

JUNE 2018
DIVERSITY POLICY FOR THE EXECUTIVE BOARD AND THE EXECUTIVE LEADERSHIP TEAM
OF ARCADIS N.V.

1 INTRODUCTION

- 1.1. The Executive Board of Arcadis N.V. (“**EB**”) is entrusted with the management of Arcadis N.V. (the “**Company**”). In order to have an optimal governance structure to realize long-term value creation and the Company's Strategy (implementation of the three strategic pillars and the related financial objectives), as well as for purposes of agility, certain key officers are designated to perform the day-to-day management of the Company together with the EB. The EB members together with these key officers constitute the executive leadership team (“**ELT**”).
- 1.2 The Supervisory Board (“**SB**”) members recognize the importance of diversity within the EB and the ELT and believe that the Company's business gains from a wide range of skills and a variety of different backgrounds which reflects the diversity of the Arcadis client base. A diverse composition of the EB and the ELT contributes to a robust decision-making and proper functioning.
- 1.3 The SB furthermore notes that it feels that diversity should not be limited to the EB or ELT, but should extend to all areas of the Company's business, including but not limited to other key leadership positions.
- 1.4 In line with best practice provision 2.1.5 of the Dutch Corporate Governance Code, the SB has adopted this diversity policy for the composition of the EB and the ELT.

2 DIVERSITY ASPECTS

- 2.1 The following diversity aspects have been identified as relevant for the Company and its business considering the complexity of the Company's business, the markets in which the Company operates and the diversity of the Company's client base:
- i) Gender;
 - ii) Nationality/geographical provenance; and
 - iii) Background: education and/or (work) experience.
- 2.2 The diversity aspects referred to in Clause 2.1 shall be considered when selecting persons for appointment as EB or ELT member.

3 SPECIFIC DIVERSITY TARGETS

- 3.1 Based on the diversity aspects listed in Clause 2.1, the following specific diversity targets for the EB and the ELT have been identified:
- i) Gender: at least 30% of the EB, and at least 30% of the ELT, shall consist of women, and at least 30% of the EB, and at least 30% of the ELT, shall consist of men;

- ii) Nationality/geographical provenance: nationalities from at least three regions¹ where Arcadis is active shall be represented in the ELT; and
- iii) Background: at least three members of the ELT shall have experience in the global design, the engineering and/or the consulting industry or an industry adjacent thereto².

4 IMPLEMENTATION, REVIEW AND REPORTING

- 4.1 In order to meet the diversity targets, the diversity aspects referred to in Clauses 2.1 and 3.1 shall be taken into account when considering candidates for (re-)appointment as member of the EB or the ELT and in the recruitment process, talent development and succession planning throughout Arcadis.
- 4.2 The SB shall review this policy and the implementation thereof regularly. The SB shall update this policy if and when necessary.
- 4.3 In the Company's corporate governance statement in the annual report, this policy and the way it has been implemented in practice shall be explained, addressing more specifically:
 - i) the objectives of this policy;
 - ii) how this policy has been implemented; and
 - iii) the results of this policy in the past financial year.
- 4.4 If the composition of the EB or the ELT diverges from the targets referred to in Clause 3.1 and/or the statutory target for the male/female ratio, if and to the extent that this is provided under or pursuant to Dutch law, the Company's corporate governance statement shall include:
 - i) an outline of the current state of affairs;
 - ii) an explanation as to which measures are being taken to attain the target; and
 - iii) by when this is likely to be achieved.

This policy was adopted by the SB on 29 June 2018.

¹ For purpose of this document, regions are: North America, Latin America, United Kingdom, Europe North, Europe Central, Europe South, Middle East, Asia, Australia Pacific and CallisonRTKL.

² This target is based on an ELT consisting of eight members.