

Main elements contract J.G. Janssen

Date	September 1 st 2017	From	Board of Supervisory Directors
Subject	Remuneration of Mr J.G. Janssen	Telephone	+31 (0) 6 222 11 956
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To *Extraordinary General Meeting of
Shareholders of Heijmans N.V.*

Main Elements in the Contract of Mr J.G. Janssen

Agenda Item 3 of the Extraordinary General Meeting of Shareholders of Heijmans N.V. to be held on October 17th 2017, includes an announcement by the Board of Supervisory Directors of Heijmans N.V. concerning the intention to appoint Mr J.G. Janssen as a member of the Executive Board and CFO of Heijmans N.V. for a period of four years effective October 30th 2017. In accordance with best practice provision II.2.14 of the current Corporate Governance Code – which stipulates that the main elements of the contract of an Executive Board member with the company shall be made public after it has been concluded, no later than the date of the notice convening the general meeting where the appointment of the Executive Board member will be proposed – the main elements in the contract of Mr J.G. Janssen are given below.

Fixed Remuneration

The fixed gross annual salary (including holiday pay) effective upon appointment as a member of the Executive Board is € 425,000 gross per full calendar year. A tax-free expense allowance in the amount of € 5,448 per annum also applies.

Variable Remuneration

In respect of the variable remuneration, reference is made to the principles of Heijmans N.V.'s remuneration policy for members of the Executive Board effective from 01 January 2010, adopted by the General Meeting of Shareholders of Heijmans N.V. on 28 April 2010 (also see the Remuneration Report in the 2016 Annual Report of Heijmans N.V.).

Pension

Mr J.G. Janssen, at his own expense and risk, is responsible for providing for a sufficient pension scheme. In this respect, he will receive a gross payment of € 88,000 per full calendar year effective from the start of his appointment.

Compensation upon Dismissal

In accordance with best practice provision II.2.8 of the Corporate Governance Code, the compensation in case of dismissal amounts to a maximum of one time the annual salary (the 'fixed' portion of the remuneration).

Heijmans N.V.
Rosmalen, September 1st 2017