
NOTICE AND INFORMATION ON THE VIRTUAL ANNUAL GENERAL MEETING OF FUGRO N.V.

Fugro N.V. ("**Fugro**") will hold its Annual General Meeting ("**AGM**") on **Thursday 22 April 2021 at 2pm (CET)**. Due to the COVID-19 pandemic, Fugro has decided that the AGM will be held virtually.

Agenda

- 1** Opening and notifications
- 2** Report of the Supervisory Board for the year 2020
 - a) Report (*for discussion*)
 - b) Remuneration report for the year 2020 (*advisory vote*)
- 3** Report of the Board of Management for the year 2020 (*for discussion*)
- 4** Adoption of the 2020 financial statements (*for resolution*)
- 5** Discharge
 - a) Discharge of the members of the Board of Management for their management (*for resolution*)
 - b) Discharge of the members of the Supervisory Board for their supervision (*for resolution*)
- 6** Amendment of the articles of association in connection with the proposed termination of the certification of ordinary shares in the share capital of Fugro** (*for resolution*)
- 7** Reappointment of auditor to audit the 2022 financial statements (*for resolution*)
- 8** Authorisation of the Board of Management to:
 - a) issue (or grant rights to acquire) shares up to 10% * (*for resolution*)
 - b) limit or exclude pre-emption rights in respect of issuances and/or grants in connection with agenda item 8a* (*for resolution*)
- 9** Authorisation of the Board of Management to repurchase shares* (*for resolution*)
- 10** Any other business
- 11** Closing of the meeting

* The term 'shares' as used in this notice should, with respect to ordinary shares issued by Fugro, be construed to include certificates of ordinary shares (also referred to as 'depository receipts for ordinary shares'), unless the context otherwise requires.

** The proposal to amend the articles of association includes the proposal to authorise each managing director of Fugro as well as each lawyer, candidate civil-law notary and paralegal practicing with De Brauw Blackstone Westbroek N.V. to execute the notarial deed of amendment of the articles of association.

Meeting documents (as from today available on the website:

<https://www.fugro.com/aboutfugro/corporategovernance/shareholdermeetings> and, free of charge, at the office of Fugro in Leidschendam at Veurse Achterweg 10 and at the offices of Fugro in Amsterdam at Zekeringstraat 41a, the Netherlands)

- Notice and information on the virtual AGM
- Agenda with the explanatory notes
- Triptych amendment of the articles of association of Fugro N.V. with an unofficial English translation
- Total outstanding share capital and voting rights
- Power of attorney, voting instruction and reply form for holders of shares
- Power of attorney and voting instruction for holders of certificates of shares

Information on the virtual AGM

Video Webcast - COVID-19

The AGM will be held virtually and holders of shares and holders of certificates of shares shall not be able to attend the AGM in person. The AGM can be followed via a video webcast that will be available via <https://www.fugro.com/aboutfugro/corporategovernance/shareholdermeetings>.

The AGM will take place after the current expiration date of the Dutch legislation allowing for virtual meetings. Therefore, the AGM will only take place virtually if the expiration date of the relevant legislation will be timely and sufficiently extended, as is currently expected. Should the expiration date not be extended, then the AGM will be held at the office of Fugro in Leidschendam at Veurse Achterweg 10, the Netherlands.

Record Date

Persons will be entitled to vote at the AGM if they are registered as a holder of shares or a holder of certificates of shares on **Thursday 25 March 2021** after closing of the books (the "**record date**").

Voting through the e-voting platform

Holders of shares and holders of certificates of shares may grant an electronic proxy including a voting instruction via www.abnamro.com/evoting to IQ EQ Financial Services B.V. in Amsterdam, whereby holders of shares should select "Registrar" as intermediary and holders of certificates the intermediary which is responsible for administering their certificates of shares, no later than **15 April 2021 at 5:30pm (CET)**.

Intermediaries

Intermediaries must, no later than **16 April 2021 at 13:30am (CET)**, present a statement to ABN AMRO via www.abnamro.com/intermediary identifying the number of certificates of shares held by the holder on the record date for which the holder of certificates of shares has given voting instructions.

Voting by email

Holders of shares and holders of certificates of shares, who wish to submit a proxy by email, can notify Fugro thereof as from 26 March 2021 through www.abnamro.com/evoting, whereby they should select ABN AMRO REGISTRAR as intermediary. Such holders will then receive from ABN AMRO Bank N.V. a registration document by email. This registration document, together with a completed proxy and a statement which confirms the holding of shares on the record date must be emailed to Fugro via ir@fugro.com no later than **15 April 2021 at 5:30pm(CET)**. The proxy form is available at <https://www.fugro.com/aboutfugro/corporategovernance/shareholdermeetings>. A timely submitted and duly completed proxy will be considered a vote cast in writing ahead of the AGM by the proxy holder.

Questions

Holders of shares and holders of certificates of shares may submit questions about the items on the agenda to Fugro by email in advance of the AGM. The questions regarding the various agenda items may be addressed by sending an email to ir@fugro.com no later than **Monday 19 April 2021 at 2pm (CET)**. Timely submitted questions will, possibly combined, be answered within reason during the AGM. Persons who submitted questions in advance may submit follow-up questions during the AGM via the chat function in the webcast screen. The answers will also be included in the minutes of the AGM to be posted on Fugro's website.

Fugro Trust Office Foundation (Stichting Administratiekantoor Fugro)

A proxy of a holder of certificates of shares will be treated as a request to the Fugro Trust Office Foundation to grant a proxy to vote in respect of the number of (underlying) shares for which certificates of shares have been issued to the holder. Such holders of certificates of shares may exercise their voting rights provided that they grant a proxy in accordance with the above and taking into account the provisions of section 2:118a of the Dutch Civil Code. The Board of Fugro Trust Office Foundation has the intention to vote on the shares for which it carries out the administration, insofar as holders of certificates of shares (or their proxies) do not use the aforementioned proxy to vote or insofar as section 2:118a paragraph 2 of the Dutch Civil Code is applied. In view of the AGM being held virtually, voting by the Fugro Trust Office Foundation shall take place ahead of the AGM in writing by means of a letter or email.

Attending the AGM in person, if applicable

If the AGM will be held in physical form, physical attendance by representatives of Fugro will be limited due to Covid-19 restrictions, including travel restrictions, and best practices. We would then also encourage all our shareholders and holders of certificates of shares to follow the AGM through the video webcast and to submit questions in writing prior to the meeting. These facilities will remain available if the AGM is to be held in physical form.

If the AGM will take place in physical form, a shareholder or holder of certificates of shares who wishes to attend in person must register with ABN AMRO from 26 March 2021 up to and including 15 April 2021 before 17:30 CET. Shareholders and holders of certificates of shares will receive from ABN AMRO, through their intermediaries, a registration certificate that will serve towards admission to the AGM. They must present this certificate when registering for admission to the AGM.

Leidschendam, 11 March 2021

Board of Management Fugro N.V.

Board of Fugro Trust Office Foundation