

BOARD OF DIRECTORS

The main tasks of the Board of Directors are to determine the company's general policy, to approve the strategy and to supervise activities. The Board of Directors is the company's supreme decision-making body in all matters, other than those for which decision-making powers are reserved for the General Meeting of Shareholders by law or by the articles of association. The Board of Directors currently has 15 members. Their professional profiles cover different areas of expertise, such as law, business, industrial operations, banking & investment banking, marketing & sales, HR and consultancy.



Composition of the Board Directors

Bert De Graeve, Chairman
Matthew Taylor, CEO
Celia Baxter ⁽¹⁾
Leon Bekaert
Gregory Dalle

Charles de Liedekerke
Christophe Jacobs van Merlen
Hubert Jacobs van Merlen
Maxime Jadot
Pamela Knapp ⁽¹⁾

Martina Merz ⁽¹⁾
Colin Smith ⁽¹⁾
Emilie van de Walle de Ghelcke
Henri Jean Velge
Mei Ye ⁽¹⁾

⁽¹⁾ Independent Directors

Changes during 2018

On 9 May 2018, the Annual Meeting of Shareholders approved the nomination of Colin Smith for appointment as independent Director on the Board. Mr Smith replaced Alan Begg whose term of office expired and who was not seeking re-election.

The composition of the Board of Directors will change in 2019

The Board of Directors of NV Bekaert SA has announced, on 1 March 2019, the succession plans of its Chairman and Directors of the Board.

- » **Jürgen Tinggren** has been nominated as next Chairman. His nomination for appointment as independent Director of the Board is subject to approval by the Annual General Meeting of Shareholders of 8 May 2019 and will, upon approval, take effect at the close of the Meeting.
- » **Caroline Storme** has been nominated as member of the Board of Directors. Her nomination, too, is subject to approval by the Annual General meeting of Shareholders of 8 May 2019.



The term of office of the **Chairman of the Board, Bert De Graeve**, will expire at the close of the Annual General Meeting of Shareholders of 8 May 2019. After 5 years in the Chair of the Board, Bert De Graeve seeks no re-election for a new term of 4 years.

The terms of office of the Directors Leon Bekaert, Gregory Dalle, Charles de Liedekerke, Hubert Jacobs van Merlen and Maxime Jadot will also expire at the close of the Annual General Meeting of Shareholders of 8 May 2019.

Gregory Dalle, Charles de Liedekerke and Hubert Jacobs van Merlen are candidates for re-election. Maxime Jadot and Leon Bekaert, both having served 25 years on the Board of Bekaert, seek no re-election. Martina Merz, independent Director of the Board, will resign on 8 May 2019, given her recent appointment as Chair of thyssenkrupp AG in addition to other mandates.

The new composition of the Board will reduce from 15 to 13 members. The responsibilities and composition of the Committees of the Board will be determined and announced when the abovementioned nominations become effective.