

Summary of the resolutions taken at the Annual General Meeting of Arcadis N.V. (the "Company") on Thursday 25 April 2019

AGENDA ITEM	FOR	%	AGAINST	%	ABSTAIN
4b The 2018 financial statements have been adopted.	65,744,510	99.75	164,851	0.25	13,758
4c It has been decided that for the financial year 2018 a dividend of €0.47 per ordinary share be distributed to the holders of ordinary Arcadis N.V. shares in the form of cash or in the form of Arcadis N.V. shares, at the option of the shareholder.	65,407,721	99.24	502,177	0.76	13,221
5a The members of the Executive Board in function during financial year 2018 have been discharged from liability for their management of the Company and its activities during 2018.	65,091,125	98.97	679,609	1.03	152,385
5b The members of the Supervisory Board in function during financial year 2018 have been discharged from liability for their supervision of the Company during 2018.	64,853,551	98.99	664,473	1.01	405,095
6 PricewaterhouseCoopers Accountants N.V. have been appointed to audit the 2020 Financial Statements of the Company.	65,901,058	99.99	8,299	0.01	13,762
7a The revisions to the remuneration policy for members of the Executive Board have been adopted.	65,122,172	99.08	604,095	0.92	196,852
7b The scheme regarding the grant of shares to members of the Executive Board has been approved.	65,126,105	99.11	584,790	0.89	212,224
8a Mr M.P. Lap has been re-appointed as member of the Supervisory Board for a period of four years.	65,750,242	99.97	19,499	0.03	153,378
9a The Executive Board has been designated as the body authorized to grant or issue (rights to acquire) ordinary and/or cumulative financing preference shares in the share capital of Arcadis N.V., subject to the prior approval of the Supervisory Board and of the Arcadis N.V. Priority Foundation, for a period of 18 months as from 1 July 2019. The designation shall apply up to a maximum of 10% of the total number of ordinary and/or cumulative financing preference shares issued at the time of the decision to issue or grant (rights to acquire) ordinary and/or cumulative financing preference shares, and an additional 10% if the issue or grant takes place in connection with a merger, strategic alliance or takeover.	57,530,267	89.29	6,902,958	10.71	1,489,894
9b In addition to the authorities delegated under agenda item 9a, the Executive Board has been designated as the body authorized to issue ordinary shares, up to the number of shares to which shareholders are entitled if they choose to receive the dividend over financial year 2018 in ordinary shares.	65,888,409	99.97	21,710	0.03	13,000
9c The Executive Board has been designated as the body authorized to limit or exclude pre-emptive rights in relation to any issue or grant of (rights to acquire) shares by the Executive Board under the authorities designated to the Executive Board, for a period of 18 months as from 1 July 2019.	54,311,737	84.29	10,121,329	15.71	1,490,053
10 The Executive Board has been authorized to acquire on behalf of the Company ordinary shares and/or cumulative financing preference shares in the share capital of the Company for financial consideration, for a period of 18 months as from 1 July 2019, up to a maximum of 10% of the issued share capital.	65,899,812	99.98	11,251	0.02	12,056
11 The Arcadis N.V. 2019 Long-Term Incentive Plan has been approved	64,290,042	98.37	1,062,632	1.63	570,445