LIC) remains the dominant player in the market and has a 71% share of the new business premium while the balance is dispersed among the private sector companies. On its part, AEGON Religare has collected INR 1.47 billion on a YTD basis by end of December, 2010 for its financial year 2010-11 (April 1, 2010 – March 31, 2011), this being an increase of nearly 97% compared to the same period last year.

Although the Indian government passed a bill in October 2008 that paves the way for foreign investors to take much larger stakes in domestic insurance companies through a proposal for raising the limit for foreign direct investment from its current level of 26% to 49%, the assent to the bill is awaited by the parliament.

The IPO norms for insurers have been cleared by the Indian Capital Market Regulator and Securities and Exchange Board of India. As of December 31, 2010 the final notification by the Insurance Regulatory and Development Authority (IRDA) is awaited.

AEGON Religare started operations in mid 2008 and the focus has been on establishing a widespread national agency network. AEGON Religare has been making a steady progress in the vastly competitive Indian insurance market by opening new branches, launching innovative products, building upon the third party distribution network through new alliance and building the direct selling channel. The on-line term product available directly to the customer over the internet known as I-Term has been first of its kind in the market. While AEGON Religare has established 118 branches across the country, it faces stiff competition from existing and new players who have set-up a massive distribution footprint across the country.

Japan - AEGON Sony Life

Variable annuity products in Japan are mostly sold through banks and securities firms with a top down approach where the head offices have much more decision making power than the local branch offices in terms of product selection and promotion. Banks are permitted to act as distributors for multiple insurers; each of the three largest banks in Japan (the mega banks) has offered the variable annuity products of seven or more insurers.

Most of the players concentrate on GMAB products. GLWB is currently provided by Mitsui Sumitomo-MetLife, AXA and Alico although both AXA and Alico's share in GLWB is not material. AEGON Sony Life is the only providers of a GMSB type of product in the market.

4.3.6 Regulation and supervision

China - AEGON-CNOOC

China Insurance Regulatory Commission (CIRC) is regulating and supervising all insurance companies in China. CIRC promotes consumer protection, sets the regulation of premium rates and reserve requirements, and has the right to investigate the financial position and solvency of the life insurers.

In 2010, in the field of business management, CIRC has further professionalized the industry by the introduction of new and/or revised guidelines for the operational business processes. In the field of corporate governance, CIRC strengthened the supervision of internal control and insurance companies are required to put in place comprehensive and solid internal control supervision systems and risk management systems. In the field of insurance fund management, CIRC specified certain standards including insurance fund utilization, insurance assets allocation, equity investment, real estate investment and practitioner management. In addition, CIRC further enhanced the management of senior manager qualification, bancassurance business restructuring, anti-money laundering and reinsurance.

India - AEGON Religare

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The Indian life insurance companies are regulated by the Insurance Regulatory and Development Authority (IRDA) that regulates, promotes and encourages orderly growth of insurance and re-insurance business in India. Established by the Government of India, it safeguards the interest of the insurance policy holders of the country.

IRDA introduced several regulatory changes in 2010. Major among them are the requirement of public disclosures by insurers (in January 2010), licensing of corporate agents (in March 2010), changes to lock-in period, minimum mortality cover and cap on charges in case of Unit linked Products (in June 2010).

Table of Contents*Japan - AEGON Sony Life*

The Financial Services Agency (FSA) in Japan is the government agency supervising all insurance companies in Japan. All new products or major amendments require a filing with and approval from the FSA. The standard examination period for approval is 90 days (60 days for minor changes). General policy provisions, statements of business procedure, pricing and valuation require approval. The FSA also has the right to do on and off site inspection. Relevant regulations for insurance operation include the Insurance Business Law and related enforcement/notice, the Insurance Act, the Financial Instruments and Exchange Act and others.

4.3.7 Asset liability management*China - AEGON-CNOOC*

A monthly asset liability management meeting is held to monitor duration and liquidity management. The duration of liabilities and assets are calculated separately by block and the duration-gap is analyzed. Considering that most insurance liabilities are single-pay products with benefit term ten years or less, AEGON-CNOOC purchased corporate bonds, government bonds, and statutory deposits to match this liability while operating funds are invested in the short-term bond, money-market fund and bond repurchase markets in order to achieve higher investment returns.

The respective Risk and Capital Committees of AEGON-CNOOC meet every quarter to manage and monitor asset and liability matching using the result of stress-test scenarios based on Economic Capital Model, liquidity tests and duration mismatch tests.

India - AEGON Religare

AEGON Religare has a Board level Investment Committee and Risk Management and Capital Committee. Additionally, there is a Management level Risk and Capital Committee. A regular review of risk and capital requirement is conducted across the committees. As most of the business is unit-linked product where investment risk is passed on to the policyholders, Asset Liability Management (ALM) is not critical to this line of business. Regular reviews are performed to ensure appropriate ALM for the closed block of business under the traditional endowment products, however with the increased focus on the traditional business with effect from September 2010 in the wake of the recent regulatory changes, AEGON Religare is in the process of reviewing its approach to asset liability management to refine the same as appropriate.

Japan - AEGON Sony Life and SA Re

AEGON Sony Life reinsures (cedes) 100% of its guarantees on the variable annuities to SA Re. SA Re has a comprehensive hedging program in place that covers all the major risk dimensions. Execution of this program is outsourced to AEGON USA Investment Management. Comprehensive risk management procedures have been defined to ensure implementation of appropriate risk management activities in accordance with AEGON 's Risk Management Policy.

In reinsuring various minimum variable annuity guarantees, SA Re accepts certain market and policyholder behavior risks. SA Re will cover payments under the guarantees to the extent that benefits to the policyholder exceed the variable annuity account value. The market risks will be managed through the use of capital markets hedging techniques.

The hedging program will include combinations of futures contracts, forwards and options on market indices such as (but not limited to) the NIKKEI, TOPIX, the S&P 500, FTSE 100, and the EuroStoxx 50. Because some of the equity indices are not traded in Japanese Yen (SA Re 's functional currency), the resulting currency exposure is hedged with foreign currency forwards. The hedging program requires a daily determination of risk exposures and regular monitoring of and trading on the markets when open. The program requires substantial amounts of cash, to cover potential losses on hedging instruments, transaction costs and other charges which will be supported by the shareholders as necessary. The hedge strategy is not expected to completely eliminate the volatility due to guarantee value changes. The hedge objective is to minimize income volatility, but it is expected that income volatility will be reduced by approximately 70%-80% of what it would be unhedged. The hedge will also not fund all changes in capital, as the minimization of income volatility leads to a strategy different from that required to minimize capital volatility.

Policyholder behavior risks are managed through a combination of product design (for example, investment mix limitations), pricing techniques (for example, assuming that the riskiest investment mix is elected), and through hedge construction and rebalancing to reflect emerging experience, and are reflected in the reinsurance premium that will be charged by SA Re to AEGON Sony Life. In addition to these pricing and hedging risk mitigation techniques, for certain products capital will contain a provision for adverse deviation. As such, increases in capital due to

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unexpected deviations in policyholder behavior or unfavorable basis error are cushioned by applying an assumption for hedge effectiveness in capital (and reflected in pricing) that is lower than is expected to be realized based on results from a ten year back test of our hedge strategy (the back test spans the period June 1999 to June 2009). SA Re s Risk & Capital Committee meets on a quarterly basis.

Table of Contents**4.3.8 Reinsurance ceded***China - AEGON-CNOOC*

AEGON-CNOOC shares its morbidity and mortality risk with some international reinsurers. The mortality risk of individual products is mainly shared by Swiss Re through the surplus reinsurance structure. Most of the morbidity risks are taken by Gen Re and Munich Re in quota share. The life and accidental group products are reinsured by Hannover Re and group health products are ceded to Munich Re. AEGON-CNOOC reviews the reinsurance structure regularly and adjusts it based on the claim experience and its risk acceptance capability.

India - AEGON Religare

Reinsurance arrangements are regulated through IRDA's regulations. AEGON Religare has reinsurance treaties with Munich Re, Swiss Re and RGA Re sharing mortality and morbidity risks through surplus and quota share arrangements on a risk premium basis.

Japan - AEGON Sony Life and SA Re

AEGON Sony Life reinsures (cede) 100% of its guarantees on the variable annuities to SA Re. AEGON Sony Life may utilize third party reinsurance for a minor portion, considering the transfer pricing issues.

4.4 Western Europe (Spain and France)**4.4.1. Background**

AEGON first entered the Spanish market in 1980 when it bought local insurer, Seguros Galicia. In recent years, AEGON's activities in Spain have grown rapidly, mainly due to distribution partnerships with some of the country's leading savings banks. AEGON Spain operates through two subsidiaries: AEGON Seguros Salud and AEGON Seguros de Vida. Administration and operational services to all companies in Spain, including joint ventures with third parties, are provided by AEGON Administracion y Servicios A.I.E., a separate legal entity. In addition, AEGON operates through partnerships with the saving banks Caja Mediterraneo (CAM), Caja Navarra, Caja Badajoz, Caja Cantabria and Caixa Terrassa.

At the end of 2002, AEGON agreed a partnership with mutual insurer La Mondiale, one of France's leading insurance and pension companies. AEGON has a 35 percent interest in La Mondiale's subsidiary company La Mondiale Participations. La Mondiale Participations offers a wide range of life insurance, pension, savings, investment, asset management and accident and health products to both corporations and individual retail customers.

4.4.2. Organizational structure

AEGON's main subsidiaries and affiliates in Spain are:

AEGON Seguros Salud

AEGON Seguros de Vida

AEGON Administracion y Servicios A.I.E

Mediterraneo Vida, 49.99%

Caja Badajoz Vida y Pensiones, 50%

CAN Vida y Pensiones, 50%

Cantabria Vida y Pensiones, 50%

Caixa Terrassa Vida y Pensiones, 50%

4.4.3. Overview sales and distribution channels

In Spain, over 70 percent of life insurance policies are sold through the country's retail banks. For this reason, Spain in recent years has been an important part of AEGON's efforts to expand its web of bank distribution partnerships. AEGON now has partnerships in place with five of Spain's leading savings banks, giving the Group access to nearly 2,100 branches across the country:

Caja de Ahorros del Mediterráneo

Caja Navarra

Caja de Badajoz

Caja Cantabria

Caixa Terrassa

AEGON's partnership with Caja de Ahorros del Mediterraneo (CAM) goes back to 2004. CAM is Spain's sixth largest savings bank by profit and by number of branches. CAM has a network of more than 1,120 branches across the Valencia, Murcia and Catalonia provinces, as well as in Madrid and on the Balearic and Canary Islands. AEGON and CAM have a 49.99 respectively 50.01 percent interest in Mediterraneo Vida, the life insurance and pensions company that has exclusive access to CAM's branch network.

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AEGON's partnership with Caja Navarra was signed in November 2005. Caja Navarra has a total of 379 branches in the north of Spain, close to the border with France. Under the agreement, AEGON acquired a 50 percent interest in Caja Navarra's pension and life insurance business. AEGON and Caja Navarra are also exploring other areas of possible cooperation, including health insurance.

Caja Badajoz has a network of some 216 branches, primarily in the western region of Extremadura, which adjoins Spain's border with Portugal. Under the partnership, also agreed in 2005, AEGON and Caja Badajoz have set up a 50/50 joint company to sell life insurance and pensions.

Caja Cantabria is one of the largest savings banks in northern Spain, with a total of 172 branches, located primarily in its home province of Cantabria.

Caixa Terrassa is one of the largest savings banks in Catalonia. As a result of this partnership, AEGON has access to one of the wealthiest areas of Spain.

The Group's current partnerships distribute a combination of life insurance and pension products. AEGON also uses brokers to distribute its products, particularly individual life insurance, throughout both urban and rural areas.

Savings banks (cajas) in Spain continued to restructure and consolidate during 2010, reducing the total number from 45 to 18. In addition to numerous mergers, 22 savings banks have been affected by agreements according to Spain's Institutional Protection System (SIP). Regarding AEGON partners:

CAM and Caja Cantabria have approved their integration into a SIP called Banco Base, along with other cajas;

Caja Navarra has become part of Banca Cívica SIP, along with Caja Burgos, Caja Canarias y CajaSol;

Caixa Terrassa has merged with two other saving banks (Caixa Sabadell and Caixa Manlleu) to create a new company (Unnim);

Caja Badajoz is going to be part of the new SIP called Grupo Caja 3;
Due to this restructuring, AEGON faces a complex integration process.

In Q4 2010, AEGON signed an agreement with Banca Cívica to considerably improve the current contract with Caja Navarra and to integrate 50% of the life business of Caja Burgos.

4.4.4. Overview lines of business

AEGON Spain focuses primarily on retail customers. It offers both life insurance and accident and health cover. In particular, AEGON Spain offers pensions as well as both traditional life and unit-linked variable life products, a market traditionally dominated by the country's retail banks.

4.4.5. Competition

There is considerable competition in the Spanish market, major competitors are the bank-owned insurance companies for life and pension products, and foreign and local companies for health insurance products.

4.4.6. Regulation

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The Dirección General de Seguros (DGS) is the regulatory authority for the Spanish insurance industry. Insurance companies are required to report to the DGS on a quarterly basis. Spanish regulations incorporate all the requirements of the relevant EU Directives. In terms of solvency margin, local regulations are based on a percentage of the reserves for the life insurance business and on a percentage of premiums for the health insurance business.

AEGON Spain's investment portfolio is regulated by Spanish law, which is based on the Third EU Directive (92/96/EEC). The regulation requires the appropriate matching of investments and technical provisions, and it also establishes the main characteristics of the assets that can be applied to asset liability management. There are limitations on the amounts that can be invested in unsecured loans, unquoted stocks, single investments in real estate, and a single loan or debtor.

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4.4.7. Asset liability management

AEGON Spain's approach to asset liability management is to make projections of asset and liability cash flows, to calculate their present values using a market yield curve, and to compute the main parameters affecting these cash flows (e.g. duration and convexity). The goal is to lock in the spread by matching the duration of assets to the duration of liabilities.

4.4.8. Reinsurance ceded

AEGON Spain has proportional reinsurance protection in place for its individual risk policies and non-proportional protection for its group risk policies. This strategy is in line with standard practice within the insurance industry. With this approach, AEGON is seeking to diversify its insurance risk and limit the maximum possible losses on risks that exceed policy retention levels. Maximum retention levels vary by product and by nature of the risk being reinsured. Generally, however, the retention limit is between EUR 45,000 and EUR 60,000 per life insured. AEGON Spain remains contingently liable with respect to the amount ceded should the reinsurance company fail to meet its obligations.

AEGON Spain, generally, works only with reinsurance companies that have a credit rating from Standard & Poor's of at least A-. To lessen its exposure to defaults, AEGON Spain regularly monitors the creditworthiness of its reinsurers. Where appropriate, additional protection is taken out through funds that are withheld for investment by the ceding company.

4.4.9 France

In 2002, AEGON signed a partnership with mutual insurer La Mondiale, one of France's largest providers of life insurance and pensions. AEGON and La Mondiale work together in a number of areas, including pensions, asset management and distribution. In 2005, the AEGON Pension Network was launched in collaboration with La Mondiale. As part of the partnership, AEGON took a 20 percent stake in La Mondiale's subsidiary La Mondiale Participations, increasing it later to 35 percent.

AEGON's partnership with La Mondiale gives the Group a foothold in Europe's second largest insurance market. As in Spain, most life insurance in France—more than 50 percent—is sold via retail banks or La Poste, France's post office.

In July 2007, La Mondiale and fellow insurer AG2R announced a merger. The merger—which does not affect AEGON's partnership with La Mondiale—has created a significant insurer in France, who ranks among the ten largest insurer of individuals, serving some 8 million customers (including retirees). The new group became operational at the start of 2008.

4.5 Variable Annuities Europe

4.5.2 Organizational structure

Variable Annuities Europe is a business line of AEGON Ireland plc.

4.5.3 Overview sales and distribution channels

The Variable Annuities distribution channels are AEGON's Regional Sales Centres, Access and Partnerships with major third parties such as HSBC, Barclays and Openwork.

The international bond sales distribution is comprised of two channels: (1) Independent Financial Advisors or retail which focuses on the mass affluent and high net worth market and (2) Partnerships which includes private wealth and tied distribution

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4.5.4 Overview lines of business

4.5.4.1 Variable annuities

Variable annuity products are essentially unit-linked life insurance products with guarantees. They typically offer a range of investment fund options linked in various proportions at the choice of the policyholder - to equities and fixed interest investments. The guarantees may take several different forms from guarantees of a minimum level of future income for life (immediate or deferred) or for a given term; capital guarantees over a defined period and death benefits. Charges for the guarantees are applied to the policyholder's account value and typically vary according to the proportion of equity investment. The risk is that poor market performance or extreme longevity erodes the policyholder account value to the extent that the insurance charges prove inadequate to meet the cost of the benefits in excess of the policyholder's remaining account value.

Variable annuities allow a customer to participate in equity or bond market performance with the assurance of a minimum level of future benefit, regardless of the performance of their account. Variable annuities allow a customer to select payout options designed to help meet their need for income upon maturity, including lump sum payment or income for life or for a period of time.

Premiums paid on variable annuity contracts are invested in underlying funds, including bond and equity funds and (usually) a cash fund. In most products, the investment options are selected by a client based on the client's preferred level of risk. The assets and liabilities related to this product are legally segregated for the benefit of particular policyholders in separate accounts of the insurance company. These separate accounts are classified as investments for the account of policyholders. Various riders are available on variable annuity contracts, providing guaranteed minimum death, maturity, withdrawal or income benefits.

The account value of variable annuities reflects the performance of the funds. The insurance provider earns administration and expense charges as well as guarantee charges for the guaranteed benefits. Surrender charges are generally not a large form of revenue as policyholder surrender rates are typically lower when a surrender charge penalty is still present. Any surrender charges collected are typically applied to recoup outstanding installation costs.

4.5.4.2 Offshore bonds

Offshore Wealth Management products are open-ended, unit-linked, life insurance products. They offer a wide range of investment choices, allowing investment into an almost unlimited range of collective investment schemes such as unit trusts, SICAVs and open-ended investment companies (OEICs), together with internal linked funds and cash deposits. The premiums paid are invested in the underlying funds as selected by the client based on their preferred level of risk. The assets and liabilities related to this product are legally segregated for the benefit of particular policyholders in separate accounts of the insurance company. These separate accounts are classified as investments for the account of policyholders.

Offshore Wealth Management products allow a customer to make regular withdrawals from their policy as long as there is sufficient value in the underlying fund. The death benefit is typically 100.1% of the surrender value of the policy on the death of the last life assured. Offshore Wealth Management Products do not have any explicit guarantees. Their surrender value reflects the performance of the funds selected by the client. Therefore, the final surrender value of the policy may be less than the original investment.

The account value of Offshore Wealth Management products reflects the performance of the funds. The insurance provider earns ongoing administration and expense charges on the policy. Any surrender charges collected are typically applied to recoup outstanding installation costs.

4.5.5 Competition

Competition is steadily increasing in most of the variable annuities markets in Europe, particularly in the United Kingdom and Germany. The financial crisis led to the exit of Hartford, which shook confidence in the market. AEGON's main competitors in Europe are AXA, Allianz, ING, MetLife and SwissLife. MetLife has become market leader and has increased its sales team significantly along with its internal sales support. MetLife are currently selling approximately GBP 25 million guaranteed bonds per month and approximately GBP 18 million guaranteed pensions. Sun Life Financial of Canada increased its sales team in 2010 and aims to further develop its i2Live pensions product.

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The high-tax, low interest rates and positive equity market environment has driven the international bond market upwards. While AEGON Ireland's International Bond production has followed a positive upward trend since Q2 2009, AEGON's market share has only kept pace with growth in the market over the same period, placing AEGON in sixth place behind AXA, Canada Life, Lloyds, Standard Life and Skandia. This is mainly due to competitors who have established panel relationships with big delegated wealth players and the pricing and propositions that supported them. Key channels going forward will be platforms and wealth managers/private banks.

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4.5.6 Regulation and supervision

AEGON Ireland is registered as a life insurance company in Ireland under the European Communities (Life Assurance) Framework Regulations 1994 (the 1994 Regulations) which implements the Consolidated Life Directive in Ireland. AEGON Ireland is regulated by the Irish Financial Regulator. As an Irish authorized life insurance company, AEGON Ireland may undertake life insurance business in any member state of the European Economic Area on either a freedom of services (FOS) or freedom of establishment (FOE) basis, subject to the notification requirements set out in the 1994 Regulations. AEGON Ireland currently operates on a FOS basis in the United Kingdom and the Netherlands selling life insurance products in class III and I, AEGON Ireland must ensure it complies with the general good provisions that apply to insurers selling such policies in these jurisdictions.

The Irish Financial Regulator has sole responsibility for (and very extensive powers in relation to) the prudential supervision and regulation of AEGON Ireland in consequence of its regulatory status, AEGON Ireland is subject to a large number of significant restrictions on its:

capital and solvency position

scope of business activities

interaction with other group companies

reporting and prudential supervision

corporate governance

The Irish Financial Regulator's supervisory process is carried out by way of:

analysis of returns submitted;

risk-rating of undertakings;

themed inspections across the life insurance industry;

annual review meetings with individual life insurance undertakings; and

regular correspondence and engagement with undertakings under our supervision.

Variable annuities allow a customer to participate in equity or bond market performance with the insurance of a minimum level of future benefit, regardless of the performance of their account. Variable annuities allow a customer to select payout options designed to help meet their need for income upon maturity, including lump sum payment or income for life or for a period of time.

Premiums paid on variable annuity contracts are invested in underlying funds, including bond and equity funds and (usually) a cash fund. In most products, the investment options are selected by a client based on the client's preferred level of risk. The assets and liabilities related to this product are legally segregated for the benefit of particular policyholders in separate accounts of the insurance company. These separate accounts are classified as investments for the account of policyholders. Various riders are available on variable annuity contracts, providing guaranteed minimum death, maturity, withdrawal or income benefits.

The account value of variable annuities reflects the performance of the funds. The insurance provider earns administration and expense charges as well as guarantee charges for the guaranteed benefits. Surrender charges are generally not a large form of revenue as policyholder surrender rates are typically lower when a surrender charge penalty is still present. Any surrender charges collected are typically applied to recoup outstanding installation costs.

4.6 Asset Management

4.6.1 Organizational structure

AEGON Asset Management consists of ten entities situated within the Netherlands, the UK, the US, Central Europe, Hong Kong, China and India. In 2010 these were managed by a global board with a regional structure reporting into it (Americas, Europe, Asia).

4.6.2 Overview sales and distribution channels

AEGON Asset Management's primary customer is affiliated AEGON insurance units. In Europe and the US, AEGON Asset Management entities have close links with local insurance companies. Inflows to funds under management are derived through the sales efforts of these insurance companies who subsequently invest the proceeds into general account or unit-linked funds depending on the nature of the product sold. In some cases AEGON Asset Management holds a monopoly over this relationship in a closed architecture whilst in others AEGON Asset Management competes with external asset managers in an open architecture structure.

AEGON Asset Management also interacts directly with third party customers. Third party customers are split into two categories – Retail (primarily investing via collective investment schemes) and Institutional (primarily companies and pension funds with separate requirements). These are serviced by a dedicated sales/marketing force using a variety of distribution channels.

Table of Contents**4.6.3 Overview lines of business**

AEGON Asset Management operates three lines of business – general account, unit-linked and third party corresponding to the client groups listed above. In Asia, all of our business was third party in 2010. In the United States, most of our business is general account although there is some unit-linked and third party business. In Europe we manage a combination of general account, unit-linked and third party business.

General account business consists of funds which are held on the balance sheet of AEGON insurance affiliates for the purposes of meeting liabilities to policyholders, typically where the insurer has given the policyholder a guarantee. These assets are carefully managed in order to match the insurers liabilities to policyholders obligations. As a rule, general account assets are managed in a closed architecture structure. The main asset class is fixed income and we also make use of various derivative instruments.

Unit-linked business generally consists of funds on the insurers balance sheet where the policyholder return is determined by the investment return of the fund (hence this business is for the risk of policyholders rather than AEGON). These funds are normally managed with an objective to beat a target (typically a benchmark or peer group). The main asset classes include fixed income, equities, real estate, mortgage loans and alternatives. In the United States and the United Kingdom a significant element of unit-linked business is conducted on an open architecture basis.

Third party business is not normally on the AEGON balance sheet and typically product design and distribution are controlled by AEGON Asset Management rather than the affiliated insurance companies, although some third party business is sourced through co-operation arrangements with the insurance affiliates. The retail businesses typically sell collective investment vehicles (mutual funds) to the public via intermediaries. The main asset classes are fixed income and equities and the funds are normally managed against a peer group target. The institutional businesses typically sell bespoke services to large corporations or pension funds. They employ a full range of asset classes and manage the funds against objectives, targets and risk profiles agreed with the clients. We offer both absolute and relative return products. AEGON Asset Management distribute these services internationally.

4.6.4 Competition

AEGON Asset Management competes with other asset management companies for open architecture unit-linked business and third party business. AEGON Asset Management's competitors include global asset managers and local specialists in the countries where we are active. We generally have different competitors for different types of asset class or different styles of management. During 2010, the asset management industry began to emerge from the credit crisis as markets recovered and profit and loss accounts became healthier. Asset managers have resumed investment in their businesses and marketing activities. In third party markets, there is evidence of a shift in customers' requirements towards absolute return funds, global products (eg global equities) and solutions tailored to their specific requirements.

4.6.5 Regulation and supervision

AEGON Asset Management has a global holding company, AEGON Asset Management Holding B.V., which is regulated by the DNB (Dutch Central Bank) under the European consolidated supervision rules. In Europe, regulation for asset management companies is different from that for insurers as it is based on separate European Directives. However, in most jurisdictions the same regulators oversee insurance and asset management, AEGON Asset Management's underlying operating entities are regulated by their local regulators, including the AFM and DNB (for Dutch entities), the FSA (for UK based entities), the SEC (for US based entities) and the CSRS (for Chinese based entities).

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4C Organizational structure

AEGON N.V. is a holding company that operates through its subsidiaries. For a list of names and locations of the most important group companies, see Note 18.53 of the notes to our consolidated financial statements in Item 18 of this Annual Report on Form 20-F.

The main operating units of the AEGON Group are separate legal entities organized under the laws of their respective countries. The shares of those legal entities are directly or indirectly held by two intermediate holding companies incorporated under Dutch law: AEGON Nederland N.V., the parent company of the Dutch operations, and AEGON International B.V., which holds the Group companies of all countries except the Netherlands.

4D Description of property

In the United States, AEGON owns many of the buildings that the company uses in the normal course of its business, primarily as offices. AEGON owns 19 offices located throughout the United States with a total square footage of 2.3 million. AEGON also leases space for various offices located throughout the United States under long-term leases with a total square footage of 1.6 million. AEGON's principal offices are located in Baltimore, Maryland; Cedar Rapids, Iowa; Louisville, Kentucky; Los Angeles, California; Frazer, Pennsylvania; St. Petersburg, Florida; Plano, Texas; Harrison, New York; and Charlotte, North Carolina.

Other principal offices owned by AEGON are located in The Hague, The Netherlands; Budapest, Hungary; and Madrid, Spain. AEGON leases its headquarters and other offices in the Netherlands (Leeuwarden), the United Kingdom and Canada under long-term leases. AEGON believes that its properties are adequate to meet its current needs.

ITEM 4A. UNRESOLVED STAFF COMMENTS

Not applicable

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ITEM 5. OPERATING AND FINANCIAL REVIEW AND PROSPECTS**5.1 Introduction**

AEGON is committed to providing information on key factors that drive its business and affect its financial condition, results and value. For a discussion of critical accounting policies see *Application of Critical Accounting Policies* *IFRS Accounting Policies* . For a discussion of our risk management methodologies see Item 11 *Quantitative and Qualitative Disclosure About Market Risk* and Item 18.4 of the notes to our consolidated financial statements in this Annual Report on Form 20-F included in this Report.

5.2 Application of Critical Accounting Policies - IFRS Accounting Policies

The Operating and Financial Review and Prospects are based upon AEGON's consolidated financial statements, which have been prepared in accordance with IFRS. Application of the accounting policies in the preparation of the financial statements requires management to apply judgment involving assumptions and estimates concerning future results or other developments, including the likelihood, timing or amount of future transactions or events. There can be no assurance that actual results will not differ materially from those estimates. Accounting policies that are critical to the financial statement presentation and that require complex estimates or significant judgment are described in the following sections.

i Valuation of assets and liabilities arising from life insurance contracts**General**

The liability for life insurance contracts with guaranteed or fixed account terms is either based on current assumptions or on the assumptions established at inception of the contract, reflecting the best estimates at the time increased with a margin for adverse deviation. All contracts are subject to liability adequacy testing which reflects management's current estimates of future cash flows. To the extent that the liability is based on current assumptions, a change in assumptions will have an immediate impact on the income statement. Also, if a change in assumption results in the failure of the liability adequacy test, the entire deficiency is recognized in the income statement. To the extent that the failure relates to unrealized gains and losses on available-for-sale investments, the additional liability is recognized in the revaluation reserve in equity.

Some insurance contracts without a guaranteed or fixed contract term contain guaranteed minimum benefits. Depending on the nature of the guarantee, it may either be bifurcated and presented as a derivative or be reflected in the value of the insurance liability in accordance with local accounting principles. Given the dynamic and complex nature of these guarantees, stochastic techniques under a variety of market return scenarios are often used for measurement purposes. Such models require management to make numerous estimates based on historical experience and market expectations. Changes in these estimates will immediately affect the income statement.

In addition, certain acquisition costs related to the sale of new policies and the purchase of policies already in force are recorded as DPAC and VOBA assets respectively and are amortized to the income statement over time. If the assumptions relating to the future profitability of these policies are not realized, the amortization of these costs could be accelerated and may even require write offs due to unrecoverability.

Actuarial assumptions

The main assumptions used in measuring DPAC, VOBA and the liabilities for life insurance contracts with fixed or guaranteed terms relate to mortality, morbidity, investment return and future expenses. Depending on local accounting principles, surrender rates may be considered.

Mortality tables applied are generally developed based on a blend of company experience and industry wide studies, taking into consideration product characteristics, own risk selection criteria, target market and past experience. Mortality experience is monitored through regular studies, the results of which are fed into the pricing cycle for new products and reflected in the liability calculation when appropriate. For contracts insuring survivorship, allowance may be made for further longevity improvements. Morbidity assumptions are based on own claims severity and frequency experience, adjusted where appropriate for industry information.

Investment assumptions are either prescribed by the local regulator or based on management's future expectations. In the latter case, the anticipated future investment returns are set by management on a countrywide basis, considering available market information and economic indicators.

Assumptions on future expenses are based on the current level of expenses, adjusted for expected expense inflation if appropriate.

Surrender rates depend on product features, policy duration and external circumstances such as the interest rate environment and

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competitor and policyholder behavior. Credible own experience, as well as industry published data, are used in establishing assumptions. Lapse experience is correlated to mortality and morbidity levels, as higher or lower levels of surrenders may indicate future claims will be higher or lower than anticipated. Such correlations are accounted for in the mortality and morbidity assumptions based on the emerging analysis of experience.

Reserve for guaranteed minimum benefits

See Item 5.2.iii of this Annual Report on Form 20-F for further discussion on guaranteed minimum benefits in our insurance products.

DPAC and VOBA

A significant assumption related to estimated gross profits on variable annuities and variable life insurance products in the United States and some of the smaller country units, is the annual long-term growth rate of the underlying assets. As equity markets do not move in a systematic manner, assumptions as to the long-term growth rate are made after considering the effects of short-term variances from the long-term assumptions (a reversion to the mean assumption) and the effects of hedging. The reconsideration of this assumption may affect the original DPAC or VOBA amortization schedule, referred to as DPAC or VOBA unlocking. The difference between the original DPAC or VOBA amortization schedule and the revised schedule, which is based on estimates of actual and future gross profits, is recognized in the income statement as an expense or a benefit in the period of determination.

Estimated gross profits on variable life and variable annuity products in the Americas include a short- and long term equity market return assumption. As of the second quarter of 2010, AEGON held its short-term equity market return assumption equal to its long-term assumption at 9%, reflecting continued volatility experienced in equity markets and the use of macro equity hedges. On a quarterly basis the difference between the estimated equity market return and the actual market return is unlocked.

At December 31, 2010, other assumptions applicable to the reversion to the mean assumptions for variable products, primarily variable annuities, were as follows in the United States: gross long-term equity growth rate of 9% (2009: 9%); gross short- and long-term fixed security growth rate of 6% (2009: 6%); and the gross short- and long-term growth rate for money market funds of 3.5% (2009: 3.5%).

A 1% decrease in the expected long-term equity growth rate with regards to our variable annuities and variable life insurance products in the United States and Canada would result in a decrease in DPAC and VOBA balances and reserve strengthening of approximately EUR (92) million, while a change in the short-term equity growth rate by 1% (increase or decrease) would result in DPAC and VOBA balances and reserve changes of approximately EUR (59) million. A change in both the long-term and short-term equity growth rates to 8% would result in a decrease in DPAC and VOBA balances and reserve strengthening of approximately EUR (151) million. The DPAC and VOBA balances for these products in the United States and Canada amounted to EUR 1.7 billion at December 31, 2010.

For the fixed annuities and fixed universal life insurance products, the estimated gross profits (EGP) calculations include a net interest rate margin, which we assume will remain practically stable under any reasonably likely interest-rate scenario.

Applying a reasonably possible increase to the mortality assumption, which varies by block of business, would impact net income by approximately EUR (49) million. A 20% increase in the lapse assumption would impact net income by approximately EUR 36 million.

Any reasonably likely changes in the other assumptions we use to determine EGP margins (i.e. maintenance expenses, inflation and disability) would impact net income by less than EUR 12 million (per assumption change).

DPAC

The movements in DPAC over 2010 compared to 2009 can be summarized and compared as follows:

In million EUR	2010	2009
At January 1	10,900	12,224
Costs deferred/rebates granted during the year	1,540	1,555
Disposal of group assets	(69)	(297)
Amortization through income statement	(1,269)	(1,190)

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Shadow accounting adjustments	(489)	(1,455)
Net exchange differences	734	78
Other	(7)	(15)
At December 31	11,340	10,900

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In million EUR

	Americas	The Netherlands	United Kingdom	New Markets	Total
2010					
Life	5,199	247	177	174	5,797
Individual savings and retirement products	1,071			23	1,094
Pensions	346	49	3,056		3,451
Life reinsurance	996				996
Non-life				2	2
At December 31	7,612	296	3,233	199	11,340

In million EUR

	Americas	The Netherlands	United Kingdom	New Markets	Total
2009					
Life	4,905	374	196	149	5,624
Individual savings and retirement products	1,145			19	1,164
Pensions	379	58	2,773		3,210
Life reinsurance	900				900
Non-life				2	2
At December 31	7,329	432	2,969	170	10,900

VOBA

The movement in VOBA over 2010 can be summarized and compared to 2009 as follows:

In million EUR

	2010	2009
At January 1	3,362	4,119
Additions	1	4
Amortization / depreciation through income statement	(185)	(332)
Shadow accounting adjustments	(187)	(427)
Net exchange differences	230	(2)
At December 31	3,221	3,362

In million EUR

	Americas	The Netherlands	United Kingdom	New Markets	Total
2010					
Life	1,461	3		56	1,520
Individual savings and retirement products	169				169
Pensions	82	50	732		864
Life reinsurance	580				580
Distribution		82			82
Run off businesses	6				6
Total VOBA	2,298	135	732	56	3,221
2009					
Life	1,562	3	1	64	1,630
Individual savings and retirement products	188				188
Pensions	85	55	734		874
Life reinsurance	560				560

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Distribution		96			96
Run off businesses	14				14
Total VOBA	2,409	154	735	64	3,362

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Investment contracts issued by AEGON are either carried at fair value (if they are designated as financial liabilities at fair value through profit or loss) or amortized cost (with fair value being disclosed in the notes to the consolidated financial statements). These contracts are not quoted in active markets and their fair values are determined by using valuation techniques, such as discounted cash flow methods and stochastic modeling or in relation to the unit price of the underlying assets. All models are validated and calibrated. A variety of factors are considered, including time value, volatility, policyholder behavior, servicing costs and fair values of similar instruments. Credit spread is considered in measuring the fair value of derivatives (including derivatives embedded in insurance contracts), borrowings and other liabilities.

Fair value of financial assets and liabilities

The estimated fair values of AEGON's financial assets and liabilities are presented in the respective notes to the balance sheet together with their carrying values. The estimated fair values correspond with the amounts at which the financial instruments at AEGON's best estimate could have been traded at the balance sheet date between knowledgeable, willing parties in arm's length transactions. When available, AEGON uses quoted market prices in active markets to determine the fair value of investments and derivatives. In the absence of an active market, the fair value of investments in financial assets is estimated by using other market observable data such as corroborated external quotes and present value or other valuation techniques. An active market is one in which transactions are taking place regularly on an arm's length basis. Although not necessarily determinative, indicators that a market is inactive are lower transaction volumes, reduced transaction sizes and, in some cases, no observable trading activity for short periods. A fair value measurement assumes that an asset or liability is exchanged in an orderly transaction between market participants, and accordingly, fair value is not determined based upon a forced liquidation or distressed sale.

Valuation techniques are used when AEGON determines the market is inactive or quoted market prices are not available for the asset or liability at the measurement date. However, the fair value measurement objective remains the same, that is, to arrive at the price at which an orderly transaction would occur between market participants at the measurement date. Therefore, unobservable inputs reflect AEGON's own assumptions about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk). These inputs are developed based on the best information available.

AEGON employs an oversight structure over valuation of financial instruments that includes appropriate segregation of duties. Senior management, independent of the investing functions, is responsible for the oversight of control and valuation policies and for reporting the results of these policies. For fair values determined by reference to external quotation or evidenced pricing parameters, independent price determination or validation is utilized to corroborate those inputs. Further details of the validation processes are set out below.

Shares

Fair values for unquoted shares are estimated using observations of the price/earnings or price/cash flow ratios of quoted companies considered comparable to the companies being valued. Valuations are adjusted to account for company-specific issues and the lack of liquidity inherent in an unquoted investment. Illiquidity adjustments are generally based on available market evidence. In addition, a variety of other factors are reviewed by management, including, but not limited to, current operating performance, changes in market outlook and the third-party financing environment.

The fair values of investments held in non-quoted investment funds (hedge funds, private equity funds) are determined by management after taking into consideration information provided by the fund managers. AEGON reviews the valuations each month and performs analytical procedures and trending analyses to ensure the fair values are appropriate.

Debt securities

When available, AEGON uses quoted market prices in active markets to determine the fair value of its debt securities. These market quotes are obtained through index prices or pricing services.

The fair values of debt securities are determined by management after taking into consideration several sources of data. AEGON's valuation policy dictates that publicly available prices are initially sought from several third party pricing services. In the event that pricing is not available from these services, those securities are submitted to brokers to obtain quotes. The majority of brokers' quotes are non-binding. As part of the pricing process, AEGON assesses the appropriateness of each quote (i.e., as to whether the quote is based on observable market transactions or not) to determine the most appropriate estimate of fair value. Lastly, securities are priced using internal cash flow modeling techniques. These valuation methodologies commonly use the following inputs: reported trades, bids, offers, issuer spreads, benchmark yields, estimated prepayment speeds, and/or estimated cash flows. Only pricing services and brokers with a substantial presence in the market and with

appropriate experience and expertise are used.

Third party pricing services will often determine prices using recently reported trades for identical or similar securities. The pricing service makes adjustments for the elapsed time from the trade date to the balance sheet date to take into account available market information. Lacking recently reported trades, third party pricing services and brokers will use modeling techniques to determine a security price where expected future cash flows are developed based on the performance of the underlying collateral and discounted using an estimated market rate. Also included within the modeling techniques for ABS Housing, RMBS, CMBS and CDO securities

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are estimates of the speed at which principal will be repaid over their remaining lives. These estimates are determined based on historical repayment speeds (adjusted for current markets) as well as the structural characteristics of each security.

Each month, AEGON performs an analysis of the inputs obtained from third party services and brokers to ensure that the inputs are reasonable and produce a reasonable estimate of fair value. AEGON's asset specialists and investment valuation specialists consider both qualitative and quantitative factors as part of this analysis. Several examples of analytical procedures performed include, but are not limited to, recent transactional activity for similar debt securities, review of pricing statistics and trends and consideration of recent relevant market events.

Credit ratings are also an important consideration in the valuation of securities and are included in the internal process for determining AEGON's view of the risk associated with each security. However, AEGON does not rely solely on external credit ratings and there is an internal process, based on market observable inputs, for determining AEGON's view of the risks associated with each security.

AEGON's portfolio of private placement securities (held at fair value under the classification of available-for-sale or fair value through profit or loss) is valued using a matrix pricing methodology. The pricing matrix is obtained from a third party service provider and indicates current spreads for securities based on weighted average life, credit rating, and industry sector. Each month, AEGON's asset specialists review the matrix to ensure the spreads are reasonable by comparing them to observed spreads for similar bonds traded in the market. Other inputs to the valuation include coupon rate, the current interest rate curve used for discounting and an illiquidity premium to account for the illiquid nature of these securities. The illiquidity premiums are determined based upon the pricing of recent transactions in the private placements market; comparing the value of the privately offered security to a similar public security. The impact of the illiquidity premium for private placement securities to the overall valuation is insignificant.

Mortgages, policy loans and private loans *(held at amortized cost)*

For private loans, fixed interest mortgage and other loans originated by the Group, the fair value used for disclosure purposes is estimated by discounting expected future cash flows using a current market rate applicable to financial instruments with similar yield, credit quality and maturity characteristics.

The fair value of floating interest rate mortgages, policy loans and private placements used for disclosure purposes is assumed to be approximated by their carrying amount, adjusted for changes in credit risk. Credit risk adjustments are based on market observable credit spreads if available, or management's estimate if not market observable.

Money market and other short term investments and deposits with financial institutions

The fair value of assets maturing within a year is assumed to be approximated by their carrying amount adjusted for credit risk where appropriate. Credit risk adjustments are based on market observable credit spreads if available, or management's estimate if not market observable.

Free standing financial derivatives

Where quoted market prices are not available, other valuation techniques, such as option pricing or stochastic modeling, are applied. The valuation techniques incorporate all factors that a typical market participant would consider and are based on observable market data when available. Models are validated before they are used and calibrated to ensure that outputs reflect actual experience and comparable market prices.

Fair values for exchange-traded derivatives, principally futures and certain options, are based on quoted market prices in active markets. Fair values for over-the-counter (OTC) derivative financial instruments represent amounts estimated to be received from or paid to a third party in settlement of these instruments. These derivatives are valued using pricing models based on the net present value of estimated future cash flows, directly observed prices from exchange-traded derivatives, other OTC trades, or external pricing services. Most valuations are derived from swap and volatility matrices, which are constructed for applicable indices and currencies using current market data from many industry standard sources. Option pricing is based on industry standard valuation models and current market levels, where applicable. The pricing of complex or illiquid instruments is based on internal models or an independent third party. For long-dated illiquid contracts, extrapolation methods are applied to observed market data in order to estimate inputs and assumptions that are not directly observable. To value OTC derivatives, management uses observed market information, other trades in the market and dealer prices.

AEGON normally mitigates counterparty credit risk in derivative contracts by entering into collateral agreements where practical and in ISDA master netting agreements for each of the Group's legal entities to facilitate AEGON's right to offset credit risk exposure. In the event no collateral is held by AEGON or the counterparty, the fair value of derivatives is adjusted for credit risk based on market observable spreads.

Changes in the fair value of derivatives attributable to changes in counterparty credit risk were not significant.

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Derivatives embedded in insurance contracts including guarantees

Certain guarantees for minimum benefits in insurance and investment contracts are carried at fair value. These guarantees include guaranteed minimum withdrawal benefits (GMWB) in the United States which are offered on some AEGON variable annuity products and are also assumed from a ceding company; minimum interest rate guarantees on insurance products offered in The Netherlands, including group pension and traditional products; Variable annuities sold in Europe; and guaranteed minimum accumulation benefits on segregated funds sold in Canada.

The fair values of these guarantees are calculated as the present value of future expected payments to policyholders less the present value of assessed rider fees attributable to the guarantees. Given the complexity and long-term nature of these guarantees which are unlike instruments available in financial markets, their fair values are determined by using stochastic techniques under a variety of market return scenarios. A variety of factors are considered, including expected market rates of return, equity and interest rate volatility, credit spread, correlations of market returns, discount rates and actuarial assumptions.

The expected returns are based on risk-free rates. The credit spread is set by using the credit default swap (CDS) spreads of a reference portfolio of life insurance companies (including AEGON), adjusted to reflect the subordination of senior debt holders at the holding company level to the position of policyholders at the operating company level (who have priority in payments to other creditors). Because CDS spreads for US life insurers differ significantly from that for European life insurers, AEGON's assumptions are set by region to reflect these differences in the valuation of the guarantee embedded in the insurance contracts.

For equity volatility, AEGON uses a term structure assumption with market-based implied volatility inputs for the first five years and a long-term forward rate assumption of 25% thereafter. The volume of observable option trading from which volatilities are derived generally declines as the contracts' term increases, therefore, the volatility curve grades from implied volatilities for five years to the ultimate rate. The resulting volatility assumption in year 20 for the S&P 500 index (expressed as a spot rate) was 24.8% at December 31, 2010 and 25.3% at December 31, 2009. Correlations of market returns across underlying indices are based on historical market returns and their inter-relationships over a number of years preceding the valuation date. Assumptions regarding policyholder behavior, such as lapses, included in the models are derived in the same way as the assumptions used to measure insurance liabilities.

These assumptions are reviewed at each valuation date, and updated based on historical experience and observable market data, including market transactions such as acquisitions and reinsurance transactions.

Since many of the assumptions are unobservable and are considered to be significant inputs to the liability valuation, the liability included in future policy benefits has been reflected within Level III of the fair value hierarchy. Refer to Note 18.45 of the notes to our financial statements in Item 18 of this Annual Report for more details about AEGON's guarantees.

Investment contracts

Similar to embedded derivatives in insurance contracts, certain investment products are not quoted in active markets and their fair values are determined by using valuation techniques. Because of the dynamic and complex nature of these cash flows, stochastic or similar techniques under a variety of market return scenarios are often used. A variety of factors are considered, including expected market rates of return, market volatility, correlations of market returns, discount rates and actuarial assumptions.

The expected returns are based on risk-free rates, such as the current London Inter-Bank Offered Rate (LIBOR) swap rates and associated forward rates or the current rates on local government bonds. Market volatility assumptions for each underlying index are based on observed market implied volatility data and/or observed market performance. Correlations of market returns for various underlying indices are based on observed market returns and their inter-relationships over a number of years preceding the valuation date. Current risk-free spot rates are used to determine the present value of expected future cash flows produced in the stochastic projection process.

Assumptions on customer behavior, such as lapses, included in the models are derived in the same way as the assumptions used to measure insurance liabilities.

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iii Guarantees in insurance contracts

For financial reporting purposes AEGON distinguishes between the following types of minimum guarantees:

- 1) Financial guarantees: these guarantees are treated as bifurcated embedded derivatives, valued at fair value and presented as derivatives (refer to Note 18.2.10 and Note 18.3 of the notes to our financial statements in Item 18 of this Annual Report);
- 2) Total return annuities: these guarantees are not bifurcated from their host contracts because they are valued at fair value and presented as part of insurance contracts (refer to see Note 18.2.9 of the notes to our financial statements in Item 18 of this Annual Report);
- 3) Life contingent guarantees in the United States: these guarantees are not bifurcated from their host contracts, valued in accordance with insurance accounting (ASC 944, Financial Services - Insurance) and presented together with insurance liabilities (refer to Note 18.2.19 and Note 18.3 of the notes to our financial statements in Item 18 of this Annual Report); and
- 4) Life contingent guarantees in the Netherlands: these guarantees are not bifurcated from their host contracts, valued at fair value and presented together with the underlying insurance contracts (refer to Note 18.2.19 and Note 18.3 of the notes to our financial statements in Item 18 of this Annual Report).

In addition to the guarantees mentioned above AEGON has traditional life insurance contracts that include minimum guarantees that are not valued explicitly; however, the adequacy of all insurance liabilities, net of VOBA and DPAC, are assessed periodically (refer to Note 18.2.19 of the notes to our financial statements in Item 18 of this Annual Report).

a. Financial guarantees

In the United States and the United Kingdom, a guaranteed minimum withdrawal benefit (GMWB) is offered directly on some variable annuity products AEGON issues and is also assumed from a ceding company. Variable annuities allow a customer to provide for the future on a tax-deferred basis and to participate in equity or bond market performance. Variable annuities allow a customer to select payout options designed to help meet the customer's need for income upon maturity, including lump sum payment or income for life or for a period of time. This benefit guarantees that a policyholder can withdraw a certain percentage of the account value, starting at a certain age or duration, for either a fixed period or during the life of the policyholder.

In Canada, variable products sold are known as Segregated Funds. Segregated funds are similar to variable annuities, except that they include a capital protection guarantee for mortality and maturity benefits (guaranteed minimum accumulation benefits). The initial guarantee period is ten years. The ten-year period may be reset at the contractholder's option for certain products to lock-in market gains. The reset feature cannot be exercised in the final decade of the contract and for many products can only be exercised a limited number of times per year. The management expense ratio charged to the funds is not guaranteed and can be increased by management decision. In addition, AEGON Canada recently introduced a contract with a minimum guaranteed withdrawal benefit. The contract provides capital protection for longevity risk in the form of a guaranteed minimum annuity payment.

In The Netherlands, individual variable unit linked products have a minimum benefit guarantee if premiums are invested in certain funds. The sum insured at maturity or upon the death of the beneficiary has a minimum guaranteed return (in the range of 3% to 4%) if the premium has been paid for a consecutive period of at least ten years and is invested in a mixed fund and/or fixed-income funds. No guarantees are given for equity investments only. The management expense ratio charged to the funds is not guaranteed and can be increased at management's discretion.

The following table provides information on the liabilities for financial guarantees for minimum benefits:

2010

2009

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	The					The				
	United States ¹	Ca-nada ¹	Nether-lands ²	New Markets	Total³	United States ¹	Ca-nada ¹	Nether-lands ²	New Markets	Total³
At January 1	92	685	757	1	1,535	350	1,028	1,156	23	2,557
Incurred guarantee benefits	(39)	(95)	74	4	(56)	(250)	(216)	(399)	(22)	(887)
Paid guarantee benefits		(623)			(623)		(235)			(235)
Net exchange differences	7	78			85	(8)	108			100
At December 31	60	45	831	5	941	92	685	757	1	1,535

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	The				2010	United	The				2009
	United States ¹	Ca-nada ¹	Nether-lands ²	New Markets			United States ¹	Ca-nada ¹	Nether-lands ²	New Markets	
Account value	8,803	2,161	7,751	245	18,960	5,974	2,448	6,934	741	16,097	
Net amount at risk ⁴	282	93	967	8	1,350	457	684	1,016	1	2,158	

¹ Guaranteed minimum accumulation and withdrawal benefits.

² Fund plan and unit-linked guarantees.

³ Balances are included in the derivatives liabilities on the face of the balance sheet; refer to Note 18.9 of the notes to our financial statements in Item 18 of this Annual Report.

⁴ The net amount at risk represents the difference between the maximum amount payable under the guarantees and the account value.

In addition, AEGON reinsures the elective guaranteed minimum withdrawal benefit rider issued with a ceding company's variable annuity contracts. The rider is essentially a return of premium guarantee, which is payable over a period of at least fourteen years from the date that the policyholder elects to start withdrawals. At contract inception, the guaranteed remaining balance is equal to the premium payment. The periodic withdrawal is paid by the ceding company until the account value is insufficient to cover additional withdrawals. Once the account value is exhausted, AEGON pays the periodic withdrawals until the guaranteed remaining balance is exhausted. At December 31, 2010, the reinsured account value was EUR 4.2 billion (2009: EUR 4.5 billion) and the guaranteed remaining balance was EUR 3.5 billion (2009: EUR 4.0 billion).

The reinsurance contract is accounted for as a derivative and is carried in AEGON's balance sheet at fair value. At December 31, 2010, the contract had a value of EUR 71 million (2009: EUR 90 million). AEGON entered into a derivative program to mitigate the overall exposure to equity market and interest rate risks associated with the reinsurance contract. This program involves selling S&P 500 futures contracts to mitigate the effect of equity market movement on the reinsurance contract and the purchase of over-the-counter interest rate swaps to mitigate the effect of movements in interest rates on the reinsurance contracts.

b. Total return annuities

Total Return Annuity (TRA) is an annuity product in the United States which provides customers with a pass-through of the total return on an underlying portfolio of investment securities (typically a mix of corporate and convertible bonds) subject to a cumulative minimum guarantee. Both the assets and liabilities are carried at fair value, however, due to the minimum guarantee not all of the changes in the market value of the asset will be offset in the valuation of the liability. This product exists in both the fixed annuity and life reinsurance lines of business and in both cases represents closed blocks. The reinsurance contract is in the form of modified coinsurance, so only the liability for the minimum guarantee is recorded on our books.

Product balances as of December 31, 2010 were EUR 572 million in fixed annuities (2009: EUR 657 million) and EUR 137 million in life reinsurance (2009: EUR 149 million).

c. Life contingent guarantees in the United States

Certain variable insurance contracts in the United States also provide guaranteed minimum death benefits (GMDB) and guaranteed minimum income benefits (GMIB). Under a GMDB, the beneficiaries receive the greater of the account balance or the guaranteed amount upon the death of the insured. The net amount at risk for GMDB contracts is defined as the current GMDB in excess of the capital account balance at the balance sheet date.

The GMIB feature provides for minimum payments if the contractholder elects to convert to an immediate payout annuity. The guaranteed amount is calculated using the total deposits made by the contractholder, less any withdrawals and sometimes includes a roll-up or step-up feature that increases the value of the guarantee with interest or with increases in the account value.

The additional liability for guaranteed minimum benefits that are not bifurcated are determined (based on ASC 944) each period by estimating the expected value of benefits in excess of the projected account balance and recognizing the excess over the accumulation period based on total expected assessments. The estimates are reviewed regularly and any resulting adjustment to the additional liability is recognized in the income statement. The benefits used in calculating the liabilities are based on the average benefits payable over a range of stochastic scenarios. Where

applicable, the calculation of the liability incorporates a percentage of the potential annuitizations that may be elected by the contract holder.

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The following table provides information on the liabilities for guarantees that are included in the valuation of the host contracts.

	GMDB ¹	GMIB ²	2010 Total ⁴	GMDB ¹	GMIB ²	2009 Total ⁴
At January 1	334	543	877	409	434	843
Incurred guarantee benefits	34	(6)	28	266	160	426
Paid guarantee benefits	(103)	(37)	(140)	(329)	(33)	(362)
Net exchange differences	27	43	70	(12)	(18)	(30)
At December 31	292	543	835	334	543	877

	GMDB ¹	GMIB ²	2010 Total ³	GMDB ¹	GMIB ²	2009 Total ³
Account value	28,846	6,926		24,289	6,369	
Net amount at risk ⁵	3,054	561		4,055	577	
Average attained age of contractholders	66	66		66	66	

¹ Guaranteed minimum death benefit in the United States.

² Guaranteed minimum income benefit in the United States.

³ Note that the variable annuity contracts with guarantees may offer more than one type of guarantee in each contract; therefore, the amounts listed are not mutually exclusive.

⁴ Balances are included in the insurance liabilities on the face of the balance sheet; refer to Note 18.19 of the notes to our financial statements in Item 18 of this Annual Report.

⁵ The net amount at risk is defined as the present value of the minimum guaranteed annuity payments available to the contract holder determined in accordance with the terms of the contract in excess of the current account balance.

d. Life contingent guarantees in the Netherlands

The group pension contracts offered by AEGON in the Netherlands include large group contracts that have an individually determined asset investment strategy underlying the pension contract. The guarantee given is that the profit sharing is the minimum of 0% or the realized return (on an amortized cost basis), both adjusted for technical interest rates ranging from 3% to 4%. If there is a negative profit sharing, the 0% minimum is effective, but the loss in any given year is carried forward to be offset against any future surpluses. In general, a guarantee is given for the life of the underlying employees so that their pension benefit is guaranteed. Large group contracts also share technical results (mortality risk and disability risk). The contract period is typically five years and the premiums are fixed over this period. Separate account guaranteed group contracts provide a guarantee on the benefits paid.

The traditional life and pension products offered by AEGON in the Netherlands include various products that accumulate a cash value. Premiums are paid by customers at inception or over the term of the contract. The accumulation products pay benefits on the policy maturity date, subject to survival of the insured. In addition, most policies also pay death benefits if the insured dies during the term of the contract. The death benefits may be stipulated in the policy or depend on the gross premiums paid to date. Premiums and amounts insured are established at inception of the contract. The amount insured can be increased as a result of profit sharing, if provided for under the terms and conditions of the product. Minimum interest guarantees exist for all generations of accumulation products written, except for universal life type products for which premiums are invested solely in equity funds. Older generations contain a 4% guarantee; in recent years the guarantee has decreased to 3%.

These guarantees are valued at fair value and are included as part of insurance liabilities with the underlying host insurance contracts in Note 18.19 of the notes to our financial statements in Item 18 of this Annual Report.

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The following table provides information on the liabilities for guarantees that are included in the valuation of the host contracts.

	2010 GMB ^{1,2}	2009 GMB ^{1,2}
At January 1	1,145	2,410
Incurred guarantee benefits	511	(1,265)
At December 31	1,656	1,145
Account value	13,448	12,929
Net amount at risk ³	1,853	1,658

¹ Guaranteed minimum benefit in the Netherlands.

² Balances are included in the insurance liabilities on the face of the balance sheet; refer to Note 18.19 of the notes to our financial statements in Item 18 of this Annual Report.

³ The net amount at risk represents the difference between the maximum amount payable under the guarantees and the account value.

Fair value measurement of guarantees in insurance contracts

The fair values of guarantees mentioned above (with the exception of life contingent guarantees in the United States) are calculated as the present value of future expected payments to policyholders less the present value of assessed rider fees attributable to the guarantees. Given the long-term nature of these guarantees, their fair values are determined by using complex valuation techniques. Because of the dynamic and complex nature of these cash flows, AEGON uses stochastic techniques under a variety of market return scenarios. A variety of factors are considered, including expected market rates of return, equity and interest rate volatility, credit risk, correlations of market returns, discount rates and actuarial assumptions.

Since the price of these guarantees is not quoted in any market, the fair value of these guarantees is computed using valuation models which use observable market data supplemented with the Group's assumptions on developments in future interest rates, volatility in equity prices and other risks inherent in financial markets. All the assumptions used as part of this valuation model are calibrated against actual historical developments observed in the markets. Since many of the assumptions are unobservable and are considered to be significant inputs to the liability valuation, the liability has been reflected within Level III of the fair value hierarchy. Refer to Note 18.3 of the notes to our financial statements in Item 18 of this Annual Report for more details on AEGON's fair value hierarchy.

The expected returns are based on risk-free rates. AEGON adds a premium to reflect the credit spread as required. The credit spread is set by using the credit default swap (CDS) spreads of a reference portfolio of life insurance companies (including AEGON), adjusted to reflect the subordination of senior debt holders at the holding company level to the position of policyholders at the operating company level (who have priority in payments to other creditors). Because CDS spreads for United States life insurers differed significantly from those for European life insurers, AEGON's assumptions reflect these differences in the valuation. If the credit spreads were 20 basis points higher or lower respectively, and holding all other variables constant in the valuation model, 2010 income before tax would have been EUR 158 million and EUR 173 million higher or lower respectively (2009: EUR 136 million and EUR 145 million higher or lower).

For equity volatility, AEGON uses a term structure assumption with market-based implied volatility inputs for the first five years and a long-term forward rate assumption of 25% thereafter. The volume of observable option trading from which volatilities are derived generally declines as the contracts' term increases, therefore, the volatility curve grades from implied volatilities for five years to the ultimate rate. The resulting volatility assumption in year 20 for the S&P 500 index (expressed as a spot rate) was 24.8% at December 31, 2010 and 25.3% at December 31, 2009. Correlations of market returns across underlying indices are based on historical market returns and their inter-relationships over a number of years preceding the valuation date. Assumptions regarding policyholder behavior, such as lapses, included in the models are derived in the same way as the assumptions used to measure insurance liabilities.

Had AEGON used a long-term equity implied volatility assumption that was 5 volatility points higher or lower, the impact on income before tax would have been a decrease of EUR 144 million or an increase of EUR 127 million, respectively, in 2010 IFRS income before tax (2009: EUR 155 million decrease and EUR 136 million increase).

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These assumptions are reviewed at each valuation date, and updated based on historical experience and observable market data, including market transactions such as acquisitions and reinsurance transactions.

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AEGON utilizes different risk management strategies to mitigate the financial impact of the valuation of these guarantees on the results including asset and liability management and derivative hedging strategies to hedge certain aspects of the market risks embedded in these guarantees. Guarantees valued at fair value contributed a net gain before tax of EUR 356 million (2009: loss of EUR 76 million) to earnings. This net gain is attributable to a decrease in the total guarantee reserves of EUR 109 million (2009: decrease of EUR 2,505 million). The main drivers of this decrease are EUR 360 million related to an increase in equity markets (2009: EUR 911 million), EUR 80 million related to decreases in equity volatilities (2009: EUR 344 million) and EUR 227 million related to movements in the spread of credit risk (2009: EUR 187 million loss) offset by EUR 1,328 million related to decreases in risk free rates (2009: EUR 1,434 million gain). Hedges related to these guarantee reserves contributed fair value gains of EUR 894 million to income before tax (2009: losses of EUR 2,581 million).

iv Fair value measurement

The following is a description of AEGON's methods of determining fair value, and a quantification of its exposure to financial instruments measured at fair value.

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Financial instruments measured at fair value on an ongoing basis include investments for the general account, investments for the account of policyholders, and investments designated at fair value and derivatives.

In accordance with IFRS 7 AEGON uses the following hierarchy for determining and disclosing the fair value of financial instruments:

Level I: quoted prices (unadjusted) in active markets for identical assets or liabilities that AEGON can access at the measurement date;

Level II: inputs other than quoted prices included within Level I that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices of identical or similar assets and liabilities) using valuation techniques for which all significant inputs are based on observable market data; and

Level III: inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) using valuation techniques for which any significant input is not based on observable market data.

The best evidence of fair value is a quoted price in an actively traded market. In the event that the market for a financial instrument is not active or quoted market prices are not available, a valuation technique is used.

The judgment as to whether a market is active may include, although not necessarily determinative, lower transaction volumes, reduced transaction sizes and, in some cases, no observable trading activity for short periods. In inactive markets, assurance is obtained that the transaction price provides evidence of fair value or determined that the adjustments to transaction prices are necessary to measure the fair value of the instrument.

The majority of valuation techniques employ only observable market data, and so the reliability of the fair value measurement is high. However, certain financial instruments are valued on the basis of valuation techniques that feature one or more significant market inputs that are unobservable and, for such financial instruments, the derivation of fair value is more judgmental. An instrument in its entirety is classified as valued using significant unobservable inputs if, in the opinion of management, a significant proportion of the instrument's carrying amount and/or inception profit (day 1 gain or loss) is driven by unobservable inputs. Unobservable in this context means that there is little or no current market data available from which to determine the price at which an arm's length transaction would be likely to occur. It generally does not mean that there is no market data available at all upon which to base a determination of fair value. Additional information is provided in the section headed Effect of changes in significant unobservable assumptions to reasonably possible alternatives below.

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The table below shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	Level I	Level II	Level III	Total
Financial assets carried at fair value				
Available-for-sale investments				
Shares	680	63	555	1,298
Debt securities	18,148	73,000	3,788	94,936
Money market and other short-term instruments		10,141		10,141
Other investments at fair value	60	10	805	875
	18,888	83,214	5,148	107,250
Fair value through profit or loss				
Shares	813	264	1	1,078
Debt securities	46	1,611	132	1,789
Money market and other short-term instruments	289	370		659
Other investments at fair value		581	1,205	1,786
Investments for account of policyholders ¹	81,442	61,309	2,352	145,103
Derivatives	24	6,049	178	6,251
	82,614	70,184	3,868	156,666
Total financial assets at fair value	101,502	153,398	9,016	263,916
Financial liabilities carried at fair value				
Investment contracts			1,656	1,656
Investment contracts for account of policyholders	5,020	20,405	178	25,603
Borrowings ²	520	467		987
Derivatives	10	4,911	1,050	5,971
	5,550	25,783	2,884	34,217
Total				
	Level I	Level II	Level III	2009
Financial assets carried at fair value				
Available-for-sale investments				
Shares	531	123	443	1,097
Debt securities	17,487	67,895	4,334	89,716
Money market and other short-term instruments	1	9,178	10	9,189
Other investments at fair value	57	10	842	909
	18,076	77,206	5,629	100,911
Fair value through profit or loss				
Shares	823	162	14	999
Debt securities	27	1,513	142	1,682
Money market and other short-term instruments	622	253		875
Other investments at fair value		440	1,080	1,520
Investments for account of policyholders ¹	70,224	51,797	2,776	124,797
Derivatives	96	4,651	170	4,917

	71,792	58,816	4,182	134,790
Total financial assets at fair value	89,868	136,022	9,811	235,701
Financial liabilities carried at fair value				
Investment contracts			1,145	1,145
Investment contracts for account of policyholders	3,924	16,032	521	20,477
Borrowings ²	506	453		959
Derivatives	29	4,004	1,683	5,716
	4,459	20,489	3,349	28,297

¹ The investments for account of policyholders included in the table above represents those investments carried at fair value through profit or loss.

² Borrowings included in the table above contain those borrowings that are carried at fair value through profit or loss. Total borrowings on the balance sheet also contain borrowings carried at amortized cost that are not included in the above schedule.

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During 2010, the amount of assets transferred from Level I to Level II classification was EUR 469 million (2009: EUR 498 million). The reason for the change in level relates to changes in liquidity for specific debt securities.

Movements in Level III financial instruments measured at fair value

		Total								Total	
		gains /	Total				Trans-	Trans-		gains or	
		(losses)	gains /				fers	fers		(losses)	
		in	(losses)	Pur-	Settle-	Net	Levels I	Levels I	At	for the	included
		income	in	chases	ments	exchange	and II	and II	December	assets	
Financial assets	At January 1,	statement ¹	OCI		Sales	differ-			31,	held at	
carried at fair value	2010					ences			2010	December	
Available- for- sale										31,	
investments										2010 ²	
Shares	443	3	52	163	(159)	16	37		555		
Debt securities	4,334	(85)	475	460	(339)	(418)	375	(1,325)	3,788		
Money market and other short-term instruments	10				(10)						
Other investments at fair value	842	(140)	(73)	172	(47)	(17)	68		805		
	5,629	(222)	454	795	(555)	(435)	395	412	(1,325)	5,148	
Fair value through profit or loss											
Shares	14	1			(15)	1			1		
Debt securities	142		2	1	(25)	(1)	19	(7)	132	(2)	
Other investments at fair value	1,080	66		159	(149)	84	77	(112)	1,205	62	
Investments for account of policyholders	2,776	153		396	(1,108)	100	191	(156)	2,352	106	
Derivatives	170	(28)		18	(6)	(6)	23		178	(2)	
	4,182	192	2	574	(1,303)	(7)	193	310	(275)	3,868	164
Financial liabilities carried at fair value											
Investment contracts	(1,145)	(511)							(1,656)	(511)	
Investment contracts for account of policyholders	(521)	(18)		(24)	430	(45)			(178)		

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Derivatives	(1,683)	720	1	(1)	9	(96)	(1,050)	
	(3,349)	191	1	(25)	439	(141)	(2,884)	(511)

- ¹ Includes impairments and movements related to fair value hedges.
² Total gains / (losses) for the period during which the financial instrument was in Level III.

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	At January 1, 2009	Total gains / (losses) in income statement ¹	Total gains / (losses) in OCI	Pur- chases	Sales	Settle- ments	Net exchange differ- ences	Trans- fers from Levels I and II	Trans- fers to Levels I and II	At December 31, 2009	Total gains or losses for the period included in profit and loss for assets held at December 31, 2009 ²
Financial assets											
carried at fair value											
Available-for-sale investments											
Shares	729	115	(295)	264	(363)		(7)			443	
Debt securities	6,234	(341)	930	847	(358)	(727)	(130)	343	(2,464)	4,334	
Money market and other short-term instruments	61				(51)					10	
Other investments at fair value	841	(141)	(22)	230	(35)	(2)	(29)			842	
	7,865	(367)	613	1,341	(807)	(729)	(166)	343	(2,464)	5,629	
Fair value through profit or loss											
Shares	73	4			(62)		(1)			14	1
Debt securities	217	(11)	9		(66)	(7)	2	6	(8)	142	5
Other investments at fair value	1,379	(216)		126	(160)		(41)	95	(103)	1,080	(233)
Investments for account of policyholders	3,344	(196)		480	(840)		(12)			2,776	(25)
Derivatives	296	(129)		18	(2)	(34)	21			170	(118)
	5,309	(548)	9	624	(1,130)	(41)	(31)	101	(111)	4,182	(370)
Financial liabilities carried at fair value											
Investment contracts	(2,410)	1,265								(1,145)	1,265
Investment contracts for account of policyholders	(301)	31		(287)	20		16			(521)	
Derivatives	(2,354)	744		(3)	36		(106)			(1,683)	(32)
	(5,065)	2,040		(290)	56		(90)			(3,349)	1,233

¹ Includes impairments and movements related to fair value hedges.

² Total gains / (losses) for the period during which the financial instrument was in Level III.

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During 2010, AEGON transferred certain financial instruments from Levels I and II to Level III of the fair value hierarchy. The amount of the total assets transferred was EUR 722 million (2009: EUR 444 million). The reason for the change in level was that the market for these securities had become inactive, which led to a change in market observability of prices. Prior to transfer, the fair value for the Level I and II securities was determined using observable market transactions or corroborated broker quotes for the same or similar instruments. Since transfer, all such assets have been valued using valuation models incorporating significant non market-observable inputs.

Similarly, during 2010, AEGON transferred certain financial instruments from Level III to other levels of the fair value hierarchy. The recorded amount of the total assets transferred was EUR 1,600 million (2009: EUR 2,575 million). The change in level was mainly the result of a return of activity in the market for these securities.

The total net amount of gains recognized in the income statement on Level III financial instruments amount to EUR 161 million (pre-tax) (2009: EUR 1,125 million).

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The following table shows the sensitivity of the fair value of Level III instruments to changes in key assumptions, by class of instrument:

	Note	December 31, 2010			December 31, 2009		
		Carrying amount	Effect of reasonably possible alternative assumptions (+/-)		Carrying amount	Effect of reasonably possible alternative assumptions (+/-)	
			Increase	Decrease		Increase	Decrease
Financial assets carried at fair value							
<i>Available-for-sale investments</i>							
Shares	a	555	31	(31)	443	20	(20)
Debt securities	b	3,788	189	(189)	4,334	219	(219)
Money market and other short-term investments	b				10	1	(1)
Other		805	11	(10)	842	13	(13)
<i>Financial assets designated at fair value through profit or loss*</i>							
Shares					14	1	(1)
Debt securities		132	7	(7)	142	15	(15)
Other investments at fair value	c	1,205	177	(177)	1,080	136	(136)
Derivatives	d	38	3	(3)	27	3	(3)
Financial liabilities carried at fair value							
Investment contracts	e	1,656	126	(118)	1,145	94	(87)
Derivatives	f	1,050	102	(99)	1,683	103	(96)

* Investments for account of policyholders are excluded from the reasonably possible alternative assumptions disclosure. Policyholder assets, and their returns, belong to policyholders and do not impact AEGON's net income or equity. The effect on total assets is offset by the effect on total liabilities.

In order to determine reasonably possible alternative assumptions, AEGON adjusted key unobservable models inputs as follows:

- Available-for-sale shares include shares in the Federal Home Loan Bank for an amount of EUR 178 million (2009: EUR 194 million) that are measured at par. The bank has implicit financial support from the United States government. The redemption value of the shares is fixed at par and can only be redeemed by the bank. Remaining share positions were stressed by 10% up or down.
- Debt securities and money market and other short-term investments mainly consist of corporate bonds (EUR 1,117 million; 2009: EUR 1,239 million) and other structured debt securities (EUR 2,610 million; 2009: EUR 3,020 million).

For corporate bonds the most significant unobservable input for the valuation of these securities is the credit spread / illiquidity premium. AEGON adjusted the price, based on the bid / ask spread AEGON observed in the market for these types of securities.

For investments in structured debt securities (ABS, RMBS and CMBS), the most significant unobservable input for valuation of these securities is the credit spread / illiquidity premium. AEGON adjusted the discount rate by 100 basis points up or down for this input.

- Other investments at fair value include investments exposed to real estate (EUR 475 million; 2009: EUR 444 million) and private equity investments (EUR 692 million; 2009: EUR 575 million). AEGON adjusted the assumption pertaining to real estate values up or down by 10%. This change is reflective of the range presented to senior management when analyzing investment opportunities for approval. For private equity investments the underlying investments are of a very diversified nature in terms of type of investments, investment strategy and sector. There is no one significant unobservable assumption or combination of assumptions that could be identified and used to compute a reasonably possible alternative assumption analysis for this portfolio.
- Derivatives exclude derivatives for account of policyholders amounting to EUR 140 million (2009: EUR 143 million).
- Investment contracts reflect the fair value of guarantees issued for which the most significant unobservable input is the credit spread. The credit spread was increased or decreased by 20 basis points.
- Derivatives that depend on the yield were stressed using an increase or decrease of the yield by 100 basis points. Derivatives also include embedded derivatives related to guarantees (EUR 0.9 billion; 2009: EUR 0.8 billion) for which the most significant unobservable input is the credit spread. The credit spread was increased or decreased by 20 basis points.

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There are a number of significant risks and uncertainties inherent in the process of monitoring investments and determining if impairment exists. These risks and uncertainties include the risk that the Group's assessment of an issuer's ability to meet all of its contractual obligations will change based on changes in the credit characteristics of that issuer and the risk that the economic outlook will be worse than expected or have more of an impact on the issuer than anticipated. Also, there is a risk that new information obtained by the Group or changes in other facts and circumstances will lead the Group to change its investment decision. Any of these situations could result in a charge against the income statement in a future period to the extent of the impairment charge recorded.

Debt instruments

Debt instruments are impaired when it is considered probable that not all amounts due will be collected as scheduled. Factors considered include industry risk factors, financial condition, liquidity position and near-term prospects of the issuer, nationally recognized credit rating declines and a breach of contract.

The amortized cost and fair value of debt securities, money market investments and other are as follows as of December 31, 2010 included in our available-for-sale (AFS) and held to maturity portfolios:

In million EUR	Amortized cost	Unrealized gains	Unrealized losses	Total fair value	Fair value of instruments with unrealized gains	Fair value of instruments with unrealized losses
Debt securities						
United States Government	4,014	106	(66)	4,054	2,462	1,592
Dutch Government	3,001	68	(12)	3,057	1,951	1,106
Other Government	10,310	539	(221)	10,628	7,152	3,476
Mortgage backed securities	12,783	473	(959)	12,297	7,423	4,874
Asset backed securities	9,288	264	(824)	8,728	3,940	4,788
Corporate	54,436	3,168	(1,296)	56,308	41,829	14,479
Money market investments	10,141			10,141	10,140	1
Other	950	31	(106)	875	265	610
Total	104,923	4,649	(3,484)	106,088	75,162	30,926
Of which held by AEGON Americas, NL and UK	102,883	4,619	(3,380)	104,122	74,480	29,642

Unrealized Bond Losses by Sector

The composition by industry categories of debt securities and money market investments that are included in our available-for-sale and held to maturity portfolios in an unrealized loss position held by AEGON at December 31, 2010 and December 31, 2009 is presented in the table below.

Table of Contents**Unrealized losses debt securities and money market investments**

In million EUR	December 31, 2010	
	Carrying value of instruments with unrealized losses	Gross unrealized losses
Residential mortgage backed securities	2,619	(652)
Commercial mortgage backed securities	2,257	(308)
ABSs - Aircraft	64	(16)
ABSs - CBOs	1,164	(206)
Asset Backed Securities (ABSs) - Housing - Related	1,146	(364)
ABSs - Credit Cards	1,152	(13)
ABSs - Other	1,261	(225)
Financial Industry - Banking	4,918	(665)
Financial Industry - Brokerage	73	(4)
Financial Industry - Finance companies	45	(5)
Financial Industry - Insurance	1,370	(181)
Financial Industry - REITs	397	(19)
Financial Industry - Financial other	536	(85)
Industrial - Basic Industry	702	(24)
Industrial - Capital Goods	597	(44)
Industrial - Consumer cyclical	754	(41)
Industrial - Consumer non-cyclical	873	(35)
Industrial - Energy	653	(28)
Industrial - Technology	443	(12)
Industrial - Transportation	528	(30)
Industrial - Communications	1,073	(55)
Industrial - Industrial other	159	(8)
Utility - Electric	924	(48)
Utility - Natural gas	267	(9)
Utility - Utility other	35	(1)
Sovereign exposure	6,311	(301)
Total	30,321	(3,379)
Of which held by AEGON Americas, NL and UK	29,032	(3,273)

AEGON regularly monitors industry sectors and individual debt securities for evidence of impairment. This evidence may include one or more of the following: 1) deteriorating market to book ratio, 2) increasing industry risk factors, 3) deteriorating financial condition of the issuer, 4) covenant violations, 5) high probability of bankruptcy of the issuer or 6) nationally recognized credit rating agency downgrades. Additionally, for asset-backed securities, cash flow trends and underlying levels of collateral are monitored. A security is impaired if there is objective evidence that a loss event has occurred after the initial recognition of the asset that has a negative impact on the estimated future cash flows. A specific security is considered to be impaired when it is determined that it is probable that not all amounts due (both principal and interest) will be collected as scheduled.

The following narrative discussion relates to AEGON Americas, AEGON The Netherlands and AEGON UK. The composition by industry categories of debt securities and money market investments in an unrealized loss position held by AEGON Americas, AEGON The Netherlands and AEGON UK at December 31, 2010, is presented in the table below.

Table of Contents**Unrealized losses debt securities and money market investments held by AEGON Americas, AEGON The Netherlands and AEGON UK**

In million EUR	December 31, 2010	
	Carrying value of instruments with unrealized losses	Gross unrealized losses
Residential mortgage backed securities	2,618	(652)
Commercial mortgage backed securities	2,256	(308)
Asset Backed Securities (ABSs) - Aircraft	64	(16)
ABSs - CBOs	1,164	(206)
ABSs - Housing Related	1,048	(350)
ABSs - Credit Cards	1,152	(13)
ABSs - Other	1,257	(224)
Financial Industry - Banking	4,709	(637)
Financial Industry - Brokerage	73	(4)
Financial Industry - Finance companies	44	(5)
Financial Industry - Insurance	1,350	(180)
Financial Industry - REITs	397	(19)
Financial Industry - Financial other	475	(68)
Industrial - Basic Industry	699	(24)
Industrial - Capital Goods	597	(44)
Industrial - Consumer cyclical	752	(41)
Industrial - Consumer non-cyclical	869	(35)
Industrial - Energy	647	(27)
Industrial - Technology	443	(12)
Industrial - Transportation	519	(30)
Industrial - Communications	1,049	(54)
Industrial - Industrial other	144	(7)
Utility - Electric	869	(45)
Utility - Natural gas	264	(9)
Utility - Utility other	33	(1)
Sovereign exposure	5,540	(262)
Total	29,032	(3,273)

The gross unrealized losses on AFS debt securities in an unrealized loss position decreased from December 31, 2009 to December 31, 2010 by EUR 2.5 billion primarily as a result of credit spread tightening and lower interest rates.

The information presented above is subject to rapidly changing conditions. As such, AEGON expects that the level of securities with overall unrealized losses will fluctuate. The recent volatility of financial market conditions has resulted in increased recognition of both investment gains and losses, as portfolio risks are adjusted through sales and purchases.

As of December 31, 2010, there are EUR 4,588 million of gross unrealized gains and EUR 3,273 million of gross unrealized losses in the AFS debt securities portfolio of AEGON Americas, AEGON The Netherlands and AEGON UK. No one issuer represents more than 2% of the total unrealized loss position. The largest single issuer unrealized loss is EUR 62 million and relates to Bank of America.

Financial and credit market conditions were mixed in the first half of 2010 and strengthened during the second half of 2010. Economic growth was positive in most of the world, and the potential for a double-dip recession in the developed world is generally perceived to have declined. The credit crisis that began as a result of the subprime mortgage crisis has evolved into concerns about governmental borrowing and debt levels across much of the world. Ireland and Greece have now received international aid to stabilize, at least temporarily, their financial conditions, and significant concerns remain for other peripheral European countries. High governmental debt levels are also a concern in the US, particularly

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with state and local governments. In spite of those concerns, most world equity markets rallied during the second half of 2010. In the US, the Federal Reserve maintained a Fed Funds rate of near zero, and instituted another round of quantitative easing designed to boost economic growth, which remains below potential. US Treasury rates rose, however, reflecting an improved outlook for US growth and lingering inflation concerns. Corporate default rates fell dramatically during 2010 due largely to improved access to funding and better economic conditions. The prices for gold, oil and most commodities rose, reflecting improved economic growth sentiment.

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The following is a description of AEGON's significant unrealized loss positions by industry sector as of December 31, 2010:

Residential mortgage backed securities

AEGON Americas, AEGON The Netherlands and AEGON UK hold EUR 5,308 million of residential mortgage-backed securities (RMBS), of which EUR 3,937 million is held by AEGON USA and EUR 1,362 million by AEGON The Netherlands. RMBS are securitizations of underlying pools of non-commercial mortgages on real estate. The underlying residential mortgages have varying credit characteristics and are pooled together and sold in tranches. AEGON's RMBS includes collateralized mortgage obligations (CMOs), government sponsored enterprise (GSE) guaranteed passthroughs, prime jumbo/whole loan passthroughs, Alt-A RMBS, negative amortization RMBS and reverse mortgage RMBS. The following table shows the breakdown of AEGON USA's RMBS portfolio

In million EUR						Amortized	Fair Value	Unrealized Gain/(Loss)
	AAA	AA	A	BBB	<BBB	Cost		
GSE guaranteed	1,762					1,762	1,780	18
Prime Jumbo	108	13	120	13	162	416	381	(35)
Alt-A	45	11		27	618	701	658	(43)
Negative Amortization Floaters	171	49	43	65	864	1,192	821	(371)
Reverse Mortgage RMBS	103			239		342	297	(45)
Total RMBS	2,189	73	163	344	1,644	4,413	3,937	(476)

In million EUR					Amortized	Fair Value	Unrealized Gain/(Loss)	
	SSNR ¹	SNR ²	MEZZ ³	SSUP ⁴	Cost			
GSE guaranteed			1,762		1,762	1,780	18	
Prime Jumbo		196	191	19	10	416	381	(35)
Alt-A		483	215	2	1	701	658	(43)
Negative Amortization Floaters		1,138	24	7	23	1,192	821	(371)
Reverse Mortgage RMBS			342			342	297	(45)
Total RMBS		1,817	2,534	28	34	4,413	3,937	(476)

¹ SSNR - super senior

² SNR - senior

³ Mezz - mezzanine

⁴ SSUP - senior support

*Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

RMBS of AEGON USA are monitored and reviewed on a monthly basis. Detailed cash flow models using the current collateral pool and capital structure on the portfolio are performed quarterly. Model output is generated under base and several stress-case scenarios. Our internal RMBS asset specialists utilize widely recognized industry modeling software to perform a loan-by-loan, bottom-up approach to modeling. Key assumptions used in the models are projected defaults, loss severities, and prepayments. Each of these key assumptions varies greatly based on the significantly diverse characteristics of the current collateral pool for each security. Loan-to-value, loan size, and borrower credit history are some of the key characteristics used to determine the level of assumption that is utilized. Defaults were estimated by identifying the loans that are in various delinquency buckets and defaulting a certain percentage of them over the near-term and long-term. Assumed defaults on delinquent loans are dependent on the specific security's collateral attributes and historical performance.

Loss severity assumptions were determined by obtaining historical rates from broader market data and by adjusting those rates for vintage, specific pool performance, collateral type, mortgage insurance and estimated loan modifications. Prepayments were estimated by examining historical averages of prepayment activity on the underlying collateral. Quantitative ranges of significant assumptions within our modeling process for Prime Jumbo, Alt-A and Negative Amortization RMBS are as follows: prepayment assumptions range from approximately 1% to

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25% with a weighted average of approximately 5.2%, assumed defaults on delinquent loans range from 50% to 100% with a weighted average of approximately 81.8%, assumed defaults on current loans are dependent on the specific security's collateral attributes and historical performance, while loss severity assumptions range from approximately 13.9% to 72%, with a weighted average of approximately 48.6%.

Once the entire pool is modeled, the results are closely analyzed by our internal asset specialists to determine whether or not our particular tranche or holding is at risk for not collecting all contractual cash flows taking into account the seniority and other terms of the tranches held. AEGON impaired its particular tranche to fair value where it would not be able to receive all contractual cash flows.

The total gross unrealized loss on RMBS is EUR 652 million, of which EUR 580 million relates to positions of AEGON USA, and the total net unrealized loss on RMBS is EUR 467 million, of which EUR 476 million relates to positions of AEGON USA. The pace of deterioration in the housing market continued in early 2009, but began to stabilize in late 2009 and continued in 2010. Even with the stabilization, fundamentals in RMBS securities continue to be weak, which impacts the magnitude of the unrealized loss. Delinquencies and severities in property liquidations remain at an elevated level, while prepayments remain at historically low levels. Due to the weak

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fundamental situation, reduced liquidity, and the requirement for higher yields due to market uncertainty, credit spreads remain elevated across the asset class. In addition, a high percentage of the RMBS portfolio is comprised of floating rate securities, which has resulted in higher unrealized losses relative to fixed rate securities but not necessarily in higher default losses.

Alt-A Mortgages

AEGON's RMBS exposure includes securitized home loans classified as Alt-A. This portfolio totals EUR 658 million at December 31, 2010, with net unrealized losses on this portfolio of EUR 43 million. Alt-A loans are made to borrowers whose qualifying mortgage characteristics do not meet the standard underwriting criteria established by the GSEs. The typical Alt-A borrower has a credit score high enough to obtain an A standing, which is especially important since the score must compensate for the lack of other necessary documentation related to borrower income and/or assets.

AEGON's investments in Alt-A mortgages are in the form of mortgage backed securities. AEGON's Alt-A investments are primarily backed by loans with fixed interest rates for the entire term of the loan. Additionally, approximately two-thirds of the Alt-A portfolio is invested in super-senior tranches. Mortgage-backed securities classified as super-senior are those that substantially exceeded the subordination requirements of AAA-rated securities at origination. The table below summarizes the credit quality and the vintage year of the available-for-sale Alt-A mortgage securities*.

In million EUR	AAA	AA	A	BBB	<BBB	Total Amortized Cost	Fair Value	Unrealized Gain/(Loss)
2004 & Prior	44	11			2	57	56	(1)
2005	1			1	104	106	106	
2006					156	156	163	7
2007				26	239	265	215	(50)
2008					117	117	118	1
Total	45	11		27	618	701	658	(43)

*Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

Negative Amortization (Option ARMs) Mortgages

As part of AEGON's RMBS portfolio, AEGON holds EUR 821 million of securitized Negative Amortization mortgages, with net unrealized losses of EUR 371 million at December 31, 2010. Negative amortization mortgages (also known as Option ARMs) are loans whereby the payment made by the borrower may be less than the accrued interest due and the difference is added to the loan balance. When the accrued balance of the loan reaches the negative amortization limit (typically 110% to 125% of the original loan amount), the loan recalibrates to a fully amortizing level and a new minimum payment amount is determined. The homeowner's new minimum payment amount can be significantly higher than the original minimum payment amount. The timing of when these loans reach their negative amortization cap will vary, and is a function of the accrual rate on each loan, the minimum payment rate on each loan and the negative amortization limit itself. Typically, these loans are estimated to reach their negative amortization limit between 3 and 5 years from the date of origination.

AEGON's portfolio of securitized exposure to negative amortization mortgages is primarily invested in super-senior securities. The table below summarizes the credit quality and the vintage year of the available-for-sale negative amortization (Option ARMs) securities*.

In million EUR	AAA	AA	A	BBB	<BBB	Total Amortized Cost	Fair Value	Unrealized Gain/(Loss)
2004 & Prior	6	17			10	33	26	(7)
2005	128	24	43	65	121	381	268	(113)
2006	37				428	465	312	(153)

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2007		8			280	288	193	(95)	
2008					25	25	22	(3)	
Total		171	49	43	65	864	1,192	821	(371)

*Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

AEGON's RMBS portfolio also includes securities issued by a GSE, and securities collateralized by prime jumbo loans and reverse mortgages. The fair value of these securities is EUR 1,780 million, EUR 381 million and EUR 297 million with net unrealized gains/(losses) of EUR 18 million, EUR (35) million and EUR (45) million, respectively. These amounts are not included in AEGON's Alt-A and Negative Amortization portfolio tables above.

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There are three individual issuers rated below investment grade in this RMBS sub-sector which have unrealized loss position greater than EUR 25 million.

In million EUR	Category	Fair Value	Unrealized Loss	Rating*	Aging of Unrealized Loss
American Home Mtge 2007-5	Negative Amortization	71	(49)	CCC	> 24 months
Countrywide Alt Ln 2006-OA10	Negative Amortization	67	(50)	CCC	> 24 months
GSR Mtg Tr 2007-OA1	Alt-A	20	(52)	B-/CCC ¹	> 24 months

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

¹ Ratings based on two tranches within the same Alt-A deal

For each of these RMBS holdings, the underlying collateral pools have experienced higher than expected delinquencies and losses due to the deterioration in the overall housing market the past few years. This has led to the underlying collateral pools on each of these holdings receiving reduced cash flows in comparison to expectations at origination. This has resulted in losses to the subordinated securities on these deals, which in turn has led to a decline in the level of protection to our tranche within the collateral pool. Despite the decline in this level of protection provided by the subordination for these securities, cash flow modeling continues to indicate full recovery of principal and interest for each of these particular holdings in an unrealized loss position.

There are no other individual issues rated below investment grade in the RMBS sector which have unrealized loss positions greater than EUR 25 million.

Securities are impaired to fair value when we expect that we will not receive all contractual cash flows on our tranches. As the remaining unrealized losses in the RMBS portfolio relate to holdings where AEGON expects to receive full principal and interest, AEGON does not consider the underlying investments to be impaired as of December 31, 2010.

Commercial mortgage backed securities

AEGON Americas, AEGON The Netherlands and AEGON UK hold EUR 6,988 million of commercial mortgage-backed securities (CMBS), of which EUR 6,592 million is held by AEGON USA and EUR 371 million by AEGON UK. CMBS are securitizations of underlying pools of mortgages on commercial real estate. The underlying mortgages have varying risk characteristics and are pooled together and sold in different rated tranches. The Company's CMBS includes conduit, large loan, single borrower, collateral debt obligations (CDOs), government agency, and franchise loan receivable trusts. The breakdown by vintage and quality of the available for sale CMBS exposure of AEGON USA is as follows:

CMBS by Vintage and Rating*

In million EUR	AAA	AA	A	BBB	<BBB	Total Amortized Cost	Fair Value	Unrealized Gain/(Loss)
2004 & Prior	1,267	231	57	5	36	1,596	1,586	(10)
2005	790	29	45	43	4	911	906	(5)
2006	1,442	106	110	21	55	1,734	1,733	(1)
2007	1,112	195	275	98	121	1,801	1,772	(29)
2008	145	75	118			338	324	(14)
2009	70	9				79	82	3
2010	188	3				191	189	(2)
Total CMBS	5,014	648	605	167	216	6,650	6,592	(58)

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC
CMBS of AEGON USA are monitored and reviewed on a monthly basis. Detailed cash flow models using the current collateral pool and capital structure on the portfolio are performed quarterly. Model output is generated under base and several stress-case scenarios by our internal CMBS asset specialists. For conduit securities, a widely recognized industry modeling software is used to perform a loan-by-loan, bottom-up approach. For non-conduit securities, a CMBS asset specialist works closely with AEGON's real estate valuation group to determine underlying asset valuation and risk. Both methodologies incorporate external estimates on the property market, capital markets, property cash flows, and loan structure. Results are then closely analyzed by the asset specialist to determine whether or not a principal or interest loss is expected to occur. AEGON impaired its particular tranche to fair value where it would not be able to receive all contractual cash flows.

The total gross unrealized loss on CMBS is EUR 308 million, of which EUR 305 million relates to positions of AEGON USA, and the total net unrealized loss on CMBS is EUR 19 million, of which EUR 58 million relates to positions of AEGON USA. Over the past 24 months, the commercial real estate market experienced a deterioration in property level fundamentals, which has led to an increase in CMBS loan-level delinquencies. The introduction of the 20% and 30% credit enhanced classes within the 2005-2008 vintage deals provide some offset to these negative fundamentals. Despite advancements in the availability of financing for commercial real estate, as evidenced by the gradual reopening of the CMBS markets, the lending market remains limited as lenders continue to be more conservative with underwriting standards. Moreover, property transactions have increased but still remain low relative to historical

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standards. While liquidity has improved within the CMBS market, a broad re-pricing of risk has kept credit spreads across the subordinate CMBS tranches at wide levels.

There are no individual issues rated below investment grade in this sector which have unrealized loss positions greater than EUR 25 million.

Securities are impaired to fair value when we expect that we will not receive all contractual cash flows on our tranches. As the remaining unrealized losses in the CMBS portfolio relate to holdings where AEGON expects to receive full principal and interest, AEGON does not consider the underlying investments to be impaired as of December 31, 2010.

Asset Backed Securities**ABS Housing**

AEGON Americas, AEGON The Netherlands and AEGON UK hold EUR 1,984 million of ABS-Housing securities, of which EUR 1,443 million relates to positions of AEGON USA. The gross unrealized loss on the ABS-housing securities amounts to EUR 364 million, of which EUR 350 million relates to positions of AEGON USA. ABS Housing securities are secured by pools of residential mortgage loans primarily those which are categorized as subprime. Additionally, AEGON USA has asset backed securities collateralized by manufactured housing loans. The fair value of these securities is EUR 125 million with net unrealized losses of EUR 7 million. All but three positions have vintages of 2003 or prior.

ABS Subprime Mortgage Portfolio

AEGON USA does not currently invest in or originate whole loan residential mortgages. AEGON categorizes asset backed securities issued by a securitization trust as having subprime mortgage exposure when the average credit score of the underlying mortgage borrowers in a securitization trust is below 660 at issuance. AEGON also categorizes asset backed securities issued by a securitization trust with second lien mortgages as subprime mortgage exposure, even though a significant percentage of second lien mortgage borrowers may not necessarily have credit scores below 660 at issuance. The breakdown by vintage and quality of the available-for-sale (AFS) sub-prime mortgage portfolio of AEGON USA is as follows:

The breakdown by vintage and quality of the sub-prime mortgage exposure of AEGON USA is as follows*:

In million EUR	AAA	AA	A	BBB	<BBB	Total Amortized Cost	Fair Value	Unrealized Gain/(Loss)
Sub-prime Mortgages-Fixed rate								
2004 & Prior	278	33	12	6	31	360	329	(31)
2005	91	33	20		3	147	131	(16)
2006	14			7	51	72	76	4
2007	27	100		2	63	192	151	(41)
2008		18				18	15	(3)
	410	184	32	15	148	789	702	(87)
Sub-prime Mortgages-Floating rate								
2004 & Prior	17	4		1	40	62	45	(17)
2005	54	38		20	13	125	111	(14)
2006	7	45		3	72	127	82	(45)
2007	4	17		6	99	126	76	(50)
2008		15				15	14	(1)
	82	119		30	224	455	328	(127)
Second Lien Mortgages ¹								
2004 & Prior	40	4	7	24	10	85	72	(13)

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2005				25	10	35	29	(6)	
2006		1	10		60	71	65	(6)	
2007		4			165	169	101	(68)	
		40	9	17	49	245	360	267	(93)
Total		532	312	49	94	617	1,604	1,297	(307)

¹ Second lien collateral primarily composed of loans to prime and Alt-A borrowers

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

All ABS-housing securities are monitored and reviewed on a monthly basis. Detailed cash flow models using the current collateral pool and capital structure on the portfolio are performed quarterly. Model output is generated under base and several stress-case scenarios. Our internal ABS-housing asset specialists utilize widely recognized industry modeling software to perform a loan-by-loan, bottom-up approach to modeling. Key assumptions used in the models are projected defaults, loss severities, and prepayments. Each of these key assumptions varies greatly based on the significantly diverse characteristics of the current collateral pool for each security. Loan-to-value, loan size, and borrower credit history are some of the key characteristics used to determine the level of assumption that is

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utilized. Defaults were estimated by identifying the loans that are in various delinquency buckets and defaulting a certain percentage of them over the near-term and long-term. Assumed defaults on delinquent loans are dependent on the specific security's collateral attributes and historical performance. Loss severity assumptions were determined by observing historical rates from broader market data while being adjusted for specific pool performance, collateral type, mortgage insurance and estimated loan modifications. Prepayments were estimated by examining historical averages of prepayment activity on the underlying collateral. Quantitative ranges of significant assumptions within our modeling process for ABS Housing are as follows: prepayment assumptions range from approximately 2% to 6% with a weighted average of approximately 5.2%, assumed defaults on delinquent loans range from 60% to 100% with a weighted average of approximately 86.6%, assumed defaults on current loans are dependent on the specific security's collateral attributes and historical performance, while loss severity assumptions range from approximately 65% to 103%, with a weighted average of approximately 73.2%.

Once the entire pool is modeled, the results are closely analyzed by our internal asset specialists to determine whether or not our particular tranche or holding is at risk for not collecting all contractual cash flows taking into account the seniority and other terms of the tranches held. AEGON impaired its particular tranche to fair value where it would not be able to receive all contractual cash flows. Remaining ABS subprime mortgage positions are not considered impaired as of December 31, 2010. The unrealized loss is primarily due to decreased liquidity, increased credit spreads in the market, slower prepayments, and increased expected losses on loans within the underlying pools. Expected losses within the underlying pools are generally higher than original expectations, primarily in certain later-vintage adjustable rate mortgage loan pools, which has led to some rating downgrades in these securities.

There are two individual issuers rated below investment grade in the ABS-housing sector which have unrealized loss positions greater than EUR 25 million.

In million EUR	Category	Fair Value	Unrealized Loss	Rating*	Aging of Unrealized Loss
Residential Fndg II 2007-HSA2	2nd Lien -Insured ¹	37	(25)	BB+	> 24 months
Soundview Hm Eq Ln 2006-OPT1	Floating 1 st Lien - Mezzanine	12	(33)	B	> 24 months

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

For the two above holdings in the ABS-Housing portfolio, the underlying collateral pools have experienced higher than expected delinquencies and losses, which is further exacerbated by the impact of declining home values on borrowers using affordability products. This has led to the underlying collateral pools having reduced cash flows in comparison to expectations at origination. Increased losses have eroded the subordination in these transactions, which in turn has led to a decline in the level of protection to our tranche within the collateral pool. In addition, Residential Funding II 2007-HSA2 has the benefit of a financial guaranty policy, however, the unrealized loss on the position is partly attributable to the weakened financial position of the insurer. Despite the decline in the level of protection by the subordination for these securities and the financial strength of the financial guarantor for Residential Funding II 2007-HAS2, cash flow modeling continues to indicate full recovery of principal and interest for each of these particular holdings in an unrealized loss position.

There are no other individual issuers rated below investment grade in the ABS-housing sector which have unrealized loss positions greater than EUR 25 million.

Securities are impaired to fair value when we expect that we will not receive all contractual cash flows on our tranches. As the remaining unrealized losses in the ABS-housing portfolio relate to holdings where AEGON expects to receive full principal and interest, AEGON does not consider the underlying investments to be impaired as of December 31, 2010

ABS - Non-housing

AEGON Americas, AEGON The Netherlands and AEGON UK hold EUR 6,746 million of ABS Non-Housing securities. The total gross unrealized loss on non housing related ABS is EUR 460 million, of which EUR 294 million relates to positions of AEGON USA, and the total net unrealized loss on ABS Non-Housing is EUR 262 million, of which EUR 204 million relates to positions of AEGON USA. These are securitizations of underlying pools of credit card receivables, auto financing loans, small business loans, bank loans, and other receivables. The underlying assets have been pooled together and sold in tranches with varying credit ratings.

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The following table shows the breakdown of AEGON USA's available-for-sale ABS Non-Housing portfolio:

In million EUR	AAA	AA	A	BBB	< BBB	Cost Price	Market Value	Unrealized Gain/(Loss)
Credit Cards	1,145	97	249	504	10	2,005	2,044	39
Autos	395	77			93	565	574	9
SBA/Small Business Loans	180	120	14	62	60	436	335	(101)
CDOs backed by ABS,	314	377	16	19	40	766	691	(75)
Corp Bonds, Bank Loans Other ABS	504	154	167	76	237	1,138	1,062	(76)
Total ABS Non Housing	2,538	825	446	661	440	4,910	4,706	(204)

SBA Small business loans

The net unrealized loss on the ABS -small business loans is EUR 101 million. The unrealized loss in the ABS small business loan portfolio is a function of increased credit spreads for existing positions and a lengthening of expected cash flows as refinancing activities within this sector have come to a halt. Additionally, delinquencies and losses in the collateral pools within AEGON's small business loan securitizations have increased since 2007, as a result of the overall economic slowdown. Banks and finance companies have also scaled back their lending to small businesses.

AEGON's ABS small business loan portfolio is concentrated in senior note classes (98% of par value). Thus in addition to credit enhancement provided by the excess spread, reserve account, and over-collateralization, AEGON's positions are also supported by subordinated note classes. AEGON's ABS -small business loan portfolio is also primarily secured by commercial real estate (99% of par value), with the original loan to value (LTV) of the underlying loans typically ranging between 60-70%. Positions are monitored monthly with cash flow modeling performed quarterly on all securities within the sector. AEGON has impaired its particular tranches to fair value where loss events have taken place or are projected to take place. The remaining ABS small business loan portfolio positions are not considered impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in the SBA small business sector which have unrealized loss positions greater than EUR 25 million.

CDOs backed by ABS, Corporate Bonds, Bank Loans

The net unrealized loss on the CDOs backed by ABS, Corporate Bonds, and Bank Loans is EUR 75 million. CDOs are primarily secured by pools of corporate bonds and leveraged bank loans. The unrealized loss is a function of decreased liquidity and increased credit spreads in the market for structured finance. All of the individual debt securities have been modeled using the current collateral pool and capital structure to forecast future expected losses to AEGON's tranche. In instances where full payment of principal and interest are not expected, impairments have been taken. AEGON has impaired its particular tranches to fair value where losses were projected to take place. The remaining CDO portfolio positions are not considered impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in the ABS CDO sector which have unrealized loss positions greater than EUR 25 million.

Other ABS

The net unrealized loss on ABS -other is EUR 76 million. ABS -other includes debt issued by securitization trusts collateralized by various other assets including student loans, timeshare loans, franchise loans and other asset categories. The unrealized losses are a function of decreased liquidity and increased credit spreads in the market. Where ratings have declined to below investment grade, the individual debt securities have been modeled to determine if cash flow models indicate a credit event will impact future cash flows and resulting impairments have been taken. As the unrealized losses in the ABS -other portfolio relate to holdings where AEGON expects to receive full principal and interest, AEGON does not consider the underlying investments to be impaired as December 31, 2010.

There is one individual issuers rated below investment grade in the ABS other sector which have unrealized loss positions greater than EUR 25 million.

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In million EUR	Type	Collateral Type	Fair Value	Gross Unrealized Loss	Rating*	Aging of Unrealized Loss
Spirit Master Fndg LLC	Ambac Insured	2nd Lien	150	(31)	B	> 24 months

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

For the above holding the notes are secured by a pool of leases on commercial real estate properties, diversified across various property types (restaurant, office, retail, etc) and geographic locations. These are triple net leases whereby the tenant is responsible for paying the building's property taxes, building insurance and the cost of any maintenance or repairs the building may require during the term of the lease. Payments from the underlying leases are the primary source of repayment on the notes, with the secondary source of repayment being liquidation of the underlying commercial real estate properties. Spirit Master Fndg LLC has the benefit of a financial

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guaranty policy; however, the unrealized loss on the position is partly attributable to the weakened financial position of the insurer. Cash flow modeling continues to indicate full recovery of principal and interest for this particular holding in an unrealized loss position. The long duration of this issue combined with the increased credit spreads associated with negative ratings migrations since issuance have resulted in an unrealized loss. There are no other individual issuers rated below investment grade in the ABS -other sector which have unrealized loss positions greater than EUR 25 million.

Financial

The Financial sector is further subdivided into Banking, Brokerage, Insurance, REIT s and Financial other. Companies within AEGON s financial sector are generally high in credit quality and, as a whole, represent a large portion of the corporate debt market. The extreme stress on the capital base of banks and other financial institutions within the sector was significantly reduced due to unprecedented liquidity and capital support from major governments in 2008 and 2009. In addition, US and European central banks intervened again in 2010 to ensure market liquidity following heightened European Sovereign debt concerns stemming from economic and fiscal pressures in several European countries.

Fundamentals remain somewhat weakened and some companies remain dependent on government support. However, funding concerns have largely abated as capital markets have reopened with the notable exception of those institutions most directly exposed to pressured Sovereigns. Also, deterioration in global asset quality has slowed significantly in all but the most stressed countries. Although the push for more capital is ongoing, the sector has raised a significant amount of capital since the start of the financial crisis, creating a larger buffer to absorb credit losses. Regulators have announced programs to strengthen capital requirements for the sector as a whole as well as implement additional regulatory controls and oversight, although certain provisions and rules are not yet finalized.

Banking

The banking sub-sector in AEGON s portfolio is large, diverse, and of high quality. The unrealized losses in the banking sub-sector primarily reflect the size of our holdings, low floating rate coupons on some securities, and credit spread widening on deeply subordinated securities. As a whole, the sub-sector has been volatile in 2010 as Sovereign debt crises in Greece and Ireland have reintroduced liquidity fears into the market and concern has grown that other peripheral European countries may need financial bail-out packages. Subordinated securities, specifically, have become even more volatile following successful attempts by the European Commission to impose burden sharing on the subordinated securities of those banks receiving significant state-aid as a result of the financial crisis. Furthermore, new legislation introduced in Germany and Ireland gives those respective governments wide discretion to impose burden sharing on subordinated bondholders in order to quickly stabilize or wind-up troubled banks, and other countries will likely follow suit. While these measures have made existing subordinated securities more volatile in the near-term, new, more stringent, global legislation on capital and liquidity requirements is intended to reduce overall risk in the sector going forward. Furthermore, central banks appear committed to providing liquidity to the market and as a result asset write-downs and credit losses have diminished substantially in all but the most troubled countries.

The value of our investments in deeply subordinated securities in the financial services sector may be significantly impacted if issuers of certain securities with optional deferral features exercise the option to defer coupon payments or are required to defer as a condition of receiving government aid. The deeply subordinated securities issued by non-US Banks are broadly referred to as capital securities which can be categorized as Tier 1 or Upper Tier 2. Capital securities categorized as Tier 1 are typically perpetual with a noncumulative coupon that can be deferred under certain conditions. Capital securities categorized as Upper Tier 2 are generally perpetual with a cumulative coupon that is deferrable under certain conditions. The deeply subordinated securities issued by US Banks can be categorized as Trust Preferred or Hybrid. Capital securities categorized as trust preferred typically have an original maturity of 30 years with call features after 10 years with a cumulative coupon that is deferrable under certain conditions. Capital securities categorized as hybrid typically have an original maturity of more than 30 years, may be perpetual and are generally subordinate to traditional trust preferred securities.

The following table highlights AEGON s credit risk to capital securities within the banking sector:

Amortized Cost

	Americas	The Netherlands	United Kingdom	New Markets	Total cost price	Total fair value	Net unrealized gain / (loss)
Hybrid	183		38	1	222	196	(26)

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Trust Preferred	566		50		616	495	(121)
Tier 1	480	195	490	48	1,213	1,038	(175)
Upper Tier 2	673	63	136	7	879	718	(161)
At December 31, 2010	1,902	258	714	56	2,930	2,447	(483)

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There are three individual issuers rated below investment grade in this sub-sector which have unrealized losses greater than EUR 25 million.

In million EUR	Fair Value	Gross Unrealized Loss	Rating*	Aging of Unrealized Loss
Bank of America Corp	135	(48)	BB+	> 24 months
Royal Bank of Scotland Grp Plc	92	(26)	BB/Ba2/BB-/C	> 24 months
Lloyds Banking Group Plc	43	(29)	Ba1/Ba2/BB-/C	> 24 months
Bank of Ireland	10	(26)	C	> 24 months

* Ratings based on a hierarchy of S&P, Moody's, Fitch, Internal, NAIC

AEGON's available for sale debt securities for Bank of America Corp (BAC) have an amortized cost of EUR 442 million as of December 31, 2010, of which EUR 183 million relates to holdings rated below investment grade. As of December 31, 2010 unrealized losses were EUR 62 million, of which EUR 48 million relates to holdings below investment grade. BAC is one of the largest banking organizations in the US. BAC acquired the troubled mortgage-bank Countrywide Financial Corp in 2008 and completed its acquisition of the liquidity-challenged brokerage firm Merrill Lynch in 2009. BAC raised capital (including infusions from the government) to support both the acquisitions and its credit profile in an environment of deteriorating asset quality. Subsequently, the US government stress test indicated BAC required additional equity, which it addressed through a variety of nongovernment sources that included common stock issuance, exchange of preferred for common shares and asset sales. The bank paid back the government-provided capital in December 2009, funded by issuance of common equivalent securities and excess liquidity. Given the difficult market, concerns about capital adequacy and heightened risk for possible coupon deferral or exchange offers, BAC's deeply subordinated capital securities which were rated as low as B at one time, are now rated BB+ or higher, with some ratings returning to investment grade. While challenges remain for BAC, the process of stabilization in the credit profile appears to be ongoing, reflected in the more recent positive rating changes on the deeply subordinated capital securities. Payments continue to be made on our holdings in accordance with the original bond agreements. AEGON evaluated the near-term prospects of the issuer in relation to the severity and duration of the unrealized loss and does not consider the position to be impaired as of December 31, 2010.

AEGON's available for sale debt securities for Royal Bank of Scotland Group plc (RBS) have an amortized cost of EUR 179 million as of December 31, 2010, of which EUR 118 million relates to holdings rated below investment grade. The Tier 1 and Upper Tier 2 securities are rated BB to C, depending on the individual features of the debt securities. As of December 31, 2010 unrealized losses were EUR 28 million, of which EUR 26 million related to holdings rated below investment grade. RBS is one of the world's largest universal banks with historically prominent positions in both global wholesale banking and in UK financial services. The bank was significantly impacted by the global credit market crisis and, ultimately, the UK government was forced to take a majority equity stake in the bank to stabilize it. In addition, a large portion of RBS's riskiest assets have been placed under the UK's Asset Protection Plan, limiting the potential loss to RBS. In light of the significant amount of State aid that RBS received, it was required to submit a Restructuring Plan to the European Commission outlining the steps it planned to take to restore profitability and long-term viability. As one of the conditions of approving the Restructuring Plan, and to ensure burden sharing among subordinated bondholders, the European Commission required RBS to defer dividends and coupons on certain of its existing capital securities (including certain Tier 1, Upper Tier 2, preference and B shares) and to refrain from exercising any call options for a two year period from April 30, 2010. As such, AEGON has impaired its RBS securities with optional deferral language and non-cumulative coupons. The remaining RBS securities are deemed either must pay securities or have optional deferral language with cumulative coupons. RBS continues to make progress on its Restructuring Plan, showing improvement in the profitability levels of its core businesses, lowering balance sheet leverage, improving capital ratios, reducing reliance on wholesale funding, and significantly increasing liquidity reserves. AEGON has evaluated the near-term prospects of the issuer in relation to the severity and duration of the unrealized losses and does not consider the remaining investments to be impaired as of December 31, 2010.

AEGON's exposure to Lloyds Banking Group PLC has an amortized cost of EUR 182 million as of December 31, 2010, of which EUR 72 million relates to holdings rated below investment grade. These Tier 1 and Upper Tier 2 securities are rated from BB to C depending on the individual features of the debt securities. As of December 31, 2010 unrealized losses were EUR 37 million, of which EUR 29 million relates to holdings rated below investment grade. Lloyds Banking Group PLC was created from the merger of Lloyds TSB and HBOS PLC in the fall of 2008 as the shutdown in capital markets threatened the sustainability of HBOS PLC's wholesale funding and specialist lending model. Following an emergency capital injection, the UK Government currently owns 43.4% of the combined Lloyds Banking Group PLC. After months of speculation, Lloyds announced on November 3, 2009 that it was withdrawing from the UK's Asset Protection Plan, which was offered to systemically important UK banks as a way to insure them against losses on their riskiest assets. Instead, Lloyds announced plans to raise £21 billion in core Tier 1 capital to cover potential losses on its assets over the next few years. Lloyds' plans were approved by the UK regulator, the UK government and the European Commission and have since been completed. However, as a result of the State Aid that Lloyds received during the height of the credit crisis, it was required to submit a Restructuring Plan to the European Commission. As a condition of approving

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Lloyd's Restructuring Plan, the European Commission asked Lloyds to undertake certain burden sharing measures. As part of the burden sharing measures, Lloyds will not pay dividends or coupons on existing hybrid securities or exercise any call options for a two year period unless there is a legal obligation to do so. As such, AEGON has impaired its Lloyds securities with optional deferral language and non-cumulative coupons. The remaining Lloyds securities are deemed either must pay securities or have optional deferral language with cumulative coupons. AEGON evaluated the

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near-term prospects of the issuer in relation to the severity and duration of the unrealized losses and does not consider those positions to be impaired as of December 31, 2010.

AEGON's available for sale debt securities for Bank of Ireland (BoI) have an amortised cost of EUR 47 million as of December 31, 2010 of which EUR 36 million relates to holdings rated below investment grade. The Tier 1 security is C rated and as of December 31, 2010 unrealized losses were EUR 26 million. BoI has been impacted by the financial stresses in the Irish economy and has received financial support from the Irish government through preference shares and equity investment. In addition, BoI has participated in the Irish National Asset Management Agency scheme, transferring distressed assets to the government agency to reduce the risks on the residual balance sheet. In return for receiving State Aid, BoI has agreed to burden sharing among subordinated bond holders and has deferred coupons on some of its subordinated bonds. The terms of our Tier 1 security give BoI flexibility to defer payments and BoI have exercised that flexibility. BoI meets its minimum capital requirements and in these circumstances the terms of the security require the bank to pay deferred coupons along with penalty interest when payments on equivalent securities resume. AEGON has evaluated the position in relation to these securities along with the financial flexibility of the bank and does not consider the securities to be impaired as of December 31, 2010. Consistent with our expectations the bank paid the arrears of coupon and penalty interest in February 2011.

AEGON evaluated the near-term prospects of the issuers in the banking sub sector in relation to the severity and duration of the unrealized loss and does not consider those investments to be impaired as of December 31, 2010.

Brokerage, Insurance and Financial Other

The unrealized losses in this sub-sector primarily reflect general spread widening on companies due to broad housing, mortgage market, equity market and economic issues plus increased liquidity and capital markets concerns, which has been compounded in some cases by the structure of the securities (subordination or other structural features and duration). While the sub sector has some exposure to the US residential mortgage market, the issuers are highly diversified. AEGON evaluated the near-term prospects of the issuers in relation to the severity and duration of the unrealized loss and does not consider those investments to be impaired as of December 31, 2010.

There are no individual issuer rated below investment grade in the insurance sub sector which has unrealized losses greater than EUR 25 million.

Industrial

The Industrial sector is further subdivided into various sub sectors with the majority of the gross unrealized losses in the Capital Goods, Consumer Non-Cyclical, and Communications sub sectors.

Capital Goods

The Capital Goods industries encompass various sub-sectors ranging from aerospace defense to packaging. Building materials continue to be impacted by the delay or reduction in infrastructure spending as well as the continued slowdown in the US housing market which has been further impacted by declines in consumer spending. Chemicals continue to benefit from the combination of high operating leverage in the face of continued global economic expansion. Furthermore, low natural gas prices have kept input low and allowed margins to expand accordingly. Paper and forest products experienced gradual improvement throughout the year based on higher pricing, balanced supply and demand, and general macroeconomic expansion. Lumber producers continue to be under pressure due to low housing starts; however sawmill capacity reductions have aided in stabilizing pricing. AEGON evaluated the near-term prospects of the issuers in relation to the severity and duration of the unrealized loss and does not consider those investments to be impaired as of December 31, 2010.

Consumer Non-Cyclical

The Consumer Non-Cyclical sub-sector encompasses various industries ranging from consumer products to supermarkets. The more significant of these sub-sectors from an unrealized loss perspective are food and beverages and consumer products. Food and beverages and consumer products fundamentals have modestly improved over the past year due to lower input costs, the implementation of restructuring activities, and cash preservation strategies that include scaled back share repurchase and dividend activity as well as the refinancing of near term debt maturities. Over the past year the consumer has chosen to trade down to less expensive and more value oriented products, although higher end products have performed well as fundamentals have continued to strengthen, coming out of the recessionary environment. The speculation of mergers and acquisitions in search of higher sales growth has further impacted this sector.

The vast majority of the unrealized losses in the consumer non-cyclical sector relate to global macro economic conditions and credit spread widening. AEGON evaluated the near-term prospects of the issuers in relation to the severity and duration of the unrealized loss and does not

consider those investments to be impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in the consumer non-cyclical sub-sector which have unrealized loss positions greater than EUR 25 million.

Table of Contents**Communications**

The Communications sector can be further divided into the media cable, media non-cable, wireless and wirelines sub-sectors. The media non-cable category, which had experienced weakness in 2009, rebounded in 2010 as the overall advertising environment strengthened. The media cable, wireless and wirelines categories continue to be stable. AEGON evaluated the near-term prospects of the issuers in relation to the severity and duration of the unrealized loss and does not consider those investments to be impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in the communications sub-sector which have unrealized loss positions greater than EUR 25 million.

Utility

The Utility sector is further subdivided into electrical, natural gas and other sub-sectors. The majority of the gross unrealized losses relate to the electrical sub-sector.

Electrical

The Electrical Utility sub-sector is generally viewed as a defensive sub-sector during weak economic environments. The economic slowdown has resulted in declining revenue trends, which have been most pronounced in the large industrial customer base. Companies in the sub-sector have responded to the declining revenue trends with cost cutting initiatives and reduced capital expenditure programs. Liquidity remains adequate for most companies in the Electrical Utility sub-sector and significant debt refinancing has been completed which further enhanced liquidity profiles. Other headwinds continue to affect the industry including ongoing capital expenditure requirements, the possibility of CO2 legislation, declining unregulated generation margins, and increasingly uncertain state regulatory environments during a time of economic stress. Even with these headwinds, most balance sheets have been maintained and cash flow has been sufficient to support credit fundamentals. Industrial demand has shown improvement through 2010 which has also contributed to stable credit profiles. AEGON evaluated the near-term prospects of the issuers in relation to the severity and duration of the unrealized loss and does not consider those investments to be impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in this sub-sector which have unrealized loss positions greater than EUR 25 million.

Sovereign exposure

Sovereign exposure related to government issued securities including Dutch government bonds and US Treasury, agency and state bonds. The issuer identified as having the largest unrealized loss in the available for sale portfolio was US Treasuries. US Treasury interest rates rose during the second half of 2010, largely in response to market perceptions of improved economic prospects and lingering inflation fears. These factors decreased prices for US Treasury and Agency securities as of December 31, 2010. AEGON evaluated the near-term prospects of the issuer in relation to the severity and duration of the unrealized loss and does not consider the position to be impaired as of December 31, 2010.

There are no individual issuers rated below investment grade in this sector which have an unrealized loss position greater than EUR 25 million.

Included in our debt securities and money market investments are EUR 1,125 million (December 31, 2009: EUR 2,215 million) of exposures to central governments of the European peripheral countries of Portugal, Italy, Ireland, Greece and Spain. The table below provides the amortized cost and fair value of our exposure to central government of these countries.

	2010		2009	
	Amortized	Fair	Amortized	Fair
	cost	value	cost	value
Portugal	33	32	56	58
Italy	114	112	138	143
Ireland	37	32	135	138
Greece	58	45	94	92

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Spain	1,008	904	1,769	1,784
At December 31	1,250	1,125	2,192	2,215

Table of Contents**Unrealized Loss by Maturity**

The table below shows the composition by maturity of all debt securities in an unrealized loss position held by AEGON Americas, AEGON The Netherlands and AEGON UK at December 31, 2010.

Maturity Level

In million EUR	Carrying value of securities with gross unrealized losses	Gross unrealized losses
One year or less	1,652	(49)
Over 1 thru 5 years	6,959	(427)
Over 5 thru 10 years	6,599	(667)
Over 10 years	13,822	(2,130)
Total	29,032	(3,273)

Unrealized Loss by Credit Quality

The table below shows the composition by credit quality of debt securities in an unrealized loss position held by AEGON Americas, AEGON The Netherlands and AEGON UK at December 31, 2010.

In million EUR	Carrying value of securities with gross unrealized losses	Gross unrealized losses
Treasury Agency	4,671	(142)
AAA	4,631	(328)
AA	2,777	(417)
A	7,337	(638)
BBB	6,479	(592)
BB	1,692	(442)
B	748	(355)
Below B	697	(359)
Total	29,032	(3,273)

The table below provides the length of time a security has been below cost and the respective unrealized loss at December 31, 2010.

In million EUR	Investment grade	Below investment grade	Investment	Below
	carrying value of securities with	carrying value of securities with	grade unrealized loss	investment grade unrealized

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	gross unrealized	losses		loss
	losses			
0 6 months	13,975	521	(485)	(28)
6 12 months	1,356	142	(99)	(14)
> 12 months	10,560	2,478	(1,531)	(1,116)
Total	25,891	3,141	(2,115)	(1,158)

The majority of the unrealized losses relate to investment grade holdings where credit spreads have widened in the near term in conjunction with concerns over the current macroeconomic conditions.

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The table below provides the length of time a below investment grade security has been in an unrealized loss and the percentage of carrying value (CV) to amortized cost.

Aging and severity unrealized losses

In million EUR	Carrying value of debt securities	Gross unrealized
	with gross unrealized losses	losses
CV 70-100% of amortized cost	520	(27)
CV 40-70% of amortized cost	1	(1)
CV < 40 % of amortized cost		
0-6 months	521	(28)
CV 70-100% of amortized cost	137	(11)
CV 40-70% of amortized cost	5	(3)
CV < 40 % of amortized cost		
6-12 months	142	(14)
CV 70-100% of amortized cost	126	(20)
CV 40-70% of amortized cost	118	(85)
CV < 40 % of amortized cost	2	(3)
12-24 months	246	(108)
CV 70-100% of amortized cost	1,334	(228)
CV 40-70% of amortized cost	813	(548)
CV < 40 % of amortized cost	85	(232)
> 24 months	2,232	(1,008)
Total	3,141	(1,158)

Realized gains and losses on debt securities of AEGON Americas, AEGON The Netherlands and AEGON UK for the year ended December 31, 2010:

In million EUR	Gross realized gains	Gross realized losses
Debt securities	799	(389)

The table below provides the length of time the security was below cost prior to the sale and the respective realized loss for assets not considered impaired.

<i>Time period</i>	0 -12 months	>12 months	Total
In million EUR			
Debt securities	(115)	(274)	(389)

Table of Contents***Impairment losses and recoveries***

The composition of AEGON Americas, AEGON The Netherlands and AEGON UK's bond impairment losses and recoveries by issuer for the period ended December 31, 2010 is presented in the table below. Those issuers with impairments or recoveries above EUR 25 million are specifically noted.

In million EUR	(Impairment)/ Recovery
Impairments:	
AMBAC	(52)
Lehman Mtge tr 2007-10	(39)
Other	(382)
<i>Sub-total</i>	<i>(473)</i>
Recoveries:	
Other recoveries	74
Sub-total	74
Net (Impairments) and Recoveries	(399)

Net impairments during 2010 totaled EUR 399 million, including EUR 103 million related to subprime mortgage asset backed securities and a further EUR 217 million to residential mortgage backed securities, both in the Americas.

During 2010, AEGON recognized EUR 74 million in recoveries on previously impaired securities. In each case where a recovery was taken on structured securities, improvements in underlying cash flows for the security were documented and modeling results improved significantly. Recoveries on non-structured securities were supported by documented credit events combined with significant market value improvements.

AEGON USA impaired its direct investments in AMBAC, as well as structured securities that were dependent upon AMBAC's guarantee. These impairments were EUR 52 million, comprised of EUR 45 million on structured securities and EUR 7 million on corporate bonds. AMBAC Assurance Corp (AAC)'s capital levels have become severely strained by the mortgage crisis, which forced it to make large payouts on a number of complicated repackaged mortgage bonds it had guaranteed, among other instruments. In March 2010, at the request of regulators, AAC announced a restructuring, whereby it would establish a segregated account containing AAC's risky assets. The Office of the Commissioner of Insurance of the State of Wisconsin placed this segregated account under regulatory rehabilitation and regulators have temporarily suspended AAC from paying out claims on assets held in the segregated account. Given the facts and circumstances surrounding AMBAC and the interruption in claims payments, AEGON's investments in AMBAC and securities dependent upon AMBAC's guarantee were impaired to fair value as of March 31, 2010 for EUR 50 with an additional impairment of EUR 2 million in the fourth quarter due to adverse changes in cash flows on securities dependent upon AMBAC's guarantee.

A EUR 39 million loss was realized in 2010 on Lehman Mtge TR 2007-10. The debt represents a beneficial interest in a portfolio of pooled US Alt-A fixed rate mortgage loans. The pool contains a large concentration of mortgages in states experiencing a significant decline in home values. While the deal continued paying full principal and interest payments during 2010, performance of the underlying collateral deteriorated more than expected and caused revisions to modeling assumptions which triggered an adverse change in cash flows. The security was impaired to fair value in the second quarter due to an adverse change in projected cash flows.

Equity instruments classified as available for sale

Objective evidence of impairment of an investment in an equity instrument classified as available for sale includes information about significant changes with an adverse effect that have taken place in the technological, market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in the equity instrument may not be recovered. A significant or prolonged decline in the fair value of an investment in an equity instrument below its cost is also objective evidence of impairment. Significant or prolonged decline is generally defined as an unrealized loss position for more than 6 months or a fair value of less than 80% of the cost price of the investment. Additionally, as part of an ongoing process, the equity analysts actively monitor earnings releases, company fundamentals, new developments and industry trends for any signs of possible impairment.

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These factors typically require significant management judgment. The impairment review process has resulted in EUR 7 million of impairment charges for year ended December 31, 2010 for AEGON Americas, AEGON The Netherlands and AEGON UK.

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As of December 31, 2010, there are EUR 340 million of gross unrealized gains and EUR 11 million of gross unrealized losses in the equity portfolio of AEGON. There are no securities held by AEGON with an unrealized loss of more than EUR 5 million. The table below represents the unrealized gains and losses on share positions held by AEGON Americas, AEGON The Netherlands and AEGON UK.

	Cost	Carrying value	Net unrealized gains/ (losses)	Carrying value	Carrying value	Gross unrealized losses	Gross unrealized losses
				of securities with gross unrealized gains	of securities with gross unrealized losses		
In million EUR	basis	value	(losses)	gains	gains	losses	losses
Shares	914	1,243	329	1,176	340	67	(11)

The composition of shares by industry sector in an unrealized loss position held by AEGON Americas, AEGON The Netherlands and AEGON UK at December 31, 2010 and December 31, 2009 is presented in the table below.

Unrealized losses shares

In million EUR	December 31, 2010	
	Carrying value of instruments with unrealized losses	Gross unrealized losses
Communication	31	(1)
Consumer cyclical	2	
Consumer non-cyclical	2	
Financials	26	(10)
Funds		
Industries	1	
Technology		
Other	5	
Total	67	(11)

Impairment losses on Shares

The table below provides the length of time the shares held by AEGON Americas, AEGON The Netherlands and AEGON UK were below cost prior to the impairment in 2010.

In million EUR	0	6 months
Shares		(7)

There were no issuers with impairments above EUR 25 million.

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Vi Goodwill

Goodwill is reviewed and tested for impairment under a fair value approach. Goodwill must be tested for impairment at least annually or more frequently as a result of an event or change in circumstances that would indicate an impairment charge may be necessary. The recoverable amount is the higher of the value in use and fair value less costs to sell for a cash-generating unit. Impairment testing requires the determination of the value in use or fair value less costs for each of AEGON's identified cash generating units.

The valuation utilized the best available information, including assumptions and projections considered reasonable and supportable by management. The assumptions used in the valuation involve significant judgments and estimates. Refer to see Note 18.6 of the notes to our financial statements in Item 18 of this Annual Report for more details.

Vii Valuation of defined benefit plans

The liabilities or assets recognized in the balance sheet in respect of defined benefit plans is the difference between the present value of the projected defined benefit obligation at the balance sheet date and the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The present value of the defined benefit obligation is determined by discounting the estimated future cash flows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity that approximate the terms of the related pension liability. Actuarial assumptions used in the measurement of the liability include the discount rate, the expected return on plan assets, estimated future salary increases and estimated future pension increases. To the extent that actual experience deviates from these assumptions, the valuation of defined benefit plans and the level of pension expenses recognized in the future may be affected.

Viii Recognition of deferred tax assets

Deferred tax assets are established for the tax benefit related to deductible temporary differences, carry forwards of unused tax losses and carry forwards of unused tax credits when in the judgment of management it is more likely than not that AEGON will receive the tax benefits. Since there is no absolute assurance that these assets will ultimately be realized, management reviews AEGON's deferred tax positions periodically to determine if it is more likely than not that the assets will be realized. Periodic reviews include, among other things, the nature and amount of the taxable income and deductible expenses, the expected timing when certain assets will be used or liabilities will be required to be reported and the reliability of historical profitability of businesses expected to provide future earnings. Furthermore, management considers tax-planning strategies it can utilize to increase the likelihood that the tax assets will be realized. These strategies are also considered in the periodic reviews.

Ix Valuation of share appreciation rights and share options

Because of the inability to measure the fair value of employee services directly, fair value is measured by reference to the fair value of the rights and options granted. This value is estimated using the binomial option pricing model, taking into account the respective vesting and exercise periods of the share appreciation rights and share options.

The volatility is derived from quotations from external market sources and the expected dividend yield is derived from quotations from external market sources and the binomial option pricing model. Future blackout periods are taken into account in the model in conformity with current blackout periods. The expected term is explicitly incorporated in the model by assuming that early exercise occurs when the share price is greater than or equal to a certain multiple of the exercise price. This multiple has been set at two based on empirical evidence. The risk free rate is the interest rate for Dutch government bonds.

x Recognition of provisions

Provisions are established for contingent liabilities when it is probable that a past event has given rise to a present obligation or loss and the amount can be reasonably estimated. Management exercises judgment in evaluating the probability that a loss will be incurred. The estimate of the amount of a loss requires management judgment in the selection of a proper calculation model and the specific assumptions related to the particular exposure.

xi **Non-consolidated group companies**
All Group Companies are consolidated.

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In million EUR	2010	2009	%
Underlying earnings geographically			
Americas	1,598	817	96
The Netherlands	385	398	(3)
United Kingdom	72	52	38
New Markets	200	170	18
Holding and other activities	(283)	(252)	(12)
Underlying earnings before tax	1,972	1,185	66
By product segment			
Life	1,048	931	13
Individual savings and retirement products	500	(10)	
Pensions	469	395	19
Life reinsurance	79	21	
Non-life	53	67	(21)
Distribution	10	(2)	
Asset Management	46		
Other	(283)	(252)	(12)
Associates	50	35	43
Underlying earnings before tax	1,972	1,185	66
Fair value items	221	(544)	
Realized gains / (losses) on investments	658	518	27
Impairment charges	(452)	(1,277)	65
Other income / (charges)	(309)	(323)	4
Run-off businesses	(165)	(13)	
Income before tax (excluding income tax from certain proportionately consolidated associates)	1,925	(454)	
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>11</i>	<i>10</i>	<i>10</i>
Income tax	(165)	658	
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(11)</i>	<i>(10)</i>	<i>(10)</i>
Net income	1,760	204	
Net underlying earnings	1,553	1,005	55
Commissions and expenses	6,145	6,046	2
Of which operating expenses	3,397	3,292	3
New life sales			
Americas	629	566	11
The Netherlands	248	239	4
United Kingdom	1,061	1,010	5
New Markets	275	285	(4)
Total life production	2,213	2,100	5
Gross deposits (on and off balance sheet)			
Americas	21,020	19,188	10
The Netherlands	2,382	3,434	(31)
United Kingdom	96	177	(46)
New Markets	9,082	4,817	89

Total gross deposits excluding run-off businesses	32,580	27,616	18
Run-off businesses		930	
Total gross deposits	32,580	28,546	14

Table of Contents**Revenues geographically 2010**

In million EUR

	Americas	The Netherlands	United Kingdom	New Markets	Holdings, other activities and eliminations	Total	Associations eliminations	Total
Life insurance gross premiums	6,877	3,185	7,425	1,306		18,793	(427)	18,366
Accident and health insurance	1,850	201		72		2,123	(2)	2,121
General insurance		451		159		610		610
Total gross premiums	8,727	3,837	7,425	1,537		21,526	(429)	21,097
Investment income	4,073	2,161	2,340	234	26	8,834	(72)	8,762
Fees and commission income	998	348	164	479	(245)	1,744		1,744
Other revenues	1			4	1	6	(1)	5
Total revenues	13,799	6,346	9,929	2,254	(218)	32,110	(502)	31,608
Number of employees, including agent-employees	13,362	5,122	4,138	8,216	316	31,154	(3,680)	27,474

This report includes a non-IFRS financial measure: underlying earnings before tax. The reconciliation of this measure to the most comparable IFRS measure is presented below. For segment reporting purposes, underlying earnings before tax is calculated by consolidating on a proportionate basis the revenues and expenses of certain of AEGON's associated companies in Spain, India, Brazil and Mexico. We believe that our non-IFRS measure, together with the IFRS information, provides meaningful supplemental information that our senior management uses in managing our business as well as useful information for the investment community to evaluate AEGON's business relative to the businesses of our peers. Among other things our senior management is compensated based in part on AEGON's results against targets using the non-IFRS measure presented here. While many other insurers in our peer group present substantially similar non-IFRS measures, the non-IFRS measure presented in this document may nevertheless differ from the non-IFRS measures presented by other insurers. There is no standardized meaning to these measures under IFRS or any other recognized set of accounting standards and readers are cautioned to consider carefully the different ways in which we and our peers present similar information before comparing them. AEGON believes the non-IFRS measure shown herein, when read together with our reported IFRS financial statements, provides meaningful supplemental information for the investing public to evaluate AEGON's business after eliminating the impact of current IFRS accounting policies for financial instruments and insurance contracts, which embed a number of accounting policy alternatives that companies may select in presenting their results (i.e. companies can use different local GAAPs) and that can make the comparability from period to period difficult.

In million EUR

	2010	2009
Underlying earnings before tax	1,972	1,185
Fair value items	221	(544)
Realized gains / (losses) on investments	658	518
Impairment charges	(452)	(1,277)
Other income / (charges)	(309)	(323)
Run-off businesses	(165)	(13)
Income before tax (excluding income tax from certain proportionately consolidated associates)	1,925	(454)
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>11</i>	<i>10</i>
Income tax	(165)	658
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(11)</i>	<i>(10)</i>
Income tax	(165)	658
Net income	1,760	204

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Overview

During 2010, both AEGON's net income and underlying earnings improved considerably. The increases were the result of business growth, cost savings, further improvements in financial markets and strengthening of the dollar against the euro. Sales increased in most countries, while gross deposits also increased strongly. AEGON's capital position was further strengthened during the year, with core capital of EUR 18.7 billion at year-end 2010.

Net income

AEGON's net income for 2010 amounted to EUR 1.8 billion, a significant increase compared with net income of EUR 204 million in 2009. The improvement was driven by higher underlying earnings before tax, a turnaround in fair value results, higher realized gains on investments and considerably lower impairments. These positive effects were partly offset by higher losses for the run-off businesses and tax charges, where 2009 had included tax benefits. Results from fair value items amounted to EUR 0.2 billion compared with a loss for the previous year of EUR 0.5 billion. Most of the turnaround was attributable to an improvement in the fair value of guarantees net of related hedges in the Netherlands. Impairments totaled EUR 452 million, a significant improvement in 2010 that reflected better market conditions. This was the lowest level of impairments in three years, but is still above AEGON's long-term expectations. Impairments were primarily related to US housing related securities. Other charges amounted to EUR 309 million and included a payment for settlement of a dispute related to a bank-owned life insurance policy in the United States and restructuring charges in the United States, the United Kingdom and Hungary. The charges were partly offset by a book gain from the sale of AEGON's funeral insurance business in the Netherlands. Income tax amounted to EUR 165 million for 2010, while 2009 had included a tax credit of EUR 658 million.

Underlying earnings before tax

Underlying earnings before tax increased 66% to EUR 2.0 billion, mainly as a result of a strong recovery in the Americas. The improvement was the result of growth of the business, cost savings, higher fee income as a result of higher account balances driven by a recovery in financial markets and the absence of reserve strengthening in the Americas. Underlying earnings before tax in the Netherlands remained strong. AEGON's operations in the United Kingdom reported higher underlying earnings before tax, while underlying earnings before tax from New Markets increased mainly as a result of the inclusion of AEGON Asset Management, only partly offset by higher claim experience in the nonlife business in Hungary.

Commissions and expenses

Commissions and expenses increased 2% in 2010 to EUR 6.1 billion and operating expenses increased 3% to EUR 3.4 billion. The results of expense savings in AEGON's main operations in the United States, the Netherlands and the United Kingdom were more than offset by restructuring charges, project related costs (e.g. Solvency II) and investments in growth markets. At constant currency, excluding restructuring charges, operating expenses declined 2% in 2010 compared with the previous year.

Production

AEGON's new life sales in 2010 increased 5% compared with 2009 to EUR 2.2 billion. Sales across the company showed improvements during the year. Spain was an exception, as a consequence of continued weak economic conditions that affected one of AEGON's joint venture partners there. Gross deposits excluding run-off businesses increased 18% to EUR 32.6 billion in 2010 as a result of continued strong growth in variable annuity, retail mutual fund and pension deposits in the United States, as well as new mandates for AEGON Asset Management.

Table of Contents**AMERICAS****Americas (includes AEGON USA and AEGON Canada)**

	2010	2009		2010	2009	
	in million USD	in million USD	%	in million EUR	in million EUR	%
Income by product segment						
Life and protection	897	903	(1)	679	641	6
<i>Fixed annuities</i>	439	334	31	333	237	41
<i>Variable annuities</i>	216	(348)		164	(248)	
<i>Retail mutual funds</i>	9	(16)		7	(11)	
Individual savings and retirement products	664	(30)		504	(22)	
Employer solutions & pensions	385	222	73	291	158	84
Life reinsurance	105	29		79	21	
Canada	54	32	69	40	23	74
Latin America	6	(6)		5	(4)	
Underlying earnings before tax	2,111	1,150	84	1,598	817	96
Fair value items	(32)	(123)	74	(24)	(87)	72
Realized gains / (losses) on investments	502	89		380	63	
Impairment charges	(506)	(1,337)	62	(383)	(950)	60
Other income / (charges)	(404)	(4)		(306)	(3)	
Run-off businesses	(218)	(18)		(165)	(13)	
Income before tax (excluding income tax from certain proportionately consolidated associates)	1,453	(243)		1,100	(173)	
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	2			2		
Income tax	41	940	(96)	31	669	(95)
<i>Of which income tax from certain proportionately consolidated associates</i>	(2)			(2)		
Net income	1,494	697	114	1,131	496	
Net underlying earnings	1,599	1,017	57	1,211	724	67
Revenues						
Life insurance gross premiums	9,085	8,388	8	6,877	5,961	15
Accident and health insurance	2,443	2,377	3	1,850	1,689	10
Total gross premiums	11,528	10,765	7	8,727	7,650	14
Investment income	5,380	5,505	(2)	4,073	3,913	4
Fee and commission income	1,319	1,260	5	998	896	11
Other revenues	2	3	(33)	1	2	(50)
Total revenues	18,229	17,534	4	13,799	12,461	11
Commissions and expenses	4,816	5,065	(5)	3,646	3,600	1
Of which operating expenses	1,971	2,249	(12)	1,492	1,599	(7)

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	2010	2009		2010	2009	
	in million USD	in million USD	%	in million EUR	in million EUR	%
New life sales						
Life and protection	531	480	11	402	341	18
Employer solutions & pensions	24	29	(17)	18	21	(14)
Life reinsurance	172	206	(17)	130	146	(11)
Canada	60	61	(2)	46	44	5
Latin America	44	20	120	33	14	
Total life production	831	796	4	629	566	11
New premium production accident and health	773	758	2	585	539	9
Gross deposits (on and off balance sheet)						
Life and protection	10	10		8	7	14
<i>Fixed annuities</i>	585	4,730	(88)	443	3,362	(87)
<i>Variable annuities</i>	3,830	3,372	14	2,899	2,396	21
<i>Retail mutual funds</i>	3,486	2,408	45	2,639	1,712	54
Individual savings and retirement products	7,901	10,510	(25)	5,981	7,470	(20)
Employer solutions & pensions	19,247	16,075	20	14,570	11,422	28
Life reinsurance	3	2	50	2	2	
Canada	606	403	50	459	287	60
Total gross deposits excluding run-off businesses	27,767	27,000	3	21,020	19,188	10
Run- off businesses		1,309			930	
Total gross deposits	27,767	28,309	(2)	21,020	20,118	4
Exchange rates	Weighted average			Year-end		
Per 1 EUR	2009	2010		2010	2009	
USD	1.3210	1.4071		1.3362	1.4406	
CAD	1.3599	1.5773		1.3322	1.5128	

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Overview

AEGON's businesses in the Americas showed a strong increase in net income and underlying earnings before tax mainly as a result of improved market conditions in 2010. During the year, AEGON announced that it would explore strategic options regarding its life reinsurance business, Transamerica Reinsurance. This followed the restructuring process started in 2009 and the company's announcement in 2010 that it would sharpen its focus on its core businesses. AEGON also decided to discontinue its BOLI/COLI business in the United States and to pursue further operational and cost efficiencies by consolidating operations currently based in Louisville, Kentucky with other existing locations.

Net income

Net income from the Americas more than doubled compared with 2009 to USD 1.5 billion. This was mainly the result of higher underlying earnings before tax and realized gains on investments, a better performance from fair value items and fewer impairments. The result was only partly offset by higher charges that were mainly related to restructuring, the settlement of a dispute related to a BOLI policy and losses from the run-off businesses.

Underlying earnings before tax

Underlying earnings before tax increased 84% during the year to USD 2.1 billion.

Underlying earnings before tax from *Life and Protection* remained stable as cost savings were offset by lower margins.

Individual *Savings and Retirement* returned to profit, mainly as a result of higher account balances driven by a recovery in financial markets and the absence of reserve strengthening.

Underlying earnings before tax from *Employer Solutions & Pensions* increased as a result of continued strong growth of the business as well as an improvement in the financial markets.

Commissions and expenses

Total commissions and expenses decreased by 5% in 2010. Operating expenses declined 12% compared with 2009 to USD 2 billion, mainly as a result of significant cost reductions, lower restructuring charges, a decrease in employee benefit plan expenses and the transfer of asset management activities to AEGON Asset Management.

Production

AEGON experienced a 4% increase in new life sales in the Americas during the course of 2010. Strong retail new life sales in the United States and Latin America were partly offset by lower life reinsurance sales.

Gross deposits excluding run-off businesses increased 3% to USD 27.8 billion in 2010. Continued strong growth in variable annuity, retail mutual fund and pension deposits was offset by a decline in fixed annuity deposits as sales of this product are de-emphasized. In the United States, one of AEGON's chosen markets and key growth drivers, the company's retirement businesses experienced a year with more than USD 8 billion of net deposits for 2010. Total net deposits, excluding the run-off businesses, declined to USD 1.6 billion during the year, mainly due to the decision to de-emphasize sales of fixed annuities and stable value solutions outflows.

Table of Contents**THE NETHERLANDS**

	2010		
	In million EUR	2009 In million EUR	%
Income by product segment			
Life and Savings	186	180	3
Pensions	153	174	(12)
Non life	33	29	14
Distribution	16	16	
Share in underlying earnings before tax of associates	(3)	(1)	(200)
Underlying earnings before tax	385	398	(3)
Fair value items	361	(374)	
Realized gains / (losses) on investments	155	351	(56)
Impairment charges	(11)	(111)	90
Other income / (charges)	38		
Income before tax	928	264	
Income tax	(217)	(23)	
Net income	711	241	195
Net underlying earnings	292	298	(2)
Revenues			
Life insurance gross premiums	3,185	3,066	4
Accident and health insurance	201	206	(2)
General insurance	451	457	(1)
Total gross premiums	3,837	3,729	3
Investment income	2,161	2,211	(2)
Fee and commission income	348	383	(9)
Total revenues	6,346	6,323	
Commissions and expenses	1,058	1,181	(10)
Of which operating expenses	748	873	(14)
New life sales			
Life	83	82	1
Pensions	165	157	5
Total life production	248	239	4
New premium production accident and health	26	17	53
New premium production general insurance	26	26	
Gross deposits (on and off balance sheet)			
Life and Savings	2,036	3,032	(33)
Pensions	346	402	(14)
Total gross deposits	2,382	3,434	(31)

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Overview

AEGON's operation in the Netherlands reported strong results for 2010. Net income increased considerably as a result of lower impairments and improved results from fair value items. At the beginning of the year, AEGON sold its funeral insurance activities. During the fourth quarter the company announced a reorganization of its banking activities. This is part of AEGON's strategy to focus on its core businesses.

Net income

Net income from AEGON's businesses in the Netherlands increased to EUR 711 million. This sharp increase was the result of a significant improvement in the performance of fair value items and lower impairments, somewhat offset by fewer realized gains on investments compared with 2009.

Underlying earnings before tax

Underlying earnings before tax declined 3% during the year to EUR 385 million as increased underlying earnings before tax from Life & Savings and Non-life were more than offset by lower Pensions underlying earnings before tax.

Life & Savings increased to EUR 186 million as improved margins on savings account balances were only partly offset by a loss of underlying earnings before tax due to the sale of the funeral insurance business.

Underlying earnings before tax from *Pensions* declined to EUR 153 million, mainly as a result of lower investment income.

Non-life underlying earnings before tax increased to EUR 33 million as a result of more favorable motor and fire insurance claim levels.

Underlying earnings before tax from *Distribution* remained level at EUR 16 million.

Commissions and expenses

Commissions and expenses declined by 10% in 2010 due to lower operating expenses. Operating expenses declined 14% during the year to EUR 748 million. The decline was due mainly to cost savings measures and the transfer of asset management activities to AEGON Asset Management.

Production

Total new life sales in the Netherlands increased 4%. AEGON successfully utilized its leading position in the Dutch pension market to secure a number of sizeable group pension contracts during the year. Individual life sales were level at EUR 83 million as a result of continued demand for mortgage-related products and immediate annuities. This was a strong result, given that the market as a whole is declining. Following changes in government regulations, the disability insurance market in the Netherlands is now more open to private sector insurers. As a result, AEGON accident & health premium production increased 53% to EUR 26 million for the year.

AEGON reported EUR 2.4 billion of gross deposits for 2010, a decrease of 31% compared with 2009 as a result of lower savings deposits. Net deposits turned negative for the year as a result of higher outflows from savings accounts due to lower interest rates offered on savings accounts.

Table of Contents**UNITED KINGDOM**

	2010			2010		
	in million GBP	2009 in million GBP	%	in million EUR	2009 in million EUR	%
Income/(loss) by product segment						
Life	60	38	58	71	42	69
Pensions	6	25	(76)	7	28	(75)
Distribution	(5)	(16)	69	(6)	(18)	(67)
Underlying earnings before tax	61	47	30	72	52	38
Fair value items	(8)	25		(9)	28	
Realized gains / (losses) on investments	12	70	(83)	14	79	(82)
Impairment charges	(30)	(163)	82	(36)	(184)	(80)
Other income / (charges)	41	59	(31)	48	67	(28)
Income before tax	76	38	100	89	42	112
Income tax attributable to policyholder return	(57)	(59)	3	(67)	(66)	2
Income before income tax on shareholders return	19	(21)		22	(24)	
Income tax on shareholders return	53	29	83	62	33	88
Net income	72	8		84	9	
Net underlying earnings	103	59	75	120	66	82
Revenues						
Life insurance gross premiums	6,344	6,245	2	7,425	7,014	6
Total gross premiums	6,344	6,245	2	7,425	7,014	6
Investment income	1,999	2,045	(2)	2,340	2,296	2
Fee and commission income	140	155	(10)	164	174	(6)
Total revenues	8,483	8,445		9,929	9,484	5
Commissions and expenses	694	662	5	812	743	9
Of which operating expenses	390	413	(6)	456	463	(2)
New life sales						
Life	81	183	(56)	94	206	(54)
Pensions	826	716	15	967	804	20
Total life production	907	899	1	1,061	1,010	5
Gross deposits (on and off balance sheet)						
Variable annuities	82	158	(48)	96	177	(46)
Total gross deposits	82	158	(48)	96	177	(46)
Exchange rates Per 1 EUR	Weighted average			Year-end		
	2010	2009		2010	2009	
GBP	0.8544	0.8903		0.8608	0.8881	

Table of Contents**Overview**

In the United Kingdom, underlying earnings before tax from AEGON's businesses improved substantially in 2010. This was mainly the result of improved financial markets and business growth. Net income also improved, mainly due to a decrease in impairment charges. AEGON is taking significant steps to improve its return on capital in the United Kingdom. The company is on track to reduce costs by 25% in its life and pensions operation by the end of 2011, and is directing more resources to the key growth At Retirement and Workplace Savings markets, where AEGON has leading positions. AEGON's restructuring program in the United Kingdom is progressing well. The company has set a target for a reduction in operating expenses of GBP 80 to GBP 85 million.

Net income

Net income amounted to GBP 72 million for 2010, a significant improvement compared with GBP 8 million the previous year. Higher underlying earnings before tax and significantly lower impairments during the year more than offset a decline in fair value item results and lower realized gains on investments. Net income in 2010 also benefitted from tax credits, in particular a GBP 25 million positive impact from the reduction of the corporate tax rate from 28% to 27% effective April 1, 2011 with consequential impact on deferred taxes.

Underlying earnings before tax

Underlying earnings before tax from AEGON's businesses in the United Kingdom increased 30% to GBP 61 million during 2010, as a result of growth of the business and improved financial markets.

Underlying earnings before tax from the *Life* business increased to GBP 60 million due to growth of the annuity book in previous periods and lower expenses following the closure of the Employee Benefits business.

However, results from *Pensions* declined to GBP 6 million. Benefits from further business growth and improved market conditions were more than offset by the transfer of asset management activities to AEGON Asset Management, higher deferred policy acquisition costs, amortization and expenses relating to AEGON's customer redress program. AEGON began to implement a program to identify and correct historical issues within its customer policy records in May 2009. The first priority has been to deal with issues that resulted in financial detriment to customers, and to return those affected to the financial position they would have been in had the issue not occurred. The program to determine the full scope of customer redress continues. AEGON is on track to pay out the majority of the customer detriment by the end of 2011. 2010 results included a GBP 25 million customer redress charge (2009 GBP 38 million).

Commissions and expenses

Commissions and expenses increased by 5% in 2010. This was mainly due to higher asset management fees included in commissions as a result of the transfer of asset management activities to AEGON Asset Management. Operating expenses declined 6% during the year to GBP 390 million. The decline was mainly due to cost saving measures and the transfer of the asset management activities to AEGON Asset Management, partly offset by project-related costs and charges relating to the restructuring of AEGON's operations in the United Kingdom, announced in June 2010. The restructuring aims to reduce costs by 25% in the Life and Pensions operations by the end of 2011. Further restructuring charges are expected during 2011. As already noted, a significant proportion of the targeted reduction was achieved in 2010.

Production

Compared with the previous year, new life sales increased 1% to GBP 907 million. Higher sales of pensions and retirement products were offset by a planned decrease in sales of immediate annuities following repricing. Sales during 2009 included existing AEGON group personal pension business which was transferred internally to new group pension contracts. AEGON decided in 2010 not to include these rewrites as part of new business reporting. The company believes that the exclusion of such rewrites provides a clearer indication of new premium secured.

Table of Contents**NEW MARKETS**

	2010 In million EUR	2009 In million EUR	%
Income by product segment			
Central & Eastern Europe	95	117	(19)
Asia	(39)	(14)	(179)
Spain & France	87	71	23
Variable Annuities Europe	11	(4)	
AEGON Asset Management	46		
Underlying earnings before tax	200	170	18
Fair value items	(10)	3	
Realized gains / (losses) on investments	13	5	160
Impairment charges	(22)	(27)	19
Other income / (charges)	(56)	(387)	86
Income before tax (excluding income tax from certain proportionately consolidated associates)	125	(236)	
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>10</i>	<i>10</i>	<i>32</i>
Income tax	(34)	(53)	36
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(10)</i>	<i>(10)</i>	
Net income	91	(289)	
Net underlying earnings	152	110	38
Revenues			
Life insurance gross premiums	1,306	1,284	2
Accident and health insurance	72	68	6
General insurance	159	151	5
Total gross premiums	1,537	1,503	2
Investment income	234	283	(17)
Fee and commission income	479	140	
Other revenues	4	2	100
Total revenues	2,254	1,928	17
Commissions and expenses	735	392	88
Of which operating expenses	562	227	148
New life sales			
Life	229	196	17
Associates	46	89	(48)
Total life production	275	285	(4)
New premium production accident and health	11	5	120
New premium production general insurance	32	30	7
Gross deposits (on and off balance sheet)			
Central & Eastern Europe	948	801	18
Asia	53	4	
Spain & France	89	61	46
Variable Annuities Europe	663	622	7
AEGON Asset Management	7,329	3,329	120

Total gross deposits	9,082	4,817	89
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Exchange rates

Weighted average exchange rates for the currencies of the countries included in the New Markets segment, and which do not report in Euros are summarized in the table below.

Per 1 EUR	2010	2009
Czech Republic Krona (CZK)	25.1205	26.3343
Hungarian Forint (HUF)	273.9494	280.2934
Polish Zloty (PLN)	3.9771	4.3248
Rin Min Bi Yuan (CNY)	8.9699	9.4849

Please note that AEGON's New Markets segment is accounted for in the financial statements in euros, but that the operating results for individual country units are accounted for, and discussed, in local currency terms.

Overview

AEGON's operations in New Markets reported improved results in 2010. Higher contributions from Spain and France, Variable Annuities Europe and the first-time inclusion of AEGON Asset Management were partly offset by lower underlying earnings before tax from Central Eastern Europe and higher losses from continued investments in the company's operations in Asia. Although still negative, net results from AEGON's Asian operations improved considerably compared to the previous year, which included a charge related to the sale of the company's activities in Taiwan.

Net income

In 2010, New Markets turned a net profit of EUR 91 million. A loss was reported in 2009 due to a one-off charge related to the sale of the company's life insurance activities in Taiwan. Net income in 2010 included a charge related to the Hungarian pension legislation changes of EUR 23 million and EUR 19 million related to bank tax in Hungary.

Underlying earnings before tax

Underlying earnings before tax from New Markets increased 18% compared with 2009 to EUR 200 million. The increase was driven by a higher contribution from Spain and France and Variable Annuities Europe, as well as the inclusion of AEGON Asset Management, which added EUR 46 million in underlying earnings before tax to New Markets.

Underlying earnings before tax from *Central & Eastern Europe* decreased, while in Asia losses were higher as a result of continued investments in growth of the business. In Central Eastern Europe, the life and pensions operations performed in-line with 2009. However, the non-life business reported lower underlying earnings before tax due to higher claims relating to storms and floods in Hungary.

AEGON's operations in *Asia* recorded a loss of EUR 39 million as a result of continued investments in the company's joint ventures in China, India and Japan.

Underlying earnings before tax from *Spain and France* increased due to a higher contribution from La Mondiale, AEGON's associate in France.

Variable Annuities Europe turned to profit during the year and contributed EUR 11 million as a result of continued growth of the business.

In 2010 asset management and administration fees were reduced, due to new pension legislation in Hungary. Assets are expected to be transferred to the Hungarian State during the first quarter of 2011. In Poland, the government has announced plans to reduce contributions to private pension funds. AEGON expects these measures to have a combined negative impact on underlying earnings before tax of approximately EUR 25 million in 2011.

Commission and expenses

Commissions and expenses increased to EUR 735 million in 2010. Operating expenses increased to EUR 562 million for 2010, as compared to EUR 227 million in 2009. The increase was mainly due to the inclusion of AEGON Asset Management and restructuring charges.

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Production

New life sales during 2010 declined 4% compared with the previous year to EUR 275 million. Growth in Central Eastern Europe - and to a lesser extent Asia - was more than offset by a decline in Spain. Strong single premium production in the bank channel in Poland, continued growth in Hungary and a successful shift from pensions to life insurance in Turkey contributed to the 26% growth in new life sales in Central Eastern Europe. Sales in Asia increased 6% as a result of growth in both China and India, while the decrease in Spain was mainly due to lower sales from AEGON's partnership with CAM.

Gross deposits rose to EUR 9.1 billion, mainly as a result of strong growth in AEGON Asset Management. The main reason for the 2010 net deposits of EUR 3.9 billion was new asset management mandates, but all units contributed and experienced net inflows.

Table of Contents**5.4 Results of Operations 2009 compared to 2008**

In million EUR	2009	2008	%
Underlying earnings geographically			
Americas	817	723	13
The Netherlands	398	378	5
United Kingdom	52	148	(65)
New Markets	170	101	68
Holding and other activities	(252)	(112)	(125)
Underlying earnings before tax	1,185	1,238	(4)
By product segment			
Life	931	849	10
Individual savings and retirement products	(10)	(139)	93
Pensions	395	590	(33)
Life reinsurance	21	(63)	
Non-life	67	73	(8)
Distribution	(2)	1	
Asset Management			
Other	(252)	(112)	(125)
Associates	35	39	(10)
Underlying earnings before tax	1,185	1,238	(4)
Fair value items	(544)	(1,645)	67
Realized gains / (losses) on investments	518	61	
Impairment charges	(1,277)	(1,047)	(22)
Other income / (charges)	(323)	(12)	
Run-off businesses	(13)	350	
Income before tax (excluding income tax from certain proportionately consolidated associates)	(454)	(1,055)	57
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>10</i>	<i>6</i>	<i>67</i>
Income tax	658	(27)	
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(10)</i>	<i>(6)</i>	<i>(67)</i>
Net income	204	(1,082)	
Net underlying earnings	1,005	962	4
Commissions and expenses	6,046	6,144	(2)
Of which operating expenses	3,292	3,288	
New life sales			
Americas	566	652	(13)
The Netherlands	239	219	9
United Kingdom	1,010	1,407	(28)
New Markets	285	317	(10)
Total life production	2,100	2,595	(19)
Gross deposits (on and off balance sheet)			
Americas	19,188	27,594	(30)
The Netherlands	3,434	2,665	29
United Kingdom	177		
New Markets	4,817	4,732	2

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Total gross deposits excluding run-off businesses	27,616	34,991	(21)
Run-off businesses	930	6,972	(87)
Total gross deposits	28,546	41,963	(32)

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Table of Contents**Revenues geographically 2009**

In million EUR	Americas	The Netherlands	United Kingdom	New Markets	Holdings, other activities and eliminations	Total	Associates eliminations	Total
Life insurance gross premiums	5,961	3,066	7,014	1,284		17,325	(423)	16,902
Accident and health insurance	1,689	206		68		1,963		1,963
General insurance		457		151		608		608
Total gross premiums	7,650	3,729	7,014	1,503		19,896	(423)	19,473
Investment income	3,913	2,211	2,296	283	44	8,747	(66)	8,681
Fees and commission income	896	383	174	140		1,593		1,593
Other revenues	2			2	1	5	(1)	4
Total revenues	12,461	6,323	9,484	1,928	45	30,241	(490)	29,751

Number of employees, including agent-employees	14,584	5,510	4,740	5,863	267	30,964	(2,582)	28,382
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This report includes a non-IFRS financial measure: underlying earnings before tax. The reconciliation of this measure to the most comparable IFRS measure is presented below. For segment reporting purposes, underlying earnings before tax is calculated by consolidating on a proportionate basis the revenues and expenses of certain of AEGON's associated companies in Spain, India, Brazil and Mexico. We believe that our non-IFRS measure, together with the IFRS information, provides meaningful supplemental information that our senior management uses in managing our business as well as useful information for the investment community to evaluate AEGON's business relative to the businesses of our peers. Among other things our senior management is compensated based in part on AEGON's results against targets using the non-IFRS measure presented here. While many other insurers in our peer group present substantially similar non-IFRS measures, the non-IFRS measure presented in this document may nevertheless differ from the non-IFRS measures presented by other insurers. There is no standardized meaning to these measures under IFRS or any other recognized set of accounting standards and readers are cautioned to consider carefully the different ways in which we and our peers present similar information before comparing them. AEGON believes the non-IFRS measure shown herein, when read together with our reported IFRS financial statements, provides meaningful supplemental information for the investing public to evaluate AEGON's business after eliminating the impact of current IFRS accounting policies for financial instruments and insurance contracts, which embed a number of accounting policy alternatives that companies may select in presenting their results (i.e. companies can use different local GAAPs) and that can make the comparability from period to period difficult.

In million EUR	2009	2008
Underlying earnings before tax	1,185	1,238
Fair value items	(544)	(1,645)
Realized gains / (losses) on investments	518	61
Impairment charges	(1,277)	(1,047)
Other income / (charges)	(323)	(12)
Run-off businesses	(13)	350
Income before tax (excluding income tax from certain proportionately consolidated associates)	(454)	(1,055)
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>10</i>	<i>6</i>
Income tax	658	(27)
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(10)</i>	<i>(6)</i>
Net income	204	(1,082)
Income tax	658	(27)
Net income	204	(1,082)

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During 2009 AEGON continued to deliver on its strategic priorities:

To reallocate capital toward businesses with higher growth and return prospects

To improve growth and returns from existing businesses

To reduce financial markets risk

To manage AEGON as an international company.

Portfolio review

AEGON continues to assess its businesses to ensure they meet requirements in terms of growth, cash flow and return on capital. As part of this review, AEGON:

is running off its institutional spread-based business in the US, which will result in lower credit risk in the long run and a release of capital in the near term;

sold its life business in Taiwan, decreasing AEGON's long-term interest rate exposure and substantially lowering required economic capital;

withdrew from the Group Risk market in the UK, releasing EUR 55 million in capital over next three years;

sold its funeral insurance business in the Netherlands in January 2010.

Consistent with its strategy to allocate capital to businesses and geographies that offer attractive growth and higher return prospects, AEGON completed its acquisition of a 50% stake in Mongeral, Brazil's sixth largest independent life insurer, and the acquisition of Banca Transilvania's 50% share in BT AEGON, a Romanian pension business the two companies set up in 2008.

Cost measures

During 2009, AEGON realized cost reduction measures of EUR 250 million, significantly above the company's target for the year of EUR 150 million. Excluding the impact of restructuring charges, increased employee benefit expenses in the United States and currency movements, operating costs decreased in 2009 by 5% on a comparable basis.

AEGON's total workforce, excluding agent employees, declined by 7% during the year to just over 25,000 employees. The decline was due mainly to restructuring in the United States and the United Kingdom, as well as the sale of real estate brokerage activities in the Netherlands and the sale of the company's life insurance operations in Taiwan.

Capital and risk management

Capital preservation

During 2009, a further EUR 3.3 billion of capital was released from AEGON's businesses, bringing the total for 2008 and 2009 to EUR 4.9 billion.

Excess capital

Excess capital above S&P AA capital adequacy requirements amounted to EUR 3.7 billion at the end 2009, up from EUR 2.9 billion at the end of 2008. The increase primarily reflected capital efficiency and derisking activities (EUR 3.3 billion) and statutory earnings (EUR 1.2 billion) offset by credit migration and impairments in the company's bond portions (EUR 1.9 billion) and higher regulatory and rating agency capital requirements for longevity and default provisioning and other (EUR 1.5 billion). In August 2009 the company issued EUR 1 billion of new common shares in a public offering the proceeds of which were used to repay one-third of the EUR 3 billion in core capital provided by the Dutch State at the end of 2008. On November 30, 2009, AEGON redeemed EUR 1 billion in principal amount of those convertible core capital securities for EUR 1.15 billion and an amount of EUR 1 billion of the senior loan provided by the Dutch State through Vereniging AEGON was repaid. The total payment to the Dutch government amounted to EUR 1.15 billion.

Core capital

At year-end 2009, core capital, excluding the revaluation reserves, amounted to EUR 15.9 billion or 75% of the total capital base, well above AEGON's self-imposed minimum target of 70%. Core capital, including the revaluation reserves, totaled EUR 14.2 billion, comprising EUR 12.2 billion in shareholders' equity and a further EUR 2 billion in convertible core capital securities. At the end of December 31, 2009, the Insurance Group Directive⁶ (IGD) capital surplus totaled EUR 6.7 billion, equivalent to a solvency ratio of 204% up from 183 % in 2008.

The revaluation reserves amounted to a negative EUR 1.7 billion, a significant improvement of EUR 5.5 billion from year end 2008, mainly resulting from the positive effects of tightening credit spreads compared to last years elevated spread levels.

⁶ The calculation of the IGD (Insurance Group Directive) capital surplus and ratio are based on Solvency I capital requirements on IFRS for entities within the EU (Pillar I for AEGON UK), and local regulatory solvency measurements for non-EU entities. Specifically, required capital for the life insurance companies in the US is calculated as two times the upper end of the Company Action Level range (200%) as applied by the National Association of Insurance Commissioners in the US. The calculation of the IGD ratio excludes the available and required capital of the UK With-Profit funds. In the UK solvency surplus calculation the local regulator only allows the available capital number of the With-Profits funds included in overall local available capital to be equal to the amount of With-Profits funds' required capital.

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Improved risk profile

As announced in February 2009, AEGON is running off its institutional spread-based business in the United States. The run-off will significantly reduce AEGON's exposure to credit risk and help lessen overall sensitivity to fluctuations in financial markets. During the course of 2009, as planned, account balances of this business were reduced by USD 11.5 billion to USD 21.3 billion. During 2010, these balances are expected to be reduced by a further USD 8.5 billion. In order to fund these outflows, assets from the institutional spread-based business have been transferred internally to other businesses in the United States in exchange for cash. As a result, the institutional spread-based business realized a negative spread on these assets which adversely impacted underlying earnings.

Manage AEGON as an international company

AEGON's new global asset management business formally started on October 1, combining its international asset management operations in one international organization.

A European data center was opened in the United Kingdom, bringing together the data centers from the United Kingdom and the Netherlands, saving costs and significantly improving efficiency expected going forward.

To further improve marketing effectiveness, AEGON Scottish Equitable will be rebranded solely as AEGON. Brand awareness in the United Kingdom has increased strongly since AEGON became the lead partner of British tennis.

Leveraging on expertise in the United States and the United Kingdom, further progress has been made in developing variable annuity products. Currently, variable annuity products are being sold in the United Kingdom, the Netherlands and France. In addition, toward the end of 2009, AEGON's joint venture with Sony Life launched its first variable annuity product in the Japanese market. The product is being distributed through Sony Life's Lifeplanner channel and several banks, including megabank Sumitomo Mitsui Banking Corp.

Earnings overview

Net income

AEGON's net income increased to EUR 204 million compared to a loss of EUR 1,082 million in 2008. The increase was the result of a significant improvement in the performance of fair value items, gains on investments and taxes, partly offset by lower earnings from lower investment income and lower fund related charges, higher impairment charges and the loss on the sale of the Taiwanese life insurance operations which amounted to EUR 385 million. Fair value items include the over- or underperformance on certain assets held at fair value through profit or loss. In 2009 these showed an underperformance of EUR 544 million, a significant improvement compared with an underperformance of EUR 1,645 million in 2008. In the Americas, the underperformance of EUR 87 million was primarily attributable to losses on a macro equity hedge and fair value assets, largely offset by the positive impact of the guarantees. Underperformance of fair value items in the Netherlands of EUR 374 million was due mainly to the impact of movements in the fair value of guarantees and related hedges. In addition, the further narrowing of AEGON's own credit spread resulted in a loss of EUR 189 million for the holding company. Gains on investments amounted to EUR 518 million in 2009, a result primarily of trading in AEGON's bond portfolios, in part offset by fair value losses on direct residential real estate investments in the Netherlands. Impairment charges in 2009 increased to EUR 1,277 million. Impairments on US housing and mortgage related securities totaled EUR 678 million, while of the remainder EUR 501 million was related to corporate bonds, mostly in Americas and the United Kingdom.

Income tax

Income tax benefit in 2009 amounted to EUR 658 million and included a tax benefit of EUR 419 million related to cross border intercompany reinsurance transactions between Ireland and the United States, which is a partial reversal of the EUR 490 million in tax charges incurred during 2008.

Underlying earnings before tax

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AEGON's underlying earnings before tax amounted to EUR 1,185 million for 2009, a decrease of 4% from 2008.

In the Americas, underlying earnings before tax totaled EUR 817 million compared with EUR 723 million a year earlier. The increase was due mainly to the recovery in financial markets, which had a positive effect on fee income, and an asset write-off in 2008 which didn't recur, partly offset by significantly higher employee benefit expenses.

Underlying earnings before tax in the Netherlands increased to EUR 398 million, up from EUR 378 million in 2008. This increase was mainly the result of improved mortality and morbidity results and several provision releases. Investment income was lower, primarily because 2008 included substantial non-recurring dividend income and a lower interest result.

In the United Kingdom, underlying earnings before tax amounted to EUR 52 million, a sharp decrease from 2008, due primarily to the impact of lower equity and corporate bond markets on fund related charges and an exceptional charge of GBP 38 million related to a program to improve the consistency of customer records in the pension business and losses from distribution companies.

Underlying earnings before tax from New Markets totaled EUR 170 million in 2009, up from EUR 101 million in 2008, driven mainly by further growth in Central & Eastern Europe and Spain. Underlying earnings before tax for 2008 included a sizeable one-time charge in Taiwan. AEGON's Taiwanese life insurance operations were sold during 2009 and its results are no longer included in the company's income statements.

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Interest charges and other

Expenses for the holding company amounted to EUR 252 million in 2009, compared with EUR 112 million last year, primarily a result of higher funding costs.

Commissions and expenses

Total commissions and expenses declined by 2% compared with 2008 to EUR 6.0 billion. Operating expenses were level at EUR 3.3 billion. Cost reduction initiatives were mainly offset by increases due to inflation and benefit plans. Excluding the impact of restructuring charges, increased employee benefit expenses in the United States and currency movements, operating costs decreased in 2009 by 5% on a comparable basis.

Production

New life sales totaled EUR 2,100 million, down 19% compared with 2008. The decline in sales was due to lower retail sales in Americas and sharply lower annuity sales in the United Kingdom, as planned following re-pricing. In the Netherlands sales increased primarily as a result of a rise in demand for AEGON's pension products. In Spain and Asia, sales increased as AEGON's businesses continued to expand, while Central Eastern Europe reported lower single premiums in Poland as a result of the market turmoil.

Gross deposits, excluding run off business, totaled EUR 27.6 billion in 2009, down 21% from 2008. Pension deposits, saving deposits, retail mutual funds and variable annuities were all strong. However, as anticipated, fixed annuity deposits were lower, and will continue to be managed toward a lower level. Synthetic GIC deposits were sharply lower, primarily related to the ongoing evaluation of risks of this business.

Table of Contents**AMERICAS****Americas (includes AEGON USA and AEGON Canada)**

	2009	2008		2009	2008	
	in million USD	in million USD	%	in million EUR	in million EUR	%
Income by product segment						
Life and protection	903	1,090	(17)	641	744	(14)
<i>Fixed annuities</i>	334	341	(2)	237	233	2
<i>Variable annuities</i>	(348)	(574)	39	(248)	(392)	37
<i>Retail mutual funds</i>	(16)	11		(11)	7	
Individual savings and retirement products	(30)	(222)	86	(22)	(152)	86
Employer solutions & pensions	222	245	(9)	158	167	(5)
Life reinsurance	29	(93)		21	(63)	
Canada	32	39	(18)	23	27	(15)
Latin America	(6)	1		(4)		
Underlying earnings before tax	1,150	1,060	8	817	723	13
Fair value items	(123)	(2,562)	95	(87)	(1,748)	95
Realized gains / (losses) on investments	89	25		63	17	
Impairment charges	(1,337)	(1,138)	(17)	(950)	(776)	(22)
Other income / (charges)	(4)	6		(3)	4	
Run- off businesses	(18)	513		(13)	350	
Income before tax (excluding income tax from certain proportionately consolidated associates)	(243)	(2,096)	88	(173)	(1,430)	88
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>						
Income tax	940	74		669	51	
<i>Of which income tax from certain proportionately consolidated associates</i>						
Net income	697	(2,022)		496	(1,379)	
Net underlying earnings	1,017	736	38	724	502	44
Revenues						
Life insurance gross premiums	8,388	8,759	(4)	5,961	5,975	
Accident and health insurance	2,377	2,511	(5)	1,689	1,713	(1)
Total gross premiums	10,765	11,270	(4)	7,650	7,688	
Investment income	5,505	6,861	(20)	3,913	4,681	(16)
Fee and commission income	1,260	1,375	(8)	896	938	(4)
Other revenues	3	4	(25)	2	2	
Total revenues	17,534	19,510	(10)	12,461	13,309	(6)
Commissions and expenses	5,065	4,991	1	3,600	3,404	6
Of which operating expenses	2,249	2,179	3	1,599	1,486	8

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	2009	2008		2009	2008		
	in million USD	in million USD	%	in million EUR	in million EUR	%	
New life sales							
Life and protection	480	566	(15)	341	387	(12)	
Employer solutions & pensions	29	57	(49)	21	39	(46)	
Life reinsurance	206	240	(14)	146	164	(11)	
Canada	61	82	(26)	44	55	(20)	
Latin America	20	10	100	14	7	100	
Total life production	796	955	(17)	566	652	(13)	
New premium production accident and health	758	870	(13)	539	593	(9)	
Gross deposits (on and off balance sheet)							
Life and protection	10	11	(9)	7	8	(13)	
<i>Fixed annuities</i>	<i>4,730</i>	<i>5,930</i>	<i>(20)</i>	<i>3,362</i>	<i>4,045</i>	<i>(17)</i>	
<i>Variable annuities</i>	<i>3,372</i>	<i>3,365</i>		<i>2,396</i>	<i>2,295</i>	<i>4</i>	
<i>Retail mutual funds</i>	<i>2,408</i>	<i>2,798</i>	<i>(14)</i>	<i>1,712</i>	<i>1,909</i>	<i>(10)</i>	
Individual savings and retirement products	10,510	12,093	(13)	7,470	8,249	(9)	
Employer solutions & pensions	16,075	27,919	(42)	11,422	19,044	(40)	
Life reinsurance	2	4	(50)	2	2		
Canada	403	426	(5)	287	291	(1)	
Total gross deposits excluding run-off businesses	27,000	40,453	(33)	19,188	27,594	(30)	
Run- off businesses	1,309	10,221	(87)	930	6,972	(87)	
Total gross deposits	28,309	50,674	(44)	20,118	34,566	(42)	
<i>Exchange rates</i>							
Per 1 EUR				Weighted average		Year-end	
USD				2009	2008	2009	2008
				1.4071	1.4660	1.4406	1.3917
CAD				1.5773	1.5589	1.5128	1.6998

Net income

Net income amounted to USD 697 million, a strong improvement from the USD 2,022 million loss in 2008. The improvement was primarily the result of the less negative performance of fair value items and a strong reversal of tax losses incurred in 2008 related to cross border intercompany reinsurance treaties (2009 included a tax benefit of USD 590 million versus tax charges of USD 718 million during 2008). Investment impairments of USD 1,337 million were higher than 2008 (USD 1,138 million) and primarily reflected a higher level of housing/mortgage related impairments.

The underperformance of fair value items of USD 123 million was mainly attributable to losses related to a macro equity hedge on guarantees. The results of AEGON's macro equity hedge program amounted to a loss of USD 298 million in 2009. Alternative assets in the Americas, such as real estate partnerships and private equity, however, showed an underperformance of USD 92 million. This was largely offset by a positive contribution from both total return annuities and the impact of lower implied equity market volatilities on the fair value of GMWB guarantees. 2008 included USD 1,165 million of fair value assets losses. In addition in 2008 lower interest rates, declining equity markets, increased equity market volatility and widening credit spreads contributed to a USD 1,269 million lower mark-to-market valuation for GMWB guarantees, total return annuities and Canadian segregated funds.

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Underlying earnings before tax

Underlying earnings before tax for 2009 amounted to USD 1,150 million, an increase of from 2008.

Underlying earnings before tax from *Life and Protection* declined by 17% and totaled USD 903 million. Underlying earnings before tax included increased employee benefit expenses and persistency related charges, reserve strengthening in the US life business and restructuring charges, partially offset by positive mortality experience and the impact of expense reductions.

Individual Savings and Retirement underlying earnings before tax amounted to a loss of USD 30 million, compared to a loss of USD 222 million in 2008 due to the equity market impact on fee income, minimum guarantee reserve strengthening and accelerated DPAC amortization. In addition, changes in lapse assumptions affected underlying earnings before tax by USD 75 million. The increased equity markets in the second half of 2009 did not lead to a reserve release on the variable annuity book, but resulted in lowering AEGON's short-term equity market return assumptions to 7.25%, below the long-term assumption of 9%. Fixed annuity underlying earnings before tax were impacted by lower yields from higher than average cash balances and accelerated DPAC amortization charges. Underlying earnings before tax in 2009 were also impacted increased employee benefit plan expenses.

Employer Solutions & Pensions underlying earnings before tax decreased to USD 222 million from USD 245 million in the prior year, due mainly to reduced fees as a result of lower equity markets and higher cash balances. Underlying earnings before tax were also negatively impacted by increased employee benefit plan expenses.

Underlying earnings before tax from *Life Reinsurance* totaled USD 29 million, up significantly from the USD 93 million loss reported in 2008. 2008 included significant reserve strengthening and an USD 45 million asset write-off which did not recur, while 2009 results were negatively impacted by lower investment income and higher employee benefit expenses.

Commissions and expenses

Total commissions and expenses increased 1% to USD 5.0 billion. The fourth quarter last year included substantial accelerated DPAC amortization following lower equity markets. Operating expenses increased 3% to USD 2,249 million as significant expense reductions were more than offset by an increase in employee benefit plan expenses and restructuring expenses.

Production

Total new life sales decreased 17% compared with 2008. Standardized retail production was lower due to tight credit markets and reduced lending, which significantly lowered life sales through the premium financing market. New premium production for accident and health products decreased 13% compared with 2008 due to the decision to run-off of the automotive credit business in the United States.

Total gross deposits, excluding institutional guaranteed products, decreased 33% compared with 2008. As a result of active management of the fixed annuity book, deposits declined to USD 4,730 million in 2009, while variable annuity deposits continued to develop favorably and amounted to USD 3,372 million. Retail mutual fund deposits decreased by 14% to USD 2,408 million as a result of the market conditions. Employer solutions & pension deposits decreased 42% in 2009 to USD 16.1 billion mainly due to a sharp decline in synthetic GIC deposits, primarily related to the ongoing evaluation of risks of this business.

Table of Contents**THE NETHERLANDS**

	2009 In million EUR	2008 In million EUR	%
Income by product segment			
Life and Savings	180	29	
Pensions	174	308	(44)
Non life	29	31	(6)
Distribution	16	3	
Share in underlying earnings before tax of associates	(1)	7	
Underlying earnings before tax	398	378	5
Fair value items	(374)	(193)	(94)
Realized gains / (losses) on investments	351	48	
Impairment charges	(111)	(138)	20
Income before tax	264	95	178
Income tax	(23)	(1)	
Net income	241	94	156
Net underlying earnings	298	326	(9)
Revenues			
Life insurance gross premiums	3,066	3,204	(4)
Accident and health insurance	206	210	(2)
General insurance	457	458	
Total gross premiums	3,729	3,872	(4)
Investment income	2,211	2,387	(7)
Fee and commission income	383	416	(8)
Total revenues	6,323	6,675	(5)
Commissions and expenses	1,181	1,268	(7)
Of which operating expenses	873	934	(7)
New life sales			
Life	82	97	(15)
Pensions	157	122	29
Total life production	239	219	9
New premium production accident and health	17	15	13
New premium production general insurance	26	28	(7)
Gross deposits (on and off balance sheet)			
Life and Savings	3,032	2,473	23
Pensions	402	192	109
Total gross deposits	3,434	2,665	29

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Net income

Net income increased compared to 2008 to EUR 241 million. The improvement was a result of higher underlying earnings before tax, increased gains on investments and lower impairment charges, partly offset by lower fair value items.

Gains on investments totaled EUR 351 million, mainly the result of adjustments in the bond portfolio, in part driven by asset and liability management, partly offset by fair value losses of residential real estate investments. Fair value items underperformed by EUR 374 million mainly because of the impact of fair value movements of guarantees and related hedges. Impairments, primarily related to equities with the remainder to corporate credit investments, amounted to EUR 111 million.

Underlying earnings before tax

Underlying earnings before tax for 2009 amounted to EUR 398 million, an increase of 5% from 2008.

Underlying earnings before tax from *Life & Savings* increased to EUR 180 million. Life results improved mainly as a result of higher investment income, higher underlying earnings before tax from mortgages and lower costs, partly offset by charges related to a reorganization of the sales operations. Underlying earnings before tax also included several releases of provisions. For Savings, pressure on margins and volumes from fierce competition in the savings market and charges related to a reorganization of the sales operations, as well as the failures of Icesave and DSB, led to an underlying loss.

Pensions underlying earnings before tax declined compared with last year to EUR 174 million. Last year included a one-off dividend of EUR 75 million and exceptional technical results of EUR 37 million.

Non-life underlying earnings before tax decreased to EUR 29 million due to higher claims experience and included a charge related to the reorganization of the Dutch sales operations.

Underlying earnings before tax from *Distribution* amounted to EUR 16 million in 2009 compared to EUR 3 million in 2008. Lower volumes in the Dutch insurance market continue to have repercussions for the underlying earnings before tax of this business. Underlying earnings before tax for 2008 included a restructuring charge of EUR 21 million related to the real estate brokerage business.

Commissions and expenses

Commissions and expenses decreased by 7% compared with 2008 to EUR 1,181 million. As a result of significant cost savings, e.g. a reduction in staff and in project-related expenses, operating costs declined by 7% to EUR 873 million.

Production

Sales of both individual life single and recurring premium products were down compared to last year, following increased pricing competition in the immediate annuity market, as well as lower demand for regular premium products. Life sales decreased to EUR 82 million. Demand for AEGON's group pension products increased. This resulted in pension sales of EUR 157 million, up from EUR 122 million in the year before. In total, new life sales amounted to EUR 239 million.

Gross deposits were up strongly compared with 2008. Net deposits turned positive as a result of the increased savings deposits.

Table of Contents**UNITED KINGDOM**

	2009 in million GBP	2008 in million GBP	%	2009 in million EUR	2008 in million EUR	%
Income/(loss) by product segment						
Life	38	46	(17)	42	57	(26)
Pensions	25	73	(66)	28	92	(70)
Distribution	(16)	(1)		(18)	(2)	
Share in underlying earnings before tax of associates					1	(100)
Underlying earnings before tax	47	118	(60)	52	148	(65)
Fair value items	25	(18)		28	(22)	
Realized gains / (losses) on investments	70	1		79	1	
Impairment charges	(163)	(18)		(184)	(23)	
Other income / (charges)	59	(14)		67	(17)	
Income before tax	38	69	(45)	42	87	(52)
Income tax attributable to policyholder return	(59)	13		(66)	17	
Income before income tax on shareholders return	(21)	82		(24)	104	
Income tax on shareholders return	29	2		33	1	
Net income	8	84	(90)	9	105	(91)
Net underlying earnings	59	109	(46)	66	137	(52)
Revenues						
Life insurance gross premiums	6,245	7,179	(13)	7,014	9,017	(22)
Total gross premiums	6,245	7,179	(13)	7,014	9,017	(22)
Investment income	2,042	1,941	5	2,296	2,438	(6)
Fee and commission income	155	175	(11)	174	220	(21)
Total revenues	8,445	9,295	(9)	9,484	11,675	(19)
Commissions and expenses	662	640	3	743	804	(8)
Of which operating expenses	413	403	2	463	506	(8)
New life sales						
Life	183	252	(27)	206	316	(35)
Pensions	716	869	(18)	804	1,091	(26)
Total life production	899	1,121	(20)	1,010	1,407	(28)
Gross deposits (on and off balance sheet)						
Variable annuities	158			177		
Total gross deposits	158			177		

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Exchange rates

Per 1 EUR	Weighted average		Year-end	
	2009	2008	2009	2008
GBP	0.8903	0.7961	0.8881	0.9525

Net income

Net income amounted to GBP 8 million in 2009, down from GBP 84 million in prior year, as a result of lower fund related charges and an increase in impairments, partly offset by realized gains on investments and a tax credit. Gains on investments totaled GBP 70 million, mainly from bond trading. Impairments increased in 2009 to GBP 163 million, mostly related to hybrid securities issued by Irish and UK banks.

Underlying earnings before tax

Underlying earnings before tax decreased to GBP 47 million in 2009, due primarily to the impact of lower equity and corporate bond markets on fund related charges in AEGON's unit-linked pension business in the United Kingdom and an exceptional charge of GBP 38 million related to a program to improve consistency of customer records.

Underlying earnings before tax from *Life* amounted to GBP 38 million, down from GBP 46 million in 2008. Growth in the annuity and protection business and favorable mortality results were offset by one-time charges related to the withdrawal from the group employee benefit business. Underlying earnings before tax in last year had included a one-off benefit related to a purchased hedge.

Pensions underlying earnings before tax amounted to GBP 25 million, down GBP 48 million from last year. The main reason for the decrease is an exceptional charge of GBP 38 million related to a program to improve consistency of customer records, along with a reduction in fund related charges due to lower average equity and bond markets.

Distribution activities in 2009 recorded a loss of GBP 16 million, primarily a result of more difficult market conditions for mortgage and investment products and costs associated with adapting the business to the new environment.

Commissions and expenses

Total commissions and expenses in 2009 were up 3% compared to 2008. Commissions were lower because of a change in AEGON's business mix in the United Kingdom. Operating expenses increased by 2% to GBP 413 million, due mainly to restructuring expenses and a rise in risk and regulatory costs. 2008 had included a provision release related to incentive payments in the asset management business.

Production

Compared to 2008, sales were down across most products, driven by falling annuity sales through pricing action and economic factors impacting group pension sales. Group pension sales in 2008 included one large case. Sales from investment bonds suffered from tax changes and worsening market conditions.

Table of Contents**NEW MARKETS**

	2009 In million EUR	2008 In million EUR	%
Income by product segment			
Central & Eastern Europe	117	108	8
Asia	(14)	(50)	72
Spain & France	71	50	42
Variable Annuities Europe	(4)	(7)	43
Underlying earnings before tax	170	101	68
Fair value items	3	(24)	
Realized gains / (losses) on investments	5	(5)	
Impairment charges	(27)	(76)	64
Other income / (charges)	(387)	1	
Income before tax (excluding income tax from certain proportionately consolidated associates)	(236)	(3)	
<i>Income tax from certain proportionately consolidated associates included in income before tax</i>	<i>10</i>	<i>6</i>	<i>67</i>
Income tax	(53)	(31)	(71)
<i>Of which income tax from certain proportionately consolidated associates</i>	<i>(10)</i>	<i>(6)</i>	<i>(67)</i>
Net income	(289)	(34)	
Net underlying earnings	110	64	72
Revenues			
Life insurance gross premiums	1,284	1,880	(32)
Accident and health insurance	68	71	(4)
General insurance	151	158	(4)
Total gross premiums	1,503	2,109	(29)
Investment income	283	425	(33)
Fee and commission income	140	129	9
Other revenues	2	3	(33)
Total revenues	1,928	2,666	(28)
Commissions and expenses	392	538	(27)
Of which operating expenses	227	232	(2)
New life sales			
Central Eastern Europe	76	98	(22)
Asia	35	62	(44)
Spain & France	174	157	11
Total life production	285	317	(10)

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New premium production accident and health	5	6	(17)
New premium production general insurance	30	40	(25)
Gross deposits (on and off balance sheet)			
Central Eastern Europe	801	701	14
Asia	4	126	(97)
Spain & France	61	64	(5)
Variable Annuities Europe	622	1,073	(42)
AEGON Asset Management	3,329	2,768	20
Total gross deposits	4,817	4,732	2

Table of Contents**Exchange rates**

Weighted average exchange rates for the currencies of the countries included in the New Markets segment, and which do not report in Euros are summarized in the table below.

	2009	2008
Per 1 EUR		
Czech Republic Krona (CZK)	26.3343	24.8931
Hungarian Forint (HUF)	280.2934	251.2908
New Taiwan Dollar (NTD)	44.9230	46.1694
Polish Zloty (PLN)	4.3248	3.5206
Rin Min Bi Yuan (CNY)	9.4849	10.2470
Slovakian Koruna (SKK)	NA	31.1190

Please note that AEGON's New Markets segment is accounted for in the financial statements in euros, but that the operating results for individual country units are accounted for, and discussed, in local currency terms.

Net income / (loss)

New Markets recorded a net loss of EUR 289 million in 2009 as a result of a book loss of EUR 385 million from the sale of the company's Taiwanese life insurance activities. Excluding this one-time loss, net income amounted to EUR 96 million, a strong increase compared to the same period last year, mainly as a result of improved results in CEE and Spain and a loss in 2008 in Taiwan from accelerated DPAC amortization, higher gains on investments and lower impairments.

Underlying earnings before tax

Central & Eastern Europe underlying earnings before tax increased to EUR 117 million as a result of growth in the Czech Republic, the inclusion of a Polish pension fund and the introduction of DPAC in the pension businesses in Hungary and Poland.

Underlying earnings before tax in *Asia* increased in 2009 to a loss of EUR 14 million compared to a loss of EUR 50 million in 2008. Results last year were impacted by an accelerated amortization of DPAC in Taiwan of EUR 43 million. The asset management joint venture in China performed well, driven by increased asset balances on the back of a strong recovery in the Chinese equity market.

Spain & France went up considerably due to improved results from AEGON's joint ventures in Spain and a better performance of the partnerships with regional savings bank CAM in Spain and with La Mondiale, AEGON's French partner.

Commissions and expenses

Commissions and expenses declined to EUR 392 million, mainly a result of the sale of AEGON Taiwan. Operating expenses were also lower due to the sale of AEGON Taiwan, partly offset by the inclusion of new operations in Turkey and Asia, the inclusion of acquired pension funds in Hungary and Poland and two new joint ventures in Spain along with continued growth of the business.

Production

Total new life sales of EUR 285 million were lower than last year mainly due to the sale of the Taiwanese life operations in early 2009. Excluding Taiwan, sales increased slightly as higher sales in Spain and China more than offset the decline in CEE.

In Central Eastern Europe, sales of recurring premium life insurance declined 13% as strong performances in the Czech Republic and Slovakia were offset by declines in Hungary and Poland. Single premium sales were sharply lower, particularly in Poland, because of market turmoil. Total new life sales in CEE amounted to EUR 76 million in 2009, compared to EUR 98 million in 2008.

In Spain, new life sales increased to EUR 174 million, up from EUR 157 million, due primarily to the inclusion of two new joint ventures with regional savings banks and higher sales of existing joint ventures as a result of the introduction of new products and successful sales campaigns.

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Sales for the partnership with regional savings bank CAM amounted to EUR 84 million (EUR 83 million in 2008).

In Asia, new life sales in China increased to EUR 24 million compared to EUR 15 million last year, as a result of higher recurring premium production in most distribution channels. AEGON's joint venture in India recorded new life sales of EUR 5 million.

Gross deposits increased to EUR 4.8 billion mainly due to higher asset management funds as a result of the introduction of new mutual funds in China. Deposits in Central Eastern Europe increased to EUR 801 million, due to continued growth in the pension business.

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5.5 Liquidity and capital resources

AEGON aims to secure stable and strong capital adequacy for its businesses, strengthening its ability to withstand adverse market conditions and ensuring the company is able to meet long-term obligations toward its stakeholders.

Guiding principles

AEGON has a number of guiding principles, which determine its approach to capital and liquidity management:

Ensure AEGON's business and operating units have strong capital adequacy.

Manage and allocate capital as efficiently as possible, maximizing returns and supporting the company's overall objective of sustainable, profitable growth.

Maintain overall capital strength and an efficient capital structure through management of the company's capital base and leverage.

Ensure sufficient liquidity to meet obligations at a reasonable cost to the company.

Ensure AEGON's continued access to international money and capital markets on competitive terms and thereby reduce the company's overall cost of capital.

Taken together, AEGON believes these guiding principles strengthen the company's ability to withstand adverse market conditions, enhance its financial flexibility and serve the long-term interests of both the company and its stakeholders.

Governance

Since October 2009, AEGON has been subject to group supervision by the Dutch Central Bank in accordance with the requirements of the European Union's Financial Conglomerate Directive. AEGON's Corporate Treasury manages and coordinates capital and liquidity management strategies and processes. The department acts under the authority of the Group Risk & Capital Committee (for further details on this committee, refer to Item 11 for more details on this committee).

Capital management

Strategic importance

AEGON's approach to capital management plays a vital role in the company's broader strategy, which is based in part on ensuring more capital is directed toward those markets that offer strong growth prospects and higher returns. In recent years, AEGON has released a significant amount of capital from its existing businesses through a combination of risk reduction, greater capital efficiency and a more active capital management strategy. Given current uncertain economic and market conditions, AEGON intends to retain an adequate capital buffer for the foreseeable future.

Core capital from the Dutch State

In December 2008, AEGON secured EUR 3 billion in core capital from the Dutch State through the issuance of convertible core capital securities. The core capital was part of a broader program of support for banks and insurance companies in the Netherlands during the recent financial crisis (refer to Item 10C Material Contracts for more detail).

Releasing capital

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In the thirty months from June 2008 to December 2010, AEGON released a total of EUR 6.7 billion in capital from its businesses, well above the company's initial target of EUR 4 to EUR 5 billion. In combination with other measures, this capital release program ensured AEGON could withstand the sharp deterioration in economic and market conditions during the global financial crisis.

Improving risk profile

AEGON has taken measures to improve its risk-return profile and lessen its exposure to world financial markets. These measures, in turn, have had the effect of lowering the company's overall capital requirements.

In addition, AEGON has taken decisions in recent years that have led to an improved risk-return profile, including the sale of the company's life insurance activities in Taiwan and the run-off of AEGON's spread-based institutional business in the United States. Since mid-2008, risk reduction measures have accounted for approximately 40% of AEGON's efforts at preserving and releasing capital.

Measures taken during 2010 included lowering the company's exposure to equity markets by increased hedging of variable annuity back books in the United States.

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Reallocating capital

AEGON's aim over the next few years is to reallocate capital toward markets offering strong growth and higher returns. This includes markets in Latin America, Asia, Spain and Central & Eastern Europe, as well as specific, high-growth segments in the company's more established markets the United States, the Netherlands and the United Kingdom. To achieve this goal, AEGON has put a number of measures in place over the past year:

Discontinuation of sales of executive non-qualified benefit plans and associated Bank-Owned and Corporate-Owned Life Insurance (BOLI-COLI) in the United States.

In the United States, AEGON is also shifting its focus from spread-based to fee-based products, expanding its pension business, running off its spread-based institutional business, as well as de-emphasizing fixed annuities.

AEGON has, in the meantime, continued to invest in growth markets in Asia, Latin America and Central & Eastern Europe.

Capital requirements and leverage

AEGON's goal is to ensure that all units maintain a strong financial position, now and into the future, and are able to sustain losses from adverse business and market conditions. The company's overall capital management depends on the following factors:

Capital adequacy

Capital quality

Capital leverage

Capital adequacy

Capital adequacy is managed at company-wide, country and operating unit levels, as well as at the level of individual legal entities within the organization. As a matter of policy, AEGON maintains operating companies' capital adequacy at whichever is higher of the following:

Regulatory requirements.

Relevant requirements for AA capital adequacy.

Any additionally self-imposed internal requirements.

In 2010, AEGON's capital position remained strong. At the end of the year, AEGON had an excess over and above its capital adequacy requirements of EUR 3.8 billion, an improvement from EUR 3.7 billion twelve months earlier. AEGON's Insurance Group Directive ratio, a common measure of capital adequacy in the European Union, was 198%, down from 204% at the end of 2009. This was mainly due to an increase in capital requirements in the Americas. AEGON's capital position in 2010 was strengthened by increased earnings from the company's operating units. Over the past year, these units have generated a total of EUR 1.4 billion in cash flow to the group. Excess capital increased despite a revision to Standard & Poor's risk factors, which led to a rise in capital requirements in 2010. As a result, capital adequacy requirements in the Americas rose by an estimated USD 1.8 billion during the year.

AEGON's capital quality and leverage

AEGON's capital base consists of the following components:

Core capital, which comprises shareholders' equity (excluding the revaluation reserve), and convertible core capital securities issued in December 2008.

Perpetual capital securities (including currency revaluations).

Dated subordinated and senior debt.

AEGON's capital base 2010

AEGON places limits on the amount of non-core capital in its overall capital base. Currently, the company's aim is to ensure that core capital comprises at least 70% of the capital base, and that perpetual capital securities and dated subordinated and senior debt account for no more than 25% and 5% respectively. At the end of 2010, AEGON's capital base consisted of 75% core capital and 19% perpetual capital securities. Dated subordinated and senior debt accounted for the remaining 6%. AEGON's goal is to further improve the quality of its capital base by increasing the proportion of core capital to at least 75% by the end of 2012. Group equity comprises core capital (including the revaluation reserves), and other equity securities. These include perpetual cumulative capital securities and junior perpetual capital securities, as well as other equity reserves. At the end of 2010, these equity securities totaled EUR 4.7 billion.

At December 31, 2010, core capital amounted EUR 18.7 billion (December 31, 2009: EUR 14.2 billion) and Group equity amounted EUR 23.4 billion (December 31, 2009: EUR 18.9 billion).

Ratings

Throughout the recent financial crisis, AEGON's aim has been to maintain excess capital over and above the amount required to maintain an AA financial strength rating. This remains the company's objective, and plays an important role in determining overall capital management strategy. In 2010, AEGON maintained strong financial strength ratings from leading international rating agencies for its operating subsidiaries and a strong credit rating for the holding.

Table of Contents**Most important rating (December 31, 2010)**

<i>Agency</i>	<i>AEGON N.V.</i>	<i>AEGON USA</i>
Standard & Poor's	A- Outlook: negative	AA- Outlook: negative
Moody's	A3 Outlook: negative	A1 Outlook: negative
Fitch	A- Outlook: stable	AA- Outlook: stable

Liquidity management

Liquidity management is a fundamental building block of AEGON's overall financial planning and capital allocation processes. AEGON's aim is to ensure that liquidity is sufficient to meet cash demands even under extreme conditions. The amount of liquidity held is determined by the company's liquidity risk policy, which ensures that AEGON and its operating companies maintain a prudent liquidity profile.

Sources and uses of liquidity

AEGON's subsidiaries are primarily engaged in the life insurance business, which is a long-term business with relatively illiquid liabilities and generally matching assets. Liquidity consists of both liquid assets held in investment portfolios, as well as inflows generated by premium payments and customer deposits. These are used primarily to purchase investments, as well as to fund benefit payments to policyholders, policy surrenders, operating expenses, and to pay dividends to AEGON N.V., if the subsidiary's capital position so allows. At AEGON N.V., liquidity is sourced from internal payments by operating companies and accessing capital and money markets.

Liquidity is coordinated centrally and managed both at AEGON N.V. and at country unit levels. AEGON's liquidity position remained strong throughout 2010.

Stress tests

Liquidity is measured and stress-tested consistently across the company, and a liquidity stress management plan is maintained at Corporate Treasury and at individual country units. Stress tests combine a severe surrender scenario with an impaired asset scenario. AEGON's liquidity policy requires that all operating units measure the period they can maintain a projected positive cash balance without needing to sell any non-cash assets, while meeting all cash demands for a period of two years⁷.

AEGON's liquidity position in 2010

At the end of 2010, AEGON N.V. held EUR 1.7 billion in excess capital compared with EUR 1.4 billion last year. This was invested in highly liquid money market assets.

AEGON's excess liquidity is invested in highly liquid, short-term assets in accordance with the company's internal risk management policies. AEGON believes its working capital, backed by its external funding programs and facilities, is ample for the company's present requirements.

Debt funding and back-up facilities

Most of AEGON's debt is issued by AEGON N.V., the parent company. A limited number of other AEGON companies may also issue debt securities, but for the most part these securities are guaranteed by AEGON N.V. AEGON N.V. has regular access to international capital markets under a USD 6 billion debt issuance program. Access to US markets is made possible by a separate US shelf registration.

AEGON also has access to domestic and international money markets through its USD 4.5 billion commercial paper programs. At the end of 2010, AEGON had EUR 701 million outstanding under these programs.

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AEGON maintains back-up credit facilities with international lenders to support outstanding amounts under these commercial paper programs. The company's principal arrangement is a USD 5 billion syndicated facility consisting of a USD 3 billion back-up credit facility which matures in 2012 and a USD 2 billion revolving letter of credit facility of which USD 1.5 billion matures in 2015 and USD 0.5 billion matures in 2017. In addition, AEGON also maintains USD 425 million of shorter-dated bilateral back-up facilities. AEGON N.V. has not drawn any amounts under any of its liquidity back-up facilities.

⁷ Where cash is defined as cash, cash equivalents plus highly liquid securities issued by governments or entities fully and explicitly guaranteed by governments in domestic denominations.

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Operational leverage

Though operational leverage is not considered part of AEGON's capital base, it is an important source of liquidity and funding. Operational debt relates primarily to mortgage warehousing and the funding of US Regulation XXX and Guideline AXXX redundant reserves. Despite volatile market conditions, AEGON issued the following residential mortgage-backed securities during 2010:

July 2010: AEGON completed the sale of EUR 1.02 billion in residential mortgage backed securities to institutional investors.

September 2010: AEGON completed the sale of a further EUR 842 million in residential mortgage-backed securities to institutional investors. These securities were issued under the Dutch SAECURE program and managed by AEGON Levensverzekering N.V., the company's life insurance unit in the Netherlands.

5.6 Research and development, patents and licences

Not applicable

5.7 Off-balance sheet arrangements

As part of the AEGON Levensverzekering N.V. funding program the Company regularly enters into securitization contracts for its mortgage loans. At December 31, 2010 securitization contracts named SAECURE 3, SAECURE 4, SAECURE 5 and SAECURE 6 NHG have been derecognized with a total value of EUR 3.1 billion (2009: EUR 3.9 billion).

In the third quarter of 2010, in relation to the publicly placed securitization SAECURE 2, the special purpose entity decided to use its right to redeem all notes to the note holders and sold the mortgage loans back to AEGON Levensverzekering N.V., a wholly owned subsidiary of AEGON N.V. via AEGON Nederland N.V., at market value. This transaction did not generate a profit or loss for AEGON.

With respect to the transactions SAECURE 3, 4, 5 and 6 NHG, the related mortgage loans have been sold and derecognized and the special purpose entities are not consolidated in the financial statements of AEGON. The structure of these transactions is as follows: the economic ownership of a certain amount of aggregate mortgage receivables was conveyed to a special purpose entity. This special purpose entity funded the purchase of mortgages from AEGON Levensverzekering N.V. with the issuance of mortgage-backed securities. The transfer of ownership title will take place only if the borrowers are duly notified by the special purpose entity upon the occurrence of certain pre-defined notification events. At the same time AEGON Levensverzekering N.V. entered into a fixed-to-floating swap agreement with the contract parties agreed to pay the floating rate (EURIBOR based) and receive the fixed rate (yield from the mortgage receivables). After a period of seven years, the interest of the notes issued by the special purpose entity in respect of this transaction will step-up, together with a similar step-up in the fixed-to-floating swap agreement. At that same time, the special purpose entity has the right to call the notes. A deferred purchase arrangement forming part of the contract to sell the mortgage loans to the special purpose entity entitles AEGON Levensverzekering N.V. to any specified residual positive value of the special purpose entity at maturity. A 3.3% portion of securitized mortgage loans forming part of SAECURE 4 and amounting to EUR 12 million (2009 EUR 13 million) continues to be recognized as a financial asset on balance, representing the interest rate risk retained by AEGON Levensverzekering N.V. in respect of the fourth publicly placed securitization contract. At December 31, 2010 the market value of these securitized mortgage loans (off balance) is EUR 3.1 billion (2009: 3.9 billion).

Table of Contents**5.8 Contractual Obligations and Commitments****i Contractual obligations as per December 31, 2010**

The amount of collateral we post or receive is related to market movements and as such AEGON has in the past and may in the future be required to post or receive additional collateral. If market prices (for currency exchange rates, interest rates or equity markets) move away from the level at which collateral was posted last, we either post or receive different levels of collateral.

In million EUR (payments due by period)

	On Demand	<1 year	1-3 years	4-5 years	>5 years	Total
Insurance contracts ¹		6,171	13,506	14,367	154,819	188,863
Insurance contracts for account of policyholders ¹		5,617	12,204	11,649	93,920	123,390
Investment contracts ¹		5,571	10,017	3,564	7,848	27,000
Investment contracts for account of policyholders ¹	90	5,778	10,712	9,735	102,857	129,172
TRUPS, subordinated borrowings and borrowings ²		1,032	2,290	1,127	4,212	8,661
Scheduled interest payments on TRUPS, subordinated borrowings and borrowings		312	498	317	1,667	2,794
Operating leases ³		80	129	79	350	638

¹ The projected cash benefit payments are based on managements' best estimates of the expected gross benefits and expenses partially offset by the expected gross premiums, fees and charges relating to the existing business in force. Estimated cash benefit payments are based on mortality, morbidity and lapse assumptions comparable with AEGON's historical experience, modified for recent observed trends. Actual payment obligations may differ if experience varies from these assumptions. The cash benefit payments are presented on an undiscounted basis and are before deduction of tax and before reinsurance. The liability amount in our consolidated financial statement reflects the discounting for interest as well as adjustments for the timing of other factors as described above. As a result, the sum of the cash benefit payments shown for all years in the table exceeds the corresponding liability amounts included in notes 18.20, 18.21, 18.22 and 18.23 of the notes to our consolidated financial statements in Item 18 of this Annual Report on Form 20-F. More details on the products, terms and conditions are included in item 4B.

² Long-term debt represents principal repayment obligations relating to Trust pass-through securities (TRUPS), subordinated borrowings and borrowings; they are described further in Notes 18.18, 18.19 and 18.24 of the notes to our consolidated financial statements in Item 18 of this Report.

³ Operating leases are primarily related to agency and administration offices.

ii Investments contracted

In the normal course of business, the Group has committed itself through purchase and sale transactions of investments, mostly to be executed in the course of 2011. The amounts represent the future outflow and inflow, respectively, of cash related to these investment transactions that are not reflected in the consolidated balance sheet.

	2010		2009	
	Purchase	Sale	Purchase	Sale
Real estate		(6)		(3)
Mortgage loans	244		327	
Private loans	19		36	
Other	559		807	

Mortgage loans commitments represent undrawn mortgage loan facility provided and outstanding proposals on mortgages. Other commitments include future purchases of interests in investment funds and limited partnerships.

Table of Contents**iii Other commitments and contingencies**

	2010	2009
Guarantees	547	443
Standby letters of credit	122	109
Share of contingent liabilities incurred in relation to interests in joint ventures	75	717
Other guarantees	4	3
Other commitments and contingent liabilities	26	27

Guarantees include those given on account of asset management commitments and guarantees associated with the sale of investments in low-income housing tax credit partnerships in the United States. Standby letters of credit amounts reflected above are the liquidity commitment notional amounts. In addition to the guarantees shown in the table, guarantees have been given for fulfillment of contractual obligations such as investment mandates related to investment funds.

AEGON N.V. has entered into a net worth maintenance agreement with its indirect subsidiary AEGON Financial Assurance Ireland Limited (AFA), pursuant to which AEGON N.V. will cause AFA to have a tangible net worth of at least 3% of its total liabilities under financial guaranty policies which it issues up to a maximum of EUR 3 billion.

A group company entered into a net worth maintenance agreement with AEGON subsidiary Transamerica Life International (Bermuda) Ltd ensuring the company is adequately capitalized and has sufficient cash for its operations.

AEGON N.V. has guaranteed and is severally liable for the following:

Due and punctual payment of payables due under letter of credit agreements applied for by AEGON N.V. as co-applicant with its subsidiary companies Transamerica Corporation, AEGON USA, LLC and Commonwealth General Corporation. At December 31, 2010, the letter of credit arrangements amounted to EUR 3,489 million (2009: EUR 3,492 million); as at that date no amounts had been drawn, or were due under these facilities;

Due and punctual payment of payables by the consolidated group companies Transamerica Corporation, AEGON Funding Company LLC, Commonwealth General Corporation and Transamerica Finance Corp. with respect to bonds, capital trust pass-through securities and notes issued under commercial paper programs (EUR 620 million; 2009: EUR 668 million), as well as payables with respect to certain derivative transactions of Transamerica Corporation (nominal amount EUR 2,094 million; 2009: EUR 1,870 million);

Due and punctual payment of any amounts owed to third parties by the consolidated group company AEGON Derivatives N.V. in connection with derivative transactions. AEGON Derivatives N.V. only enters into derivative transactions with counterparties with which ISDA master netting agreements including collateral support annex agreements have been agreed; net (credit) exposure on derivative transactions with these counterparties was therefore limited as at December 31, 2010.

AEGON is involved in litigation in the ordinary course of business, including litigation where compensatory or punitive damages and mass or class relief are sought. In particular, certain current and former customers, and groups representing customers, have initiated litigation and certain groups are encouraging others to bring lawsuits in respect of certain products. The products involved in the Netherlands include securities leasing products and unit linked products (so called beleggingsverzekeringen including the KoersPlan product). AEGON has established litigation policies to deal with the claims defending when the claim is without merit and seeking to settle in certain circumstances. This and any other litigation AEGON has been involved in over the last twelve months have not had any significant effects on the financial position or profitability of AEGON N.V. or the Group. However, there can be no assurances that AEGON will be able to resolve existing litigation in the manner it expects or that existing or future litigation will not result in unexpected liability.

In addition, in recent years, the insurance industry has increasingly been the subject of litigation, investigations, regulatory activity and challenges by various governmental and enforcement authorities and policyholder advocate groups concerning certain practices. AEGON

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subsidiaries have received inquiries from local authorities and policyholder advocate groups in various jurisdictions including the United States, the United Kingdom and the Netherlands. In the normal course of business, reviews of processes and procedures are undertaken to ensure that customers have been treated fairly, and to respond to matters raised by policyholders and their representatives. In 2010, AEGON UK received a fine of EUR 3.3 million from the FSA due to systems and controls failings, some of which have led to customer detriment. AEGON does not believe that material liabilities will arise from such reviews, however there is a risk that the Group is not able to resolve such matters in the manner that it expects. In certain instances, AEGON subsidiaries modified business practices in response to such inquiries or the findings thereof. Certain AEGON subsidiaries have been informed that the regulators may seek fines or other monetary penalties or changes in the way AEGON conducts its business.

Table of Contents**iv Collateral****Securities lending and repurchase activities**

The following table reflects the carrying amount of non-cash financial assets that have been transferred to another party under security lending and repurchase activities where the counterparty has the right to sell or repledge.

Financial assets for general account	2010	2009
Available-for-sale	10,465	6,600
Financial assets at fair value through profit or loss	89	51
Total	10,554	6,651
Financial assets for account of policyholders	5,679	3,592

AEGON retains substantially all risks and rewards of the transferred assets, this includes credit risk, settlement risk, country risk and market risk. The assets are transferred in return for cash collateral or other financial assets.

The carrying amount of non-cash financial assets that have been transferred to another party under security lending and repurchase activities where the counterparty does not have the right to sell or repledge amount to EUR 172 million (2009: EUR 57 million).

Assets accepted

AEGON receives collateral related to securities lending and reverse repurchase activities. Non-cash collateral is not recognized in the balance sheet.

Cash collateral is recorded on the balance sheet as an asset and an offsetting liability is established for the same amount as AEGON is obligated to return this amount upon termination of the lending arrangement. Cash collateral is usually invested in pre-designated high quality investments. The sum of cash and non-cash collateral is typically greater than the market value of the related securities loaned.

The following table analyses the fair value of the assets received in relation to securities lending and (reverse) repurchase activities:

	2010	2009
Cash collateral on securities lending	4,993	1,170
Cash received on repurchase agreements	5,076	4,867
Non-cash collateral	5,862	2,817
Total	15,931	8,854
Non-cash collateral that can be sold or repledged in the absence of default	4,154	1,797
Non-cash collateral that has been sold or transferred		

In addition, AEGON can receive collateral related to derivative transactions that it enters into. The credit support agreement will normally dictate the threshold over which collateral needs to be pledged by AEGON or its counterparty. Transactions requiring AEGON or its counterparty to post collateral are typically the result of over-the-counter derivative trades, comprised mostly of interest rate swaps, currency swaps and credit swaps.

The above items are conducted under terms that are usual and customary to standard derivative, and securities lending activities, as well as requirements determined by exchanges where the bank acts as intermediary.

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Assets pledged

AEGON pledges assets that are on its balance sheet in securities borrowing transactions, in repurchase transactions, and against long-term borrowings. In addition, in order to trade derivatives on the various exchanges, AEGON posts margin as collateral.

These transactions are conducted under terms that are usual and customary to standard long-term borrowing, derivative and securities borrowing activities, as well as requirements determined by exchanges where the bank acts as intermediary.

AEGON has pledged EUR 7,092 million (2009: EUR 9,532 million) financial assets as collateral for general account liabilities and contingent liabilities. None (2009: none) of the financial assets pledged can be sold or repledged by the counterparty.

EUR 459 million of the financial assets and other assets were pledged as collateral for liabilities and contingent liabilities for account of policyholders in 2010 (2009: EUR 235 million).

Non-cash financial assets that are borrowed or purchased under agreement to resell are not recognized in the balance sheet.

To the extent that cash collateral is paid, a receivable is recognized for the corresponding amount. If other non-cash financial assets are given as collateral, these are not derecognized.

AEGON has pledged EUR 940 million (2009: EUR 420 million) cash collateral on securities borrowed and derivative transactions and EUR 923 million (2009: EUR 9 million) on reverse repurchase agreements, refer to Note 18.13.2 of the notes to our consolidated financial statements in Item 18 of this Annual Report on Form 20-F.

As part of AEGON's mortgage funding program EUR 1.8 billion have been given as security for notes issued (refer to Note 18.23 of the notes to our consolidated financial statements in Item 18 of this Annual Report on Form 20-F).

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5.9 Subsequent Events

On March 1, 2011 AEGON completed the sale of 173,604,912 new common shares of AEGON N.V. with a nominal value of EUR 0.12. The shares were sold at a price of EUR 5.20 per share. The proceeds of EUR 903 million were used to fund part of the repurchase the convertible core capital securities described below.

The new shares have been listed on Euronext Amsterdam, the principal market for AEGON's common shares.

On March 15, 2011, Vereniging AEGON exercised its option rights to purchase 41,042,000 class B preferred shares at par value in order to avoid dilution of its voting rights following the issuance of 10% new common shares completed on March 1, 2011.

On March 15, 2011, AEGON repurchased EUR 750 million in principal amount of convertible core capital securities from the Dutch state. The total payment to the Dutch state amounted to EUR 1.125 billion of which EUR 750 million related to the repurchase of 187.5 million convertible core capital securities and EUR 375 million related to the premium attached to this repurchase.

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ITEM 6. DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

6.1 Introduction

AEGON is a public company under Dutch law. It is governed by three corporate bodies: the General Meeting of Shareholders, which meets at least once every year, the Executive Board and the Supervisory Board. As a company based and registered in the Netherlands, AEGON is subject to the Dutch Corporate Governance Code¹.

AEGON's common shares are listed in Amsterdam, New York and London. AEGON has institutional and retail shareholders around the world. More than three-quarters are located in North America, the Netherlands and the United Kingdom, the company's three main markets. AEGON's largest shareholder is Vereniging AEGON, an association established to protect the broader interests of the company and its stakeholders.

6.2 General Meeting of Shareholders

A General Meeting of Shareholders is held at least once a year. Its main function is to decide matters such as the adoption of annual accounts, the approval of dividend payments and appointments to AEGON's Supervisory and Executive Boards.

Meetings are convened by public notice. When deemed necessary, the Supervisory or Executive Board has the authority to convene an extraordinary General Meeting of Shareholders.

Agenda

Those shareholders who alone or jointly represent at least 1% of AEGON's issued capital or block of shares worth at least EUR 50 million² may request items be added to the agenda of these meetings. In accordance with AEGON's Articles of Association, such requests will be granted, providing they are received in writing at least 60 days before the meeting and unless important interests of the company dictate otherwise.

Attendance

Every shareholder is entitled to attend the General Meeting, to speak and vote, either in person or by proxy granted in writing. This includes electronically submitted proxies. All shareholders wishing to take part must provide proof of their identity and shareholding, and must notify the company ahead of time of their intention to attend the meeting.

Record date

The record date is used to determine shareholders' entitlements with regard to their participation and voting rights. In accordance with the Dutch law, the record date will be set 28 days before the day of the General Meeting of Shareholders.

Stichting Communicatiekanaal

AEGON is a member of the Stichting Communicatiekanaal Aandeelhouders, a Dutch foundation dedicated to improving communication between listed companies in the Netherlands and their shareholders and to encouraging greater shareholder participation at general meetings. Shareholders may use the services of this foundation to vote by proxy. AEGON also solicits proxies from New York registry shareholders in line with common practice in the United States.

Voting at the general Meeting

At the General Meeting, each share carries one vote. However, under certain circumstances, AEGON's largest shareholder, Vereniging AEGON, may cast 25/12 votes per preferred share³. All resolutions are adopted by an absolute majority of votes cast, unless Dutch law or AEGON's Articles of Association stipulate otherwise.

¹ For further details on how AEGON's corporate governance practices differ from those required of US companies under New York Stock Exchange standards, please refer to the NYSE Listing standards in the Governance section of AEGON's website at www.aegon.com.

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- ² The Dutch law currently provides for a threshold of EUR 50 million. It is expected that the law will be amended and that the threshold will be increased to EUR 100 million. The Articles of Association of AEGON N.V. already provide for a threshold of EUR 100 million. During the General Meeting of Shareholders in 2010 it was confirmed that the threshold of EUR 100 million in market value will not be effective until the Dutch law has been amended.
- ³ For further information, please see Item 6.5D Special control rights.

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6.3 Executive Board

AEGON's Executive Board currently has two members: Alexander R. Wynaendts, who is Chairman of the Executive Board and Chief Executive Officer, and Jan J. Nooitgedagt, who is AEGON's Chief Financial Officer.

AEGON's Executive Board is charged with the overall management of the company and, as such, is responsible for achieving the company's aims, strategy and associated risk profile, as well as overseeing any relevant sustainability issues and the development of the company's earnings. Each member has duties related to his or her specific area of expertise. The number of Executive Board members and their terms of employment are determined by the company's Supervisory Board. Executive Board members are appointed by the General Meeting of Shareholders following nomination by the Supervisory Board.

For certain decisions detailed in AEGON's A