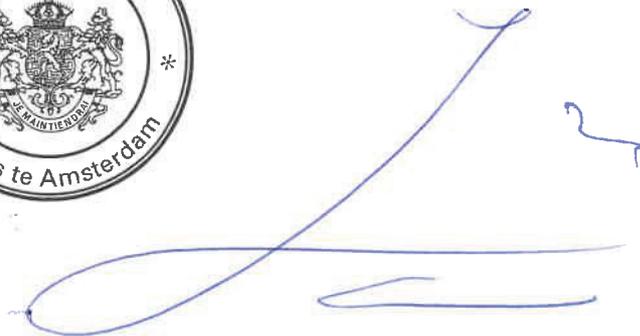


The undersigned:

Laurens Willem Kelterman, civil-law notary at Amsterdam, the Netherlands, hereby declares at his best knowledge, that the articles of association of: Stichting Haskoning, having its statutory seat at Amersfoort, the Netherlands, are compliant with the document attached to this certificate.

The articles of association have been recently amended due to a notarial deed signed by Laurens Willem Kelterman, civil-law notary at Amsterdam, the Netherlands, on 22 December 2025.

Thus signed at Amsterdam, the Netherlands on 14 January 2026.

A handwritten signature in blue ink, written in a cursive style. The signature is long and sweeping, starting with a large loop on the left and ending with a small flourish on the right.

NOTE ABOUT TRANSLATION:

This document is an English translation of a document prepared in Dutch. In preparing this document, an attempt has been made to translate as literally as possible without jeopardizing the overall continuity of the text. Inevitably, however, differences may occur in translation and if they do, the Dutch text will govern by law.

In this translation, Dutch legal concepts are expressed in English terms and not in their original Dutch terms. The concepts concerned may not be identical to concepts described by the English terms as such terms may be understood under the laws of other jurisdictions.

CONTINUOUS TEXT
ARTICLES OF ASSOCIATION
Stichting Haskoning

(as from 22 December 2025)

ARTICLES OF ASSOCIATION**PREAMBLE**

Koninklijke Haskoning Groep B.V., a private company with limited liability, with its registered office in Amersfoort is the holding company of a group of companies and enterprises which provides engineering and consultancy services worldwide (hereinafter jointly called: the "**group**"). The group has a number of core values, including that of acting as an independent 'Employee-Owned' company. The mission and core values of the group are reported each year in the annual report.

The foundation shall at all times be the holder of at least seventy-five and one-half per cent (75.5%) of the shares in the company.

Within the framework of its articles and objects the foundation will, as shareholder, be guided by the following principles

- (i) In the relationship of the foundation with the group the foundation regards the accomplishment and maintenance of adequate corporate governance and corporate social responsibility as the key values of the foundation.
- (ii) The foundation regards the group as a long-term cooperation between all the parties involved in the group, including in particular the employees and former employees (those whose employment has ended on account of incapacity for work or (early) retirement) of the group.
- (iii) For the foundation, in actions of the foundation, the continuity of the group is paramount and the foundation regards the management board and the supervisory board of the company, each from within the context of the fulfilment of its own duties, as being responsible for the integral weighing of all the interests oriented

- towards this continuity. In doing so, the foundation aims at an open dialogue with the management board and the supervisory board of the company.
- (iv) The foundation strives towards a meaningful exercising of the rights of the foundation as a shareholder in realizing the principles set forth above in (ii) and (iii), and in guaranteeing effective 'checks and balances' within the company and the group.
 - (v) In the event that the foundation disposes of a controlling part of the shares held by the foundation in the company, then the capital becoming available as a result of such disposal will benefit, in its entirety, the group (not the (former) employees), in such manner as the foundation shall decide in consultation with the management board and the supervisory board of the company.
 - (vi) In the event that the foundation disposes of a controlling part of its shares in the company, then the capital becoming available as a result of such disposal may be used in such manner as the foundation shall decide in consultation with the management board and the supervisory board of the company, for a purpose which will as best as possible further the interests of all those employees who at the time of the disposal are in the employment of the company and the enterprises connected therewith in which the company, directly or indirectly, has a controlling interest, the term 'employees' to be understood to include a circle of former employees to be determined by the board in consultation with the management board and the supervisory board of the company, whose employment has ended on account of incapacity for work or (early) retirement.

DEFINITIONS

In these articles of association, the terms below are defined as follows:

- (a) the **'executive board'**: the board of the foundation;
- (b) the **'company'**: Koninklijke Haskoning Groep B.V., a private company with limited liability, with registered office in Amersfoort and principal place of business currently at Laan 1914, 3818 EX Amersfoort, the Netherlands, entered in the commercial register of the Chamber of Commerce under number 55525474, or the successor under universal title (*'onder algemene titel'*) to this company, if any;
- (c) a **'depository receipt'**: the embodiment of rights and obligations, derived from a share, held by a depository receipt holder in respect of the trust office, the company and third parties, pursuant to the trust conditions, these articles of association and the law; rights include the rights that arise for the holder of a depository receipt as a result of the issue of shares by the company to the trust office, either by way of payment on the shares held in trust by the trust office or otherwise; The company is authorised to attach meeting rights to depository receipts by means of a resolution by the general meeting.
- (d) a **'depository receipt holder'**: a holder of one or more depository receipts;
- (e) a **'Corporate Director'**: the director of a corporate support group within the group;

- (f) an '**Director Business Unit**': _____
the director of a business unit within the group; _____
- (g) the '**Executive Council**': _____
the executive council within the group formed by the executive board of the _____
company and the Global Directors (where Global Director means the director of a
business line); _____
- (h) an '**employee**': _____
an employee of the company or of a group company designated by the executive
board of the company with respect to whom the participation plan applies; _____
- (i) the '**foundation**': _____
Stichting Haskoning, a foundation under Dutch law, with registered office in _____
Amersfoort; _____
- (j) the '**group**': _____
the company and group companies together; _____
- (k) a '**group company**': _____
the legal entities and companies that are related to each other in the group as
referred to in Article 24b of Book 2 of the Civil Code; _____
- (l) '**in writing/written**': _____
by letter, fax or e-mail, or by message which is conveyed via another standard _____
means of communication and can be received on paper; _____
- (m) the '**participation plan**': _____
the group employee share plan for employees of the company and group _____
companies thereof, with due observance of any changes made to this plan from _____
time to time; _____
- (n) the '**works council**': _____
the works council of Haskoning Nederland B.V. a private company with limited _____
liability, with registered office in Amersfoort and principal place of business currently
at Laan 1914, 3818 EX Amersfoort, the Netherlands, entered in the commercial _____
register of the Chamber of Commerce under number 56515154, or the successor-
under universal title ('*onder algemene titel*') to this company, if any. _____

Unless the context implies otherwise the definition of every term in the singular also
refers to the plural. The titles of the articles have been provided purely for the sake of
convenience and should be disregarded in interpreting these articles of association. _____

NAME AND SEAT _____

Article 1 _____

The name of the foundation is: **Stichting Haskoning** and the foundation has its seat in
the municipality of Amersfoort. _____

OBJECTS _____

Article 2 _____

1. The objects of the foundation are: _____
 - a. to protect the interests of the group and all those involved therein, the _____
continuity, independence and identity of the group being paramount; and _____
 - b. to acquire, administer, dispose of and encumber shares in the company and to _____
exercise the rights attached to the same, partly in furtherance of good _____
corporate governance within the company, as well as to apply the capital of the

- foundation or capital gains, if any, in the framework of the object mentioned — above in subparagraph a, and having due regard to the principles set forth — above in subparagraphs (v) and (vi) of the Preamble. _____
2. The foundation shall have the authority to designate at its discretion, within the — framework of the object of the foundation, a use for the capital of the foundation or — to make distributions without any (former) employees of the group being able to lay any claim to the foundation's capital. _____
 3. The objects of the foundation furthermore comprise the performance, in general, of such acts as may be incidental or conducive to the foregoing, all this to be — construed in the widest sense. The foundation shall, however, refrain from acts to — which a financial risk is attached exceeding the foundation's own funds, not — including the shares in the company held by the foundation. _____
 4. The foundation shall not aim to make profit. _____

THE EXECUTIVE BOARD _____

Article 3 _____

1. The executive board of the foundation shall be comprised of five (5) natural persons. The members of the executive board shall be appointed as follows: _____
 - a. the executive board of the company shall appoint one (1) external board — member; _____
 - b. the supervisory board of the company shall appoint one (1) external board — member; _____
 - c. the works council shall appoint one (1), internal or external, board member; —
 - d. those employees who at the time of the appointment referred to in this — subclause d., are also depositary receipt holders, shall appoint on the basis of an election, in accordance with the procedure as set forth in separate election regulations, one (1) board member; _____

For the purpose of this subparagraph: _____

 - only (i) employees that at the time of the aforementioned election, have — been employed within the group for a consecutive period of at least three (3) years and (ii) hold a post of at least Global Positioning System (GPS)-role 18 and (iii) are a depositary receipt holder at the time of the election, shall be eligible for appointment; _____
 - employees of the company or a group company with the title: "members of the Executive Council", "Corporate Directors" and "Directors Business Unit " shall not be eligible for appointment; _____
 - e. the four board members shall together appoint one (1) external board member as chairman of the executive board. _____
2. External board member shall mean: a natural person who is neither employed with the company or one of the enterprises of the company, nor associated is with the — group. An additional provision as regards the chairman of the board is that neither may this person formerly have been connected with the group. _____
An internal board member is a board member which is not an external board — member. _____
3. Members of the executive board and the supervisory board of the company, as well as members of the board of the foundation Stichting Administratiekantoor —

Haskoning, with its registered office in Amersfoort, or the successor under universal title ('*onder algemene titel*') to this company, if any, may not be appointed as _____ members of the executive board of the foundation. _____

4. Neither may officers of a group company or members of a works council of the _____ company or one of its group companies be appointed board members as referred to in paragraph 1, subparagraphs b and c. _____
5. Members of the executive board shall be appointed for a term of three (3) years. _____ Retiring members of the executive board shall be immediately eligible for _____ reappointment in the manner as referred to in paragraph 1. Members of the _____ executive board may be appointed for at most three (3) consecutive terms of three (3) years. They shall fulfil their function at all times independently and not bound by any instructions. _____
6. A member of the executive board is obliged towards the foundation to perform _____ his/her duties properly. In the performance of their duties, the members of the _____ executive board are guided by the interests of the foundation and the organisation associated with it. _____

Article 4 _____

1. The executive board shall distribute its functions and duties among its members. – The executive board shall appoint a secretary, whether or not from among its _____ members. _____
2. In the event of a member of the executive board being absent or prevented from _____ acting, the duties of the member of the executive board, who was appointed in the way as set forth in article 3 paragraph 1: _____
 - a. under a: will temporarily be performed by the person designated thereto by the chairman of the executive board of the company; _____
 - b. under b: will temporarily be performed by the person designated thereto by the chairman of the supervisory board of the company; _____
 - c. under c: will temporarily be performed by the person designated thereto by the chairman of the works council; _____
 - d. under d: will temporarily be performed by the person designated thereto by the chairman of the foundation Stichting Administratiekantoor Haskoning, or the – successor under universal title ('*onder algemene titel*') to this company, if any; and _____
 - e. under e: will temporarily be performed by the person designated thereto by the chairman of the executive board of the company, _____

and will be charged with the management of the foundation. In the event of the _____ absence or inability to act of all members of the executive board or the sole board-member, the person designated thereto by the chairman of the executive board of the company shall be temporarily charged with the management of the foundation. For the acts of management performed during this period, the designated person(s) are equated with a member of the executive board. If no one has been designated for this purpose by the board, the management will be performed by a person _____ appointed for this purpose by the executive board of the company at the request of one or more interested parties. _____

During the time that there is at most one vacancy, the executive board shall be _____

- deemed to be fully constituted and to continue to have its powers, unless it concerns a resolution as referred to in articles 10, 11 and 12 of these articles.
3. A member of the executive board shall cease to be a member of the executive board:
- a. upon the death of the member of the executive board;
 - b. upon the retirement of the member of the executive board;
 - c. upon the bankruptcy or involuntary liquidation, application for suspension of payments or participation in a debt management scheme, as referred to in the *Faillissementswet* (Bankruptcy Act) of the member of the executive board;
 - d. upon placement under guardianship, as well as upon a court order appointing an administrator over the property of the member of the executive board or part thereof;
 - e. upon removal from office of the member of the executive board by the court in the cases provided for by law;
 - f. upon removal from office of the member of the executive board by the board for serious reasons;
 - g. upon the expiration of the term for which the member of the executive board was appointed;
 - h. upon the loss of the capacity of employee of the company or the group companies of the company, if the officer in question at the time of the appointment was an employee of the company or a group company;
 - i. upon becoming a member of the executive board, the supervisory board, the Executive Council or the works council of the company or one of the enterprises of the company, as well as upon being appointed as Corporate Director or Director Business Unit;
 - j. upon an officer, not being an employee of the company, as yet entering the employment of the company;
 - k. upon a member of the executive board as referred to in article 3, paragraph 1d, no longer being a depositary receipt holder.
4. The executive board of the foundation may, provided with the approval of the executive board of the company, set a remuneration for external members, whether or not together with a reimbursement of expenses incurred by them in the performance of their duties. A remuneration as referred to in the preceding sentence, may expressly not be fixed in respect of the members falling under article 3, paragraph 1, subparagraphs c and d, whether or not together with a reimbursement of the expenses incurred by them in the performance of their duties, subject to the approval of the company's executive board.
5. Adequate time will be allocated for internal board members, at the discretion of the company's executive board, to perform their duties as members of the executive board.

DUTIES AND REPRESENTATION

Article 5.

1. The executive board is charged with the management of the foundation and with the administration of the capital of the foundation. The executive board represents the foundations at law and otherwise.

2. The executive board shall have the power to authorize one of the members of the executive board in individual cases to represent the foundation within such limits as shall be clearly defined in that authorization.
3. The executive board shall have the power to resolve to enter into agreements for the acquisition, disposal and encumbrance of register-bound property, to enter into agreements by which the foundation binds itself as surety or joint and several debtor, warrants performance by a third party or provides security for the debt of another and for the representation of the foundation in respect of such acts.

MEETINGS OF THE EXECUTIVE BOARD

Article 6.

1. The executive board shall meet whenever the general meeting of shareholders of the company is held, prior to that meeting, and, furthermore, whenever and as soon as the chairman or at least two of the other members of the executive board consider this desirable.
2. The executive board meetings shall be convened by the secretary at least fourteen (14) days in advance, including the day of the convening and the day of the meeting. In the event of the secretary being absent or prevented from acting, the executive board meeting shall be convened by a member of the executive board designated for this by the chairman.
3. The notice convening an executive board meeting shall be accompanied by an agenda of the subjects to be discussed. The chairman or two members of the executive board jointly may place subjects on the agenda for discussion. If an executive board meeting is held because a general meeting of shareholders of the company has been convened, the agenda shall also contain the subjects stated on the agenda for that general meeting of shareholders. At the executive board meeting then to be held the executive board of the foundation must at least decide on the exercising of the voting right at that general meeting.
4. The executive board may pass valid resolutions only at a meeting at which the majority of the members of the executive board are present at the meeting in person and at least three-quarters of the members of the executive board are present or represented. A member of the executive board may cause himself to be represented at the meeting only by a fellow member of the executive board holding a written proxy.
5. Insofar as these articles do not require a greater majority, executive board resolutions shall be passed by an absolute majority of the votes cast.
6. Voting at the election of persons shall be by secret ballot. If there is a tie, the proposal in question shall be placed on the agenda of the next executive board meeting. If at that next executive board meeting there is again a tie, the proposal shall be considered rejected. Blank votes and invalid votes shall be regarded as not having been cast.
7. If the period of notice for an executive board meeting was shorter than the period mentioned in paragraph 2 of this article, valid resolutions may nevertheless be passed at that meeting concerning the subjects stated on the agenda accompanying the convening notice, provided all the members of the executive board in office are present or represented at the meeting.

8. Resolutions may be passed at a meeting only concerning subjects stated on the – agenda accompanying the convening notice, unless the resolution is adopted—— unanimously at a meeting at which all the members of the executive board in office are present or represented. _____
9. The executive board may also pass resolutions otherwise than at a meeting, —— provided the proposal in question has been submitted to all the members of the — executive board and none of them has opposed this manner of adopting resolutions and, furthermore, provided all the members of the executive board have informed the secretary or the chairman of their vote in writing and the resolution in question is adopted unanimously. By "in writing" is meant: a message transmitted by letter, by fax or by e-mail, or transmitted by another means electronically, capable of —— being read and reproduced, provided the identity of the sender can be ascertained with sufficient certainty. _____
10. A member of the executive board does not participate in the deliberations and —— decision-making process if the member of the executive board has a direct or —— indirect personal interest that conflicts with the interests of the foundation and the— organisation associated with it. Except in the case referred to in article 9 paragraph 6, the member of the executive board concerned shall be deemed to not be able to act and the provisions of article 4 paragraph 2 shall apply accordingly. _____ Without prejudice to the provisions of the previous sentences, the relevant member of the executive board does have the right to attend the relevant meeting of the — executive board. If, on the basis of the provisions of the first sentences of this—— paragraph, no member of the executive board can participate in the decision-—— making process, the decision shall be taken by the executive board with a written— record of the considerations underlying the decision, except in the situation referred to in article 9 paragraph 6. _____
11. Meetings of the Board may also be held by telephone, video conference or other – audio-visual transmission systems, provided that all participating members of the – executive board can hear each other simultaneously. The provisions of the previous sentence apply mutatis mutandis to the participation of one or more members of the executive board in a physically held meeting. Participating in such manner will be – considered as if the member(s) concerned were present at the meeting. _____

Article 7. _____

If the agenda for a meeting of the executive board contains a proposal relating to a —— member of the executive board, then the member of the executive board in question —— shall be at liberty to leave the meeting room during the deliberations and the voting on— that proposal. If as a result of this, the required quorum is no longer present, the —— resolution to be passed with respect to the member of the executive board in question— shall nevertheless be valid. _____

CAPITAL _____

Article 8. _____

The capital of the foundation shall be formed by: _____

- a. the shares in the capital of the company; _____
- b. the dividend and other distributions received on these shares; _____
- c. funds obtained from the company; _____

- d. any costs of the foundation that are chargeable to third parties; _____
- e. any donations, bequests and testamentary dispositions; _____
- f. revenues of a different nature. _____

FINANCIAL YEAR AND ANNUAL ACCOUNTS -----

Article 9.

1. The financial year of the foundation shall coincide with the calendar year. _____
2. The executive board shall administer the financial condition of the foundation and everything concerning the foundation's activities, as such activities may require, — and keep the books, records and other data carriers pertaining thereto in such — manner that the foundation's rights and obligations can be ascertained at any time.
3. The executive board shall each year within six months after the end of the financial year prepare a balance sheet and a statement of income and expenditure with — accompanying explanatory notes of the foundation and record the same on paper.
4. Before proceeding to the adoption of the documents referred to in paragraph 3, the executive board must have these audited by an expert to be designated by the — executive board. The expert shall report on his audit. _____
5. The balance sheet and the statement of income and expenditure with — accompanying explanatory notes shall be signed by all the members of the — executive board in evidence of the adoption thereof; if any of their signatures is — missing, this shall be stated, giving the reasons. _____
6. The decision to adopt the documents referred to in paragraph 3 also serves to — discharge the members of the executive board for their management during the — past financial year. The provisions of the second sentence and the last sentence of article 6, paragraph 10, do not apply to this decision, therefore there is no — impediment ('belet') to a member of the executive board who has a conflicting — interest with regard to the decision to adopt the documents referred to in paragraph 3, and there is no obligation to record the considerations underlying the decision in writing. _____
7. The executive board shall retain the books, records and other data carriers referred to in paragraphs 2 and 3 for a period of ten years. _____
8. The information stored on a data carrier, save for the balance sheet and the — statement of income and expenditure, if recorded on paper, may be transferred to, and stored on, another data carrier, provided such data transmission is correct and complete and the data are available during the entire required retention period and can be converted into legible form within a reasonable period. _____

AMENDMENT OF THE ARTICLES AND OTHER SPECIAL RESOLUTIONS -----

Article 10.

1. Without prejudice to the provisions of article 11, the executive board shall have the power to amend these articles and to resolve to effect a merger or legal — division/split-off. _____
2. A resolution to amend the articles will not acquire legal effect until the amendment has been confirmed by notarial deed. _____

Article 11

Resolutions:

- a. to dispose of shares held by the foundation in the capital of the company; _____

- b. to grant approval to resolutions of the executive board of the company which are subject to the approval of the company's general meeting under the company's— articles of association; _____
- c. to amend these articles and/or to exercise the voting right with respect to _____ amendments to the articles of the company; and _____
- d. to effect a merger and/or legal division/split-off of the foundation and/or of the _____ company, may be adopted only by a majority of at least seventy-five per cent _____ (75%) of the votes cast at a meeting at which all the members of the executive _____ board are present or represented. _____

WINDING UP AND LIQUIDATION _____

Article 12. _____

1. Without prejudice to the provisions of article 11, the executive board shall have the power to wind up the foundation. _____
2. The executive board shall be the liquidator of the property, rights, interests and— liabilities of the foundation, unless on the adoption of the resolution to wind up the executive board decides otherwise. _____
3. A credit balance, if any, of the wound-up foundation shall be applied in such _____ manner as the executive board shall decide for a purpose which will as best as— possible further the interests of all those employees who at the time of the winding up are in the employment of the company and the enterprises connected therewith in which the company, directly or indirectly, has a controlling interest, the term — 'employees' to be understood to include a circle of former employees to be _____ determined by the executive board, whose employment with the company or one of its enterprises has ended on account of incapacity for work or (early) retirement.
4. After the conclusion of the liquidation, the books, records and other data carriers— of the wound-up foundation shall remain in the custody of the person appointed for this purpose by the members of the executive board for the period prescribed by law. _____