

Schedule 1 Profile of the Supervisory Board's scope and composition

1 Introduction

This profile was prepared on 2 July 2014 on the basis of article 3.1 of the Supervisory Board Rules, and updated on 14 December 2017, and is made available on the website of IMCD. The terms used in this profile have the same meaning as in the Supervisory Board Rules.

2 Responsibilities

In accordance with Dutch law, the Supervisory Board shall oversee the policies of the Management Board and the general course of affairs of the Company, and shall advise the Management Board in performing its tasks. A more detailed description of the duties and responsibilities of the Supervisory Board can be found in the Articles and the Supervisory Board Rules. In the performance of their duties, the Supervisory Board will act in the best interest of the Company.

3 Profile

The Supervisory Board's scope and composition (and division of duties) shall take into account the nature of the Company's business and its activities:

The Company is internationally active in the distribution, sales and marketing of a wide variety of specialty chemicals whereby the Company has a focus on continuously building enduring relationships with its suppliers and fulfilling customer needs by providing comprehensive technical advice, formulation support and quality assurance.

4 Composition

The composition of the Supervisory Board shall be such that the combined experience, expertise and independence of its members enables the Supervisory Board to best carry out the variety of the Supervisory Board's responsibilities. As a whole the Supervisory Board should have the following qualifications at its disposal:

- understanding of managing large organizations with international activities;
- experience with, and understanding of, the financial administration and accounting, and internal risk management and control systems;
- management strategy experience and understanding of the risks inherent to the Company's business;
- marketing and commercial expertise;
- understanding of the governance structure and relevant regulatory and legal matters in large organisations;



- understanding of shareholder and employee relations;
- awareness of corporate social responsibility issues.

Pursuant to the Articles, the Supervisory Board shall consist of at least five members. The actual size will be determined in line with the required qualifications of the Supervisory Board so its effective and decisive functioning is ensured. Considering the international activities of the Company and diversity in nationality of the Supervisory Board, it is expected that all its members can speak and read the English language fluently.

5 Nomination of Supervisory Board members

In order to come to the desired composition of the Supervisory Board, individual members of the Supervisory Board shall be selected and nominated in accordance with the following selection criteria:

- background/education/training/degrees;
- (international) experience;
- managerial and business skills;
- entrepreneurial attitude;
- appropriate time for preparation and attendance of meetings;
- social capabilities;
- independence.

6 Diversity of the Supervisory Board

In the process of selecting the individual members, the Supervisory Board will strive for a variation of age, gender, expertise and nationality taking the required qualifications of the Supervisory Board as a whole into account. The desired composition includes at least one financial expert.

The Supervisory Board pursues to meet the Dutch legal requirements in relation to diversity. To the extent the Supervisory Board will not be able to meet those requirements, it will be explained in the annual report of the financial year concerned.

7 Assessment

The Supervisory Board shall periodically review if its composition reflects the required qualities as laid down in this profile and if this is sufficient to fulfil its duties and responsibilities under Dutch law. Additionally, the Supervisory Board will monitor this profile and as needed make changes thereto, if so required due to changing circumstances in the Company's markets, business portfolio and/or organisation.

