

**SECOND SUPPLEMENT DATED 20 APRIL 2009 TO THE BASE PROSPECTUS
DATED 2 SEPTEMBER 2008**



AEGON N.V.

(incorporated with limited liability in The Netherlands
and having its corporate seat in The Hague)

and

AEGON FUNDING COMPANY LLC

(incorporated under the laws of the State of Delaware, USA,
and having its corporate seat in Wilmington, Delaware)

guaranteed by

AEGON N.V.

(incorporated with limited liability in The Netherlands
and having its corporate seat in The Hague)

**Programme for the
Issuance of Debt Instruments**

This Supplement (the "Supplement") is prepared as a supplement to, and must be read in conjunction with, the Base Prospectus dated 2 September 2008 as supplemented by the supplement dated 23 March 2009 (the "Base Prospectus"). Terms used but not defined in this Supplement have the meanings ascribed to them in the Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

This Supplement does not constitute an offer or an invitation to subscribe for or purchase the Instruments. This Supplement may not be used for the purpose of an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation.

This Supplement has been filed with and approved by the Netherlands Authority for the Financial Markets (the *Stichting Autoriteit Financiële Markten*, the "AFM") as a base prospectus supplement, in accordance with Directive 2003/71/EC/EC and relevant implementation measures in the Netherlands.

Each of the Issuers and the Guarantor accepts responsibility for the information contained in this Supplement and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

Neither the delivery of this Supplement nor the Base Prospectus shall in any circumstances imply that the information contained in the Base Prospectus and herein concerning the Issuers is correct at any time subsequent to 2 September 2008 (in case of the Base Prospectus) or the date hereof (in case of this Supplement) or that any other information supplied in connection with the Programme is correct as of any time subsequent to the date indicated in the document containing the same.

ADDITIONS TO THE BASE PROSPECTUS

With effect from the date of this Supplement, the annual report 2008 issued at 31 March 2009 (the “Annual Report”) shall be incorporated in, and form part of the Base Prospectus.

The Annual Report has been filed with the AFM and shall be deemed to be incorporated in, and to form part of, this Supplement.

Copies of the Base Prospectus, this Supplement, the Registration Document, the Annual Report and relevant press releases can be obtained from the registered office of AEGON at AEGONplein 50, 2591 TV The Hague, The Netherlands and on www.aegon.com.