

Remuneration Report by the Compensation Committee

QIAGEN's Shareholders had approved a remuneration policy with respect to the Members of the Managing Board in the General Meeting dated June 14, 2005 (the "Remuneration Policy"). In this report, we review the execution of QIAGEN's Remuneration Policy in 2006. We also set out the extent to which the employment contracts of existing members of the Managing Board deviate from the Dutch Corporate Governance Code. Finally, we provide an overview of the proposed remuneration policy for the following years.

Remuneration Policy

The objective of QIAGEN's Remuneration Policy is to achieve a total remuneration level, both short-term and long-term, that is comparable with levels provided by other European and United States companies of similar size and complexity in a similar industry. The level and structure of remuneration was determined in light of, among other things, the business and financial results, strategic position, share price performance and other developments relevant to QIAGEN. Independent external compensation surveys have been taken into account in determining the appropriate remuneration levels for the members of the Managing Board.

Compensation of the members of the Managing Board consisted of a fixed salary and other variable components. Variable compensation included one-time and annual payments linked to business performance (bonuses), as well as long-term incentives containing risk elements, such as stock options or other equity-based compensation as well as pension plans. The variable part of the compensation was designed to strengthen the Managing Board members' commitment to QIAGEN and its objectives.

To ensure overall competitiveness of the remuneration provided to the Managing Board, the Compensation Committee assessed the remuneration levels of the Managing Board against other companies of similar size and complexity in similar industries (biotechnology, life sciences supplies, diagnostics, and pharmaceuticals) in Europe and the United States and other German companies listed on the MDAX and TecDAX.

Pursuant to the QIAGEN N.V. Amended and Restated 2005 Stock Plan (the "Plan"), non-qualified stock options had been granted to the four members of the Managing Board. The value of equity-based incentives such as stock options and restricted stock units (RSUs)

granted to members of the Managing Board was comparable to the number granted as standard practice by other companies within our industry. The stock option exercise price was equal to the closing price on the NASDAQ Stock Market on the date of grant plus a mark-up of 2%. The stock options granted prior to June 2005 originally became exercisable in three equal annual installments beginning on the first anniversary of the grant. During 2005, the vesting of certain stock options granted to the Managing Board were accelerated. The accelerated options were given a sales restriction, such that any shares held through the exercise of an accelerated option could not be sold, prior to the original vesting date. The Supervisory Board took the action based on its belief that it is in the best interest of our shareholders and QIAGEN as this measure was expected to reduce reported compensation expense in future periods. -We have worked with equity based compensation plan experts to evaluate our stock-based compensation plans and incentive strategies in light of the provisions of International Financial Reporting Standard No. 2 "Share Based Payment" and Statement of Financial Accounting Standard No. 123R "Accounting for Stock-Based Compensation". Our aim was to implement an equity based compensation plan structure that will give employees a long-term incentive arrangement while minimizing compensation expense. In addition to non-qualified stock options the Plan also provides for other equity based compensation such as incentive stock options (ISO's), stock grants and other stock based awards.

Members of the Managing Board are eligible to participate in a defined contribution benefit plan. They may also benefit from other non-cash compensation or benefit in kind. A typical example of such non-cash compensation is the use of a Company-owned car.

In accordance with QIAGEN's Remuneration Policy, all compensation components must be appropriate, both individually and in total, taking into consideration the position, experience, responsibilities and personal performance of each member of the Managing Board.

Base Salary

The Compensation Committee considers each year whether the circumstances warrant and increase in the base salary levels for the Managing Board. The fixed compensation of each Managing Board Member in 2006 is set forth in detail in Appendix 1.

Annual Bonus

Each annual bonus was determined in accordance with QIAGEN's global bonus scheme, which is applicable to management and certain employees of QIAGEN and its affiliates. The bonus was based on overall financial goals of QIAGEN, the individual performance of each Managing Board member and the performance of the department the respective Managing Board member is responsible for. Financial targets were based on net sales and operating income, adjusted for the impact of transactions, such as acquisitions . These targets were agreed upon by the Supervisory Board. Due to commercial and competitive considerations, QIAGEN does not publish the agreed upon targets. Bonus payments made to the members of the Managing Board are set forth in Appendix 1.

Equity Based Compensation

The equity based compensation of each Managing Board Member is set forth in detail in Appendix 1. In addition to non-qualified stock options the Plan also provides for other equity based compensation such as incentive stock options (ISO's), stock grants and other stock based awards including restricted stock units. In 2006, the members of the Managing Board did not receive equity based compensation. Besides the exceptions in 2005 as discussed above, options typically become exercisable in three equal installments on the first, second and third anniversaries of the date on which the option is granted. Since the holder cannot realize any value from these options unless the value of QIAGEN's common shares is increased above the exercise price, increasing shareholder value in that quantifiable manner is the "performance criteria" that must be fulfilled for these options.

Pension schemes

All members of the Managing Board participated in a defined contribution benefit plan which is financed by conversion of the Managing Director's salary and an employer's contribution. The participant is basically entitled to a one time pension payment upon retirement after his 65th birthday. In the event of death, the invested funds will be disbursed to the Managing Director's heirs. In the event that the Managing Director's service should be terminated prior to his 65th birthday, the employee-financed part of the pension expectancy will be fall to the employee while the employer financed part will be due to the employee only if the termination occurs after the fifth anniversary of the Managing Director's participation in the contribution benefit plan. Financial figures of the contribution benefit plan are set forth in Appendix 1.

Contracts of Managing Board Members

The employment agreements between QIAGEN and the Managing Board members Peer Schatz and Roland Sackers have an indefinite term but can be terminated by QIAGEN with six months notice and by the Managing Directors with three months notice. The employment agreements of Bernd Uder and Joachim Schorr have a fixed term until December 31, 2007. All members of the Managing Board have additional employment agreements with other QIAGEN affiliates which have a longer term. There are no arrangements for early retirement of the Managing Board members. In the event of the sale or the transfer of all or substantially all of the Company's assets or business to an acquirer in one or several transactions including a merger, consolidation or a transfer of shares to a third party (a "Transaction"), the members of the Managing Board are entitled to a change of control bonus payment commensurate to a multiple (Peer M. Schatz 5*, Roland Sackers 3*, Bernd Uder and Joachim Schorr 2*) on their annual salary (fixed payment plus annual bonus).

Remuneration Policy 2007 and following years

It is planned to maintain the principles of the Remuneration Policy for the following years also.

Appendix 1

Overview of Compensation

A. Cash Compensation

The table below states the amounts earned on an accrual basis by the Managing Board in 2006.

Year ended December 31, 2006	Annual Compensation			
	Fixed Salary	Variable Cash		Total
Name	Fixed Salary	Bonus	Other (1)	Total
Peer M. Schatz	\$ 942,000	\$373,000	\$1,000	\$1,316,000
Roland Sackers	\$ 377,000	\$ 128,000	\$ 157,000	\$ 662,000
Dr. Joachim Schorr	\$ 259,000	\$ 104,000	\$ 38,000	\$ 401,000
Bernd Uder	\$276,000	\$ 104,000	\$ 10,000	\$ 390,000

- (1) Amounts include, among others, inventor bonus and expatriate fringe pay. Does not include the reimbursement of certain expenses relating to travel incurred at the request of QIAGEN or other reimbursements or payments that in total did not exceed the lesser of \$50,000 or 10% of the total salary and bonus reported for the officer.

B. Contribution Plan, Stock Options

During 2006, no options or other share-based compensation were granted to the members of the Managing Board.

Year ended December 31, 2006	Long-Term Compensation	
	Defined Contribution Benefit Plan	Stock Options
Name	Defined Contribution Benefit Plan	Stock Options
Peer M. Schatz	\$ 73,000	—
Roland Sackers	\$ 63,000	—
Dr. Joachim Schorr	\$ 23,000	—
Bernd Uder	\$ 23,000	—

The following table sets forth the vested and unvested options of our Managing Directors as of February 1, 2007:

Name	Total Vested	Total Unvested	Expiration Dates	Exercise Prices
	Options	Options		
Peer M. Schatz	2,399,876	—	1/2008 to 12/2015	\$ 4.590 to \$20.563
Roland Sackers	375,925	—	9/2009 to 12/2015	\$ 8.940 to \$20.563
Dr. Joachim Schorr	241,444	—	10/2011 to 12/2015	\$ 8.940 to \$17.900
Bernd Uder	192,607	—	3/2011 to 12/2015	\$ 8.940 to \$20.563