ARCADIS NV

ALGEMENE VERGADERING VAN AANDEELHOUDERS
Think through the task
Recognize the hazards
Assess the risks
Control the hazards
Keep health & safety first in all things
Annual Results 2012
First Quarter 2013

Neil McArthur, Chief Executive Officer
Renier Vree, Chief Financial Officer
Amsterdam, the Netherlands, May 7 2013

Gardens by the Bay, Singapore.
(photo courtesy of Gardens by the Bay
Andy Kwek)
Focus on Health & Safety paying off

<table>
<thead>
<tr>
<th>Year</th>
<th>Total hours worked globally</th>
<th>Total Recordable Case Frequency (TRCF)</th>
<th>Lost Time Case Frequency (LTCF)</th>
<th>Near miss reporting (reports per 200,000 hours)</th>
<th>Safety shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>ARCADIS</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>243</td>
</tr>
<tr>
<td>2012</td>
<td>32,166,369</td>
<td>0.36</td>
<td>0.18</td>
<td>19.7</td>
<td></td>
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<tr>
<td>2011</td>
<td>27,229,116</td>
<td>0.46</td>
<td>0.25</td>
<td>11.5</td>
<td>110</td>
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<tr>
<td>US Bureau of Labor Statistics *</td>
<td></td>
<td>Not applicable</td>
<td>1.00</td>
<td>Not reported</td>
<td>Not reported</td>
</tr>
</tbody>
</table>

*) For industry category architectural, engineering and related services
### Strong growth revenue and profit in 2012

|                                | 2012   | 2011   | △  
|--------------------------------|--------|--------|---
| Gross revenue                 | 2,544  | 2,017  | 26%
| Organic gross revenue growth  | 3%     |        |    
| Net revenue                   | 1,878  | 1,443  | 30%
| Organic net revenue growth    | 4%     |        |    
| Operating EBITA              | 188.8  | 139.0  | 36%
| Operating margin              | 10.0%  | 9.7%   |    
| Net Income                    | 105.1  | 81.6   | 29%
| EPS                           | 1.49   | 1.23   | 22%

Dividend proposal €0.52 per share, an increase of 11% over last year
Acquisitions were main growth driver

Growth Gross Revenue

<table>
<thead>
<tr>
<th>Year</th>
<th>Organic</th>
<th>Acquisitions</th>
<th>Total (excl. currency effect)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2008</td>
<td>5%</td>
<td>10%</td>
<td>15%</td>
</tr>
<tr>
<td>2009</td>
<td>-5%</td>
<td>5%</td>
<td>0%</td>
</tr>
<tr>
<td>2010</td>
<td>0%</td>
<td>5%</td>
<td>5%</td>
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<tr>
<td>2011</td>
<td>-5%</td>
<td>0%</td>
<td>0%</td>
</tr>
<tr>
<td>2012</td>
<td>10%</td>
<td>20%</td>
<td>30%</td>
</tr>
</tbody>
</table>
Record net income from operations, EPS improves to €1.49
Before amortization and non-operational items

<table>
<thead>
<tr>
<th>Year</th>
<th>Net income from operations (€M)</th>
<th>Earnings per share (€)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2008</td>
<td>70.0</td>
<td>1.16</td>
</tr>
<tr>
<td>2009</td>
<td>74.3</td>
<td>1.18</td>
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<tr>
<td>2010</td>
<td>78.4</td>
<td>1.19</td>
</tr>
<tr>
<td>2011</td>
<td>81.6</td>
<td>1.23</td>
</tr>
<tr>
<td>2012</td>
<td>105.1</td>
<td>1.49</td>
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</tbody>
</table>
Operating Cash Flow doubles

<table>
<thead>
<tr>
<th>€ M</th>
<th>2012</th>
<th>2011</th>
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<tbody>
<tr>
<td>Profit for the period</td>
<td>90.2</td>
<td>83.5</td>
</tr>
<tr>
<td>Depreciation &amp; amortization</td>
<td>47.5</td>
<td>33.0</td>
</tr>
<tr>
<td>Working Capital</td>
<td>11.5</td>
<td>(32.6)</td>
</tr>
<tr>
<td>Other</td>
<td>8.8</td>
<td>(4.3)</td>
</tr>
<tr>
<td>Net cash from Operations</td>
<td>158.0</td>
<td>79.6</td>
</tr>
</tbody>
</table>

- Net working capital as % of gross revenue: 14.9% (Q4-2011: 15.1%)
- Reduced days receivables outstanding to 73 days at end of 2012 (2011: 79 days)
Balance sheet remains healthy

- Net debt €282 million (2011: €268 million)
- Net debt/EBITDA year-end: 1.3 (1.8 in Q3)
- Average Net debt/EBITDA: 1.5 (2011: 1.4)

Diversified sources of funding
- Good spread of maturity of loans
- Renewal 2013 debt in progress
ROIC maintained despite acquisitions, 11% increase in dividend proposed

![Graph showing Return on Invested Capital](image)

- Return: Earnings before interest after taxes before goodwill amortization (EBIA) + Net Income from Associates
- Invested capital: shareholders equity + net interest bearing debt

![Graph showing Dividend per Share](image)

- Dividend proposal is 11% over last year
- This year cash or stock will be offered
- Dividend each year equal or higher since listing in Amsterdam in 1995

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1) Amounts adjusted for the share split of May 2008
We maintain a strong focus on Risk Management

Operational and compliance risks
• Client and project approval procedure (go/no-go), Regular project reviews
• Pro-active Health & safety policy
• Zero tolerance regarding business and personal integrity issues

Financial and Liquidity risks
• Margin gets priority over growth
• Working Capital is important element of bonus targets at all levels
• Internal audit function and audits by external auditor KPMG

Acquisitions & Integration risks
• Monthly financial and management reporting as of moment of merger
• Executive Board directly oversees business and integration activities
• Initial focus on revenue synergies, followed by cost program
• Stronger head quarter staff in line with growth of ARCADIS
Strong strategic progress during 2012

• Merger with EC Harris on plan
  – Transitioned January 1st 2013 to new set-up for UK, Europe
  – Total synergy wins 2012 €58 million; strong pipeline; good growth
  – Performance improved, EBITA >9%

• Merger completed with Langdon & Seah in April
  – Alignment to ARCADIS operating model
  – Synergy wins 2012 over €10 million; strong growth
  – EBITA>10% maintained

• ETEP and BMG acquisitions integrated and already delivering above expectations

• New operating model for Europe and path to improved performance defined
ARCADIS now has a broad geographical footprint across Asia

**Country** | **Offices**
---|---
China | 19
HK/Macau | 3
Singapore | 2
Philippines | 1
Thailand | 1
Indonesia | 3
Vietnam | 2
Korea | 1
Taiwan | 1
India | 6
Brunei | 1
Malaysia* | 6

*) Associated company
ETEP gives us a leading Brazilian water position

• 300 people and €20 million in gross revenues
• Highly specialized in water supply, water treatment and wastewater
• Combined with ARCADIS Logos the leading water consultancy in Brazil
• 45% of Brazilian population not connected to any form of sanitation
BMG strengthens European environmental team

• 50 people and €8 million in gross revenues
• Cooperation with BMG on projects exceeds 5 years
• Active in remediation/stewardship and energy efficiency
• Strong relationships with major Swiss-based multinational companies in the pharmaceutical and chemical sectors
Three focus areas are delivering results

Moving higher in the value chain

- Deepen capabilities that differentiate ARCADIS in key market sectors
- Built Asset Consultancy delivered in all regions

Improve organic growth

- Organic growth net revenues improves to 4%
- Synergies EC Harris and Langdon & Seah mergers ~ €70 million bookings in 2012
- Enhance client focus + account management
  - Multi national clients
  - Large national clients

Being the best

- Strengthened corporate team
- Better working capital with more discipline
- Clear path for margin improvement Europe
- Enhancing performance culture
Rebalancing to private sector continues

Gross Revenue (€ M)

2010 | 2011 | 2012
---|---|---
Private sector | 2,003 | 2,017 | 2,544
Public sector | 46% | 52% | 55%
Utilities | 19% | 19% | 20%
Private sector | 35% | 29% | 25%
Organic growth and mergers make Emerging Markets our largest region by headcount.
Emerging Markets now 21% of gross revenues

Total growth 26% (3%)
In gross revenue € million; ( ) = organic

- United States: +9% (+1%)
- Emerging Markets: +91% (+35%)
- Other Europe: +57% (-4%)
- Netherlands: -6% (-6%)
Geographic mix pays off, margin at target 10%

Total operating margin 10.0% (2011: 9.7%)
Operating EBITA in € million; ( ) = 2011

United States
Margin 12.2% (12.0%)

Emerging Markets
Margin 11.5% (13.0%)

Other Europe
Margin 5.9% (2.5%)

Netherlands
Margin 8.6% (9.4%)
Infrastructure

- World class intelligent and integrated road and rail transport solutions
- Specialties: ports, airports, tunnels, bridges, large projects

Metro line expansion
Santiago, Chile
GUARULHOS AIRPORT, BRAZIL, SYNERGY WITH EC HARRIS, PROGRAM MANAGEMENT

METRO SYSTEM EXPANSION IN SANTIAGO, CHILE – ENGINEERING

NORTH SOUTH METRO LINE, AMSTERDAM, ENGINEERING AND SYSTEMS INTEGRATION

HARBOR INSTALLATIONS FOR VALE IN BRAZIL, OMAN, MALAYSIA, AND MOZAMBIQUE
Infrastructure

- Strong growth South America, also from increased public sector investments
- Revenue and margin pressure in Europe resulting from austerity measures

Gross Revenues  +18% (+9%)

Margin 8.1% (9.2%) *

In € million; ( ) = organic

In % of net revenue; ( ) = 2011
Water

- World class water supply and waste water treatment system consultancy and design, also for industry
- Leading heritage in water management
INDUSTRIAL WATER IS TAKING OFF. FORD MOTOR COMPANY WORKS ON REDUCTION GLOBALLY

DEVELOPING WATER NETWORKS FOR OMAN, TAPS INSTEAD OF WATER TRUCKS

HELPING NEWTOWN CREEK WWTP RECOVER FROM SANDY; NEXT IS ADAPTATION

GLOVERSVILLE, US: FIRST CO2-NEUTRAL WASTE WATER TREATMENT FACILITY IN THE COUNTRY
Water

- US market stabilizing supported by industrial water projects
- Organic growth strong in South America, Middle East, UK

Gross Revenues +16% (+1%)

In € million; ( ) = organic

Margin 9.3% (9.4%)

In % of net revenue; ( ) = 2011
Environment

- World class remediation consulting and technologies
- Compliance management, impact assessments, climate adaptation
HELPING 150 CITIES ADAPT TO CLIMATE CHANGE ON BEHALF OF THE EUROPEAN UNION

CLEANING UP FORMER REESE AIR FORCE BASE; SAVING $22 MILLION THROUGH INNOVATION

GERMANY. D4, TURNING CLEANED UP INDUSTRIAL WASTELAND BACK OVER TO THE COMMUNITY

FLORIDA, GIVING A SCHOOL A BASEBALL FIELD ON A REMEDIATED AREA
Environment

- Growth in US from private sector; government work in decline
- Mining and energy drive growth South America; multinational clients in Europe

Gross Revenues +11% (+4%)

<table>
<thead>
<tr>
<th>Year</th>
<th>2008</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value</td>
<td>600</td>
<td>700</td>
<td>800</td>
<td>900</td>
<td>1000</td>
</tr>
</tbody>
</table>

Margin 12.6% (12.2%)

<table>
<thead>
<tr>
<th>Year</th>
<th>2008</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value</td>
<td>15%</td>
<td>10%</td>
<td>5%</td>
<td>0%</td>
<td>15%</td>
</tr>
</tbody>
</table>

In € million; ( ) = organic

In % of net revenue; ( ) = 2011
Buildings

- Plan, design, create, operate and regenerate buildings
- Sustainability by Design, Built Asset Consultancy, large scale Program, Project and Cost Management

Hospital design, Middle East
MODA HEALTHCARE FACILITY IN SAUDI ARABIA WITH 4,000 BEDS – RTKL DESIGN

ZUELLIG BUILDING – THE FIRST LEED GOLD BUILDING IN THE PHILIPPINES – Langdon & Seah

WUXI SUNNING PLAZA, WUXI, CHINA 382 M TOWER WITH DRAMATIC SKY LOBBY

INTERIOR ARCHITECTURE CHINA LIFE HEADQUARTERS SHENZHEN, CHINA
Buildings

- Very strong growth from acquisitions; organic decline mainly in NL
- Growth RTKL in Middle East health care; margin EC Harris improved

Gross Revenues +78% (-5%)

In € million; ( ) = organic

Margin 9.9% (7.0%)

In % of net revenue; ( ) = 2011
First Quarter 2013

Imagine the result

Gardens by the Bay, Singapore.
(photo courtesy of Gardens by the Bay
Andy Kwek)

ARCADIS
Income Q1 2013 €25.4 million, up 8%

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2012</th>
<th>Δ</th>
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</thead>
<tbody>
<tr>
<td>Gross revenue</td>
<td>602</td>
<td>592</td>
<td>2%</td>
</tr>
<tr>
<td>Net revenue</td>
<td>466</td>
<td>444</td>
<td>5%</td>
</tr>
<tr>
<td>EBITA</td>
<td>39.6</td>
<td>37.8</td>
<td>5%</td>
</tr>
<tr>
<td>Operating EBITA</td>
<td>42.8</td>
<td>39.2</td>
<td>9%</td>
</tr>
<tr>
<td>Operating margin</td>
<td>9.2%</td>
<td>8.8%</td>
<td></td>
</tr>
<tr>
<td>Net Income from Ops</td>
<td>25.4</td>
<td>23.6</td>
<td>8%</td>
</tr>
<tr>
<td>EPS</td>
<td>0.36</td>
<td>0.34</td>
<td>6%</td>
</tr>
</tbody>
</table>

Currency effect: Gross revenue +/- 2%; Net revenue +/- 2%; EBITA +/- 3%
Highlights First Quarter 2013

ACQUISITIONS
• SENES, environmental services firm in Canada/India with 250 employees, improves our position to serve multinational clients
• Geohydrologia, hydrogeological and environmental addition in Chile; 55 employees, strengthens our position in mining

PERFORMANCE
• February first month when we tracked to zero in Health & Safety
• Operating margin improves to 9.2% reflecting robust profitability in emerging markets and margin improvement at EC Harris
• Organic growth outside Europe amounts to 3%
• Working capital increase mostly driven by one-off developments
• Europe: organic revenue declines 15% Gross, 10% Net; announced new strategy and operating model
Continental Europe is an important market for ARCADIS

- 25% of ARCADIS total net revenue
- Source of great experience and expertise
- Important capability transfer to emerging markets: Middle East, Asia, South America
- International, large national and local clients demand global best practices
- Challenging market conditions in Europe expected to continue
- Requiring a revised strategy and new operating model for Continental Europe
Making good progress in Q1

- Initiatives to deliver annual cost savings of €25M+, to realize 10% operating EBITA in Q4-2014
- Total implementation costs in 2013/14 of ~€20M
- Shift is timely, margin initiatives underway, focus now also on growth
- First savings realized total €1.9M, restructuring cost to date €2.6M.
Outlook and Priorities
Outlook per business line

Infrastructure – growth continues
- Europe in decline and US stagnant due to government austerity
- South America benefiting from large infrastructure and industry projects

Water – recovery continues
- Capitalize on opportunities in South America and Middle East
- Industrial water and flood protection offer opportunities

Environment – momentum expected to return
- Private sector demand in mature and emerging markets creates growth
- Strong technology and Guaranteed Outcomes differentiate our position

Buildings – stronger organic growth
- Strong presence, opportunities for synergies and global growth
- Involvement in Capex and Opex programs via Built Asset Consultancy

Overall
- Backlog up 5% since year-end 2012; now at 12 months of revenue
- Outlook 2013: further increase of revenues and profit (barring unforeseen circumstances)
Leadership priorities for 2013

• Implement pan-European operating model
• Stimulate improved organic growth and capture revenue synergies from recent acquisitions
• Evolve performance culture: margin improvement; working capital; project management
• Acquisitions to strengthen our positions both in emerging and selected mature markets
• Strategic review and target setting for 2014-2016 period
Imagine the result
Historical Growth in Gross Revenue

Historical Growth in EBITA

+18%

+26%
ARCADIS NV

ALGEMENE VERGADERING VAN AANDEELHOUDE
Organic growth and mergers double revenue in Emerging Markets …

Gross Revenue 12 months (€ M)

CAGR\(^1\) = 13%

<table>
<thead>
<tr>
<th>Region</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>CAGR(^1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Netherlands</td>
<td>2,003</td>
<td>2,017</td>
<td>2,544</td>
<td>-12%</td>
</tr>
<tr>
<td>Other Europe</td>
<td>20%</td>
<td>16%</td>
<td>12%</td>
<td>+31%</td>
</tr>
<tr>
<td>United States</td>
<td>54%</td>
<td>52%</td>
<td>45%</td>
<td>+3%</td>
</tr>
<tr>
<td>Emerging Markets</td>
<td>10%</td>
<td>14%</td>
<td>21%</td>
<td>+61%</td>
</tr>
</tbody>
</table>

\(^1\) Compound Annual Growth Rate
Organic growth net revenue flat due to 10% decline in Continental Europe
Quarterly operating margin improved; margin 10.8% excluding Continental Europe

<table>
<thead>
<tr>
<th></th>
<th>2011 1)</th>
<th>2012 1)</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q1</td>
<td>9.4%</td>
<td>8.8%</td>
<td>9.2%</td>
</tr>
<tr>
<td>Q2</td>
<td>9.6%</td>
<td>9.1%</td>
<td></td>
</tr>
<tr>
<td>Q3</td>
<td>10.0%</td>
<td>9.9%</td>
<td></td>
</tr>
<tr>
<td>Q4</td>
<td>10.8%</td>
<td>12.1%</td>
<td>2)</td>
</tr>
<tr>
<td>year</td>
<td>9.7%</td>
<td>10.0%</td>
<td></td>
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</tbody>
</table>

Operating margin: EBITA as % of net revenue, adjusted for reorganization & integration charges

1. Operating margin 2011 and 2012 adjusted for IFRS 2013 (deconsolidation of joint-ventures.)
2. Excluding impact lower overhead costs EC Harris related to Q1/Q3, margin in Q4 would have been 11.1%.
Infrastructure (26% of revenues)

- Lower subcontracting resulting from completion Floriade
- Strong growth South America also from increased public sector investments
- Growth in US in intelligent transport solutions
- Decline Continental Europe due to austerity and tougher markets
- Won Olympic Park and Village project in Rio de Janeiro
- Railway station design Driebergen-Zeist, Netherlands

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gross revenue</td>
<td>100</td>
<td>100</td>
<td>100</td>
<td>150</td>
<td>150</td>
</tr>
<tr>
<td>Organic</td>
<td>100</td>
<td>100</td>
<td>100</td>
<td>150</td>
<td>150</td>
</tr>
<tr>
<td>Acquisitions</td>
<td>0</td>
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</tr>
<tr>
<td>Currency</td>
<td>0</td>
<td>0</td>
<td>0</td>
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<td>0</td>
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</tbody>
</table>

Net revenue
- Organic

Backlog +4%
Water (15% of revenues)

- In US, growth in water for industry offset by municipal declines
- Growth in UK market
- Netherlands sees growth, while Belgium, France, Germany decline
- Two water diversion projects won in Louisiana to strengthen coastal defenses
- Hurricane Sandy triggers emergency work and now climate adaptation projects

Q1 Gross revenues in € million

<table>
<thead>
<tr>
<th>Year</th>
<th>Gross revenue</th>
<th>Organic</th>
<th>Acquisitions</th>
<th>Currency</th>
<th>Net revenue</th>
<th>Organic</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
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2013 Gross revenue + 6%
Organic + 0%
Acquisitions + 6%
Currency - 1%

Net revenue + 7%
Organic + 1%

Backlog -1%
Environment (32% of revenues)

- Declines in US (public sector) and UK
- US revenues impacted by winter storms through reduced field work
- Growth in Brazil and France
- Growth in backlog with Multinational clients continues
- $18 million soil & groundwater remediation on Superfund site in New Jersey
- Fauna rescue and monitoring projects in Brazil

### Q1 Gross revenues in € million

<table>
<thead>
<tr>
<th>Year</th>
<th>Gross Revenue</th>
<th>Organic</th>
<th>Acquisitions</th>
<th>Currency</th>
<th>Net Revenue</th>
<th>Organic</th>
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<tbody>
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<td>2009</td>
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</tbody>
</table>

- Gross revenue: - 5%
  - Organic: - 5%
  - Acquisitions: + 1%
  - Currency: - 1%
- Net revenue: - 2%
  - Organic: - 3%
- Backlog: +4%
Buildings (27% of revenues)

- Revenue growth driven by Langdon & Seah, which itself grew more than 10%
- Organic growth led by Emerging Markets and UK
- US activities slowed in healthcare and public projects
- Continental Europe declined
- Dutch market is bottoming out with Built Asset Consultancy offering opportunities
- Kingdom Tower project won in Jeddah, KSA
- Louis Vuitton building in Hongqiao, Shanghai

<table>
<thead>
<tr>
<th>Gross revenue</th>
<th>+19%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Organic</td>
<td>+1%</td>
</tr>
<tr>
<td>Acquisitions</td>
<td>+20%</td>
</tr>
<tr>
<td>Currency</td>
<td>-1%</td>
</tr>
<tr>
<td>Net revenue</td>
<td>+16%</td>
</tr>
<tr>
<td>Organic</td>
<td>-5%</td>
</tr>
<tr>
<td>Backlog</td>
<td>+9%</td>
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A revised strategy and operating model will better serve our clients

ONE GOAL: BEING THE BEST IN EUROPE
• Better and more cost effectively serve all our clients in Europe
• Drive innovation and growth in our services
• Enhanced career growth and opportunities for employees

THREE STRATEGIC LEVERS FOR CHANGE
• Areas of excellence – to drive top line growth
• Best in class core processes – to improve order intake and project profitability
• Pan-European shared services – to provide more cost efficient support

ONE MODEL FOR EUROPE
• Create European operating model to leverage capabilities and best practices for all clients
• European management team and governance structure to drive performance
• Country-level steering to deliver client proximity and operational control
• Pan-European Shared Services for: HR, Finance, IT, Real Estate Management