

ICT Group N.V.

POLICY ON BILATERAL CONTACTS WITH SHAREHOLDERS

1. Introduction

This is the policy of ICT Group N.V. (the "Company") regarding bilateral contacts with shareholders in accordance with best practice provision 4.2.2. of the Dutch Corporate Governance Code, as amended from time to time. This policy was adopted by the management board of the Company (the "Executive Board") on 2 December 2019 and approved by the supervisory board of the Company (the "Supervisory Board") on 9 December 2019.

2. General

2.1. The Company is committed to maintaining an open and constructive dialogue with its shareholders and potential shareholders. The Company aims to keep its shareholders updated by informing them equally, simultaneously, clearly and accurately about the Company's strategy, performance and other Company matters and developments that could be relevant to investors' decisions.

2.2. The Company will act in accordance with applicable rules and regulations, including provisions on price-sensitive information, fair and non-selective disclosure and equal treatment of shareholders that are in the same position.

2.3. Information for shareholders will be made available on the Company's website (www.ict.eu) and/or via press releases.

3. Contacts with shareholders

3.1. Conversations with shareholders will primarily take place in general meetings. In addition to communicating with its shareholders at the annual general meeting and, as applicable, during extraordinary general meetings, the Company publishes annual and semi-annual statements and trading updates, elaborates on its financial results during analyst and investor meetings and it informs investors via its website and/or press releases.

3.2. Events organised by the Company open to analysts and investors, and press conferences shall be announced in advance on the Company's website. Presentations given during these meetings - if any - shall be posted on the Company's website.

3.3. Conversations with shareholders may also be held on a bilateral basis. The subject matter of bilateral communications ranges from individual queries from shareholders to more elaborate discussions following Company disclosures, such as its annual and interim reports.

3.4. The Company will determine at its sole discretion whether to accept invitations to engage in bilateral contacts with shareholders. The Company will take into serious consideration all reasonable requests from shareholders. The Executive Board and the Supervisory Board will take into account the interests of the Company and all stakeholders when deciding whether to enter into a bilateral conversation. The initiative to enter into a conversation with a shareholder can also be taken by the Company.

3.5. The Company may request a shareholder to provide written information prior to a bilateral conversation taking place. This information may include the goal of the conversation, the matters to

be discussed, the opinion of the shareholder on these matters, and information on the shareholder and its interest in the Company.

3.6. The Company is generally represented by the CEO and/or the CFO during these interactions, occasionally supplemented by other members of senior management or a member of the Supervisory Board. The Company's policy is that, where possible, at each conversation with shareholders at least two Company representatives should be present. This could, depending on the case at hand, also be a representation of members of the Supervisory Board without the CEO or the CFO being involved.

3.7. The Company is committed to adhering to its legal obligations relating to confidentiality and the disclosure of inside information and strives to only discuss publicly available information in bilateral contacts.

3.8. Bilateral meetings with shareholders will not be held during "closed periods".

4. Changes to the policy

4.1. The Executive Board is authorised to adopt, revoke and amend this policy, subject to the approval of the Supervisory Board.

4.2. The Executive Board, with the approval of the chairman of the Supervisory Board, and the Supervisory Board, retain the right to deviate from this policy.

5. Contact

For any requests for contact with the Company or any questions about this policy or in relation to the Company's shares, its strategy, activities or financial results, please contact our Marketing & Corporate communications department at ir@ict.nl.

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