# PROFILE OF THE SUPERVISORY BOARD OF EURONEXT N.V.

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#### Tasks and responsibilities of the Supervisory Board

The role of the Supervisory Board is to supervise the policy of the Management Board and the general affairs of the Company and its businesses, as well as to assist the Management Board by providing advice. In discharging its role, the Supervisory Board shall be guided by the interests of the Company and its businesses, and shall take into account the relevant interests of the Company's stakeholders. The Supervisory Board shall also have due regard for corporate social responsibility issues that are relevant to the Company's business.

## **Composition of the Supervisory Board**

The articles of association of the Company provide that the Supervisory Board consists of at least three members. Members of the Supervisory Board are appointed by the shareholders' meeting of the Company upon nomination by the Supervisory Board. When nominating persons for appointment or reappointment to the Supervisory Board, the Supervisory Board will focus on - among other things - this profile, the articles of association of the Company, the Dutch corporate governance code, business orientation, expertise, knowledge of and affinity with the Company's home markets and knowledge of international capital markets.

## **Profile of the Supervisory Board**

The composition of the Supervisory Board should reflect general business and supervisory experience as well as experience gained in positions of responsibility in the wider community. Individual members of the Supervisory Board as well as the Supervisory Board as a whole should have specific expertise and experience in the functioning and operating of international capital markets.

In addition to these general skills, the Supervisory Board shall aim to have specific expertise and experience in the following areas:

- finance, financial reporting, control and risk management;
- national and international economics and monetary policy;
- human resources;
- information technology and data processing;
- legislation and regulation;
- financial institutions, banks and brokerage firms;
- institutional and retail investors;
- trading;

- listed companies; and
- asset management and investment banking.

The Supervisory Board may decide that Supervisory Board members should have specific expertise and experience in particular areas. The chairman of the Supervisory Board should have ample experience as a supervisory and executive director and also have a broad social background.

#### **Diversity**

The Supervisory Board aims for a diverse composition with respect to experience, background, age and gender. With respect to gender, the Supervisory Board endeavours to achieve that at least 30% of the members of the Supervisory Board will be men and at least 30% of the members of the Supervisory Board will be women. The qualifications of a particular candidate and the requirements for the position in the Supervisory Board to be filled shall always prevail over any other factors and considerations when filling in a position of the Supervisory Board.

## **Evaluation of and availability of profile**

In consultation with the Managing Board, this profile was approved by the Supervisory Board on 2 April 2014. The profile will be reviewed by the Supervisory Board from time to time taking into account new developments that may give ground to a change to the profile.

The profile is a public document and is available for inspection at the office of the company secretary of the Company and is published on the Company's website.