

# **Annual General Meeting Arcadis N.V.**

The annual General Meeting ('AGM') of Arcadis N.V. ('Arcadis' or the 'Company') will be held on Thursday 29 April 2021 at 2pm CET. In accordance with the Temporary Act COVID-19 Justice and Safety, Arcadis will hold its AGM virtually, facilitating online attendance only. Arcadis will continue to monitor the COVID-19 guidelines from the Dutch government. You are advised to regularly check the Arcadis website for any further updates until the date of the meeting.

#### **SUMMARY AGENDA**

- 1. Opening and notifications
- 2. Report by the Supervisory Board on financial year 2020
- 3. Report by the Executive Board on financial year 2020
- 4. 2020 financial statements and dividend
- 5. Discharge
- 6. Appointment of auditor to audit the 2022 financial statements
- 7. Remuneration reports Executive Board and Supervisory Board 2020
- 8. Revisions to remuneration policy for Executive Board
- 9. Composition of the Executive Board (binding nomination)
- 10. Composition of the Supervisory Board (non-binding nominations)
- 11. Delegation of authority to grant or issue (rights to acquire) Arcadis N.V. shares
- 12. Authorization to repurchase Arcadis N.V. shares
- 13. Cancellation of ordinary Arcadis N.V. shares
- 14. Any other business
- 15. Closing

## Agenda item 13. Cancellation of ordinary Arcadis N.V. shares

Pursuant to Article 2:99 paragraph 7 of the Dutch Civil Code, it is noted that the purpose of agenda item 13 is to enable the Company to cancel shares that are held or will be acquired by the Company in order to create flexibility with respect to the capital structure of the Company.

#### **Meeting documents**

As from today, this convocation, the agenda with explanatory notes and the Annual Integrated Report 2020 can be found on the website of Arcadis (www.arcadis.com) and on the ABN AMRO e-voting webpages (abnamro.com/evoting). The details relating to the candidates to be nominated for (re-)appointment to the Supervisory Board as set out in Article 2:142 paragraph 3 of the Dutch Civil Code are stated in the explanatory notes to the agenda.

## **Record date**

The holders of ordinary shares entitled to attend and/or vote at this AGM are those who, on Thursday 1 April 2021 (the '**Record Date**'), have those rights and are registered as such in the registers designated for that purpose by the Executive Board.

### Registration, virtual attendance and voting

Starting Friday 2 April 2021, holders of bearer shares wishing to virtually attend and/or vote live during the AGM may register their shares via www.abnamro.com/evoting. Registration must take place before Thursday 22 April 2021 at 5.30pm CET. Intermediaries must submit a statement to ABN AMRO ultimately on Friday 23 April 2021 at 1.30pm CET identifying the number of shares registered for the AGM for each shareholder.

Shareholders can follow the AGM online through a webcast. Shareholders who will follow the AGM through the webcast will be able to submit written questions prior to the meeting. Please submit your question(s) to ir@arcadis.com by 2pm CET on Monday 26 April 2021. We cannot guarantee that questions received after this date & time will be addressed during the AGM. Shareholders who submit questions in advance of the meeting may submit follow-up questions during the meeting. Further instructions on how to submit those follow-up questions will be given by the chairman during the meeting.

For more information on the webcast and the voting process, see www.abnamro.com/evoting.

## Holders of registered shares

An invitation to attend the virtual AGM, including registration instructions, will be sent to all holders of registered shares.

### Voting instructions independent third party

Shareholders who are unable to attend the virtual meeting and/or do not wish to cast their votes during the meeting, can cast their vote prior to the AGM via the ABN AMRO website designated for this purpose (www.abnamro.com/evoting), up to Thursday 22 April 2021, 5.30pm CET.

They may give their voting instructions to an independent third party: Intertrust Financial Services B.V., Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands. An electronic voting instruction may be given via www.abnamro.com/evoting until Thursday 22 April 2021 at 5.30pm CET.

If a shareholder is unable to give their voting instructions electronically, these may also be given in writing. For this purpose a <u>form</u> has been made available on the Company website. The form must be completed and received by Intertrust Financial Services B.V. no later than Thursday 22 April 2021 at 5.30pm CET (by mail or by email: NL-Arcadis@intertrustgroup.com).

A proxy with voting instructions will be sent to the holders of registered shares. Here too, Intertrust Financial Services B.V. must receive the proxy no later than Thursday 22 April 2021 at 5.30pm CET at the above (email) address.

Should shareholders wish to designate a party other than Intertrust Financial Services B.V. as their proxy, they can also use the proxy form that the Company has made available on its website.

Amsterdam, 11 March 2021

#### **Executive Board**

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#### For information:

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