

Amec Foster Wheeler plc - CRITERIA FOR SELECTION OF BOARD DIRECTORS

Principles

Amec Foster Wheeler aims to ensure that its selection processes for its Board directors identify individuals who have achieved significant and notable successes in their chosen careers and professions and who possess appropriate insight, qualifications and experience to make a worthwhile contribution to the Board.

In addition, the directors should bring a wide range of skills, diversity in terms of both perspective and outlook, and strength of character to enable meaningful and constructive participation at Board meetings.

The individual directors should possess most or all of the personal qualities and the Board as a whole should collectively be able to demonstrate all the required areas of experience and knowledge below. The selection process should also take account of the significant benefits of all aspects of diversity, including diversity of perspective, knowledge, experience, geographical and cultural background, gender, ethnicity and personal attributes.

Specific Attributes

Personal Qualities

- Relevant academic qualifications
- Integrity and professionalism
- Self assured and confidence in own ability
- Independence
- Ability to work individually and as part of a team
- Commitment and discipline
- Management and leadership experience
- Energetic style
- Ability to develop and maintain good working relationships with other members of the Board
- Understanding of the role and responsibilities of a company director

Experience and Knowledge

- Experience in a business in the same sector, or a sector served by AmecFW, particularly within Oil & Gas, or with a quoted company of a similar or larger size, or in a relevant profession
- A general understanding of AmecFW's businesses and of large projects
- International experience in areas of the world key to AmecFW and multi-cultural experience
- International experience in sales and marketing
- Good understanding of financial reporting and internal control matters
- Good understanding of legal and commercial issues
- Good understanding of ethical issues
- Experience and understanding of corporate finance matters
- Knowledge of government policy and experience of public affairs in relevant jurisdictions
- Experience and understanding of relevant corporate governance requirements
- Experience and understanding of good practice in relation to remuneration policy and practice, succession and organisational design

Recommended for approval by the Amec Foster Wheeler plc Nominations Committee on 30 June 2016 and approved by the Amec Foster Wheeler plc Board on 30 June 2016.