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THIS DOCUMENT IS ONLY A SUMMARY OF THE TERMS & CONDITIONS OF THE BONDS (THE "CONDITIONS"). CAPITALISED TERMS HAVE THE MEANING GIVEN TO THEM IN CONDITIONS. PLEASE REFER TO THE CONDITIONS FOR MORE INFORMATION.

KEY CHARACTERISTICS OF FUGRO'S EUR 100 MILLION SUBORDINATED UNSECURED CONVERTIBLE BONDS DUE 2024 / PUT 2022

1. General

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|------------------------------|--|
| Issuer | Fugro N.V. (the "Issuer") |
| Rating of the Issuer | The Issuer is not rated |
| Securities | Subordinated, unsecured bonds due 2024 convertible into Conversion Securities (the "Bonds") |
| Rating of the Bonds | The Bonds will not be rated |
| Conversion Securities | Ordinary shares of the Issuer, or, Certificates, for so long as such ordinary shares are represented by Certificates (as defined below) "Certificates" means the certificates issued by Stichting Administratiekantoor Fugro representing ordinary shares in the Issuer, with each Certificate representing one ordinary share ISIN NL0000352565, Bloomberg FUR NA, Reuters FUGRc.AS |

2. Status and Subordination clause

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| Status of the Bonds | The Bonds will constitute unsecured obligations of the Issuer and shall at all times rank pari passu and without preference among themselves and are subordinated in right of payment |
| Subordination | On the occurrence of an Insolvency Event in respect of the Issuer, the obligations of the Issuer to make any payment on or in respect of the Bonds are subordinated to the rights of the Senior Creditors in respect of Senior Debt |

3. Issue details

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| Issue Size | EUR 100 million |
| Launch / Pricing Date | 30 October 2017 |
| Issue Date | Expected to be 2 November 2017 |
| Denomination | EUR 100,000 (the "Principal Amount") |
| Issue Price | 100% of the Principal Amount |
| Use of Proceeds | The proceeds will be offered to the USPP noteholders for early repayment. The Issuer will use any remaining proceeds to repay senior debt |

4. Pricing

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| Coupon | 4.50% per annum payable semi-annually in arrear in equal instalments on 2 May and 2 November of each year, commencing on 2 May 2018 |
| Initial Conversion Premium | 42.5% above the Reference Conversion Security Price |
| Reference Conversion Security Price | EUR 10.4851 |
| Initial Conversion Price | EUR 14.9412 |

5. Redemption features

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| Maturity Date | 2 November 2024 (7 years) |
| Redemption Price | 100% of the Principal Amount |
| Issuer Gross Up / Tax Call | Yes/Yes (at the Principal Amount per Bond plus accrued interest), subject to the right of Bondholders to elect to receive payments net of withholding |
| Clean-up Call | Callable at any time, subject to giving a minimum of 30 days' and maximum of 60 days' prior notice to Bondholders, at the Principal Amount per Bond plus accrued interest, if 15% or less of the aggregate principal amount of the Bonds remains outstanding |
| Investor Put | <p>The Bonds may be redeemed at the option of the Bondholders at the Principal Amount plus accrued interest:</p> <ul style="list-style-type: none">• on 2 November 2022 (subject to a maximum 90 days' and minimum of 45 days' notice to the Issuer) (The Issuer's payment obligation on 2 November 2022 (if and to the extent that the Investor Put option is exercised) shall comprise a Bond Obligation for the purposes of the subordination arrangements described under "Subordination" above); or• in the event of a Change of Control |

6. Conversion features

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| Conversion Rights | Unless previously redeemed, or purchased and cancelled, and subject to the Cash Alternative Election (see below), each Bond will be convertible at the option of the Bondholder during the Conversion Period into Conversion Securities |
| Conversion Period | From the 41st day following the Issue Date until the seventh Conversion Business Day prior to the Maturity Date or, if the Bonds are to be redeemed at the option of the Issuer prior to the Maturity Date, until the seventh Conversion Business Day prior to the relevant date fixed for redemption |
| Change of Control Protection | If a Change of Control occurs, Bondholders will, for a period of 60 days following the Change of Control, have the right to convert the Bonds at the Change of Control Conversion Price |
| Anti-dilution Protection | Standard anti-dilution adjustments dealing with, inter alia, share consolidations, share splits, capital distributions, rights issues and bonus issues |
| Dividend Protection | Full Dividend Protection, by way of adjustment of the Conversion Price |

7. Negative pledge and events of default

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| Negative Pledge | Yes, for subordinated capital markets indebtedness in respect of the Issuer and the Issuer's Material Subsidiaries (as defined in the Terms and Conditions) |
| Events of Default | Yes, in respect of the Issuer and the Issuer's Material Subsidiaries, including a cross acceleration threshold of EUR 15 million |

8. Lock-up and Listing details

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| Lock-up | 90 days from the Launch Date for the Issuer and its subsidiaries, subject to customary exceptions |
| Governing Law | Dutch law |

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| Listing of the Bonds | Application will be made for the Bonds to be admitted to trading on the Open Market (Freiverkehr) segment of the Frankfurt Stock Exchange by no later than 30 days following the Issue Date |
| Security Codes | ISIN: XS1711989928 ; Common Code:171198992 |

9. Banks, Trustee and Agents

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| Sole Global Coordinator & Sole Bookrunner | HSBC |
| Co-Managers | ABN AMRO, ING and Rabobank |
| Settlement Agent | HSBC |
| Trustee | Stichting Trustee FNV |
| Calculation Agent | Conv-Ex Advisors Limited |
| Principal Paying, Transfer and Conversion Agent | BNP Paribas Securities Services |