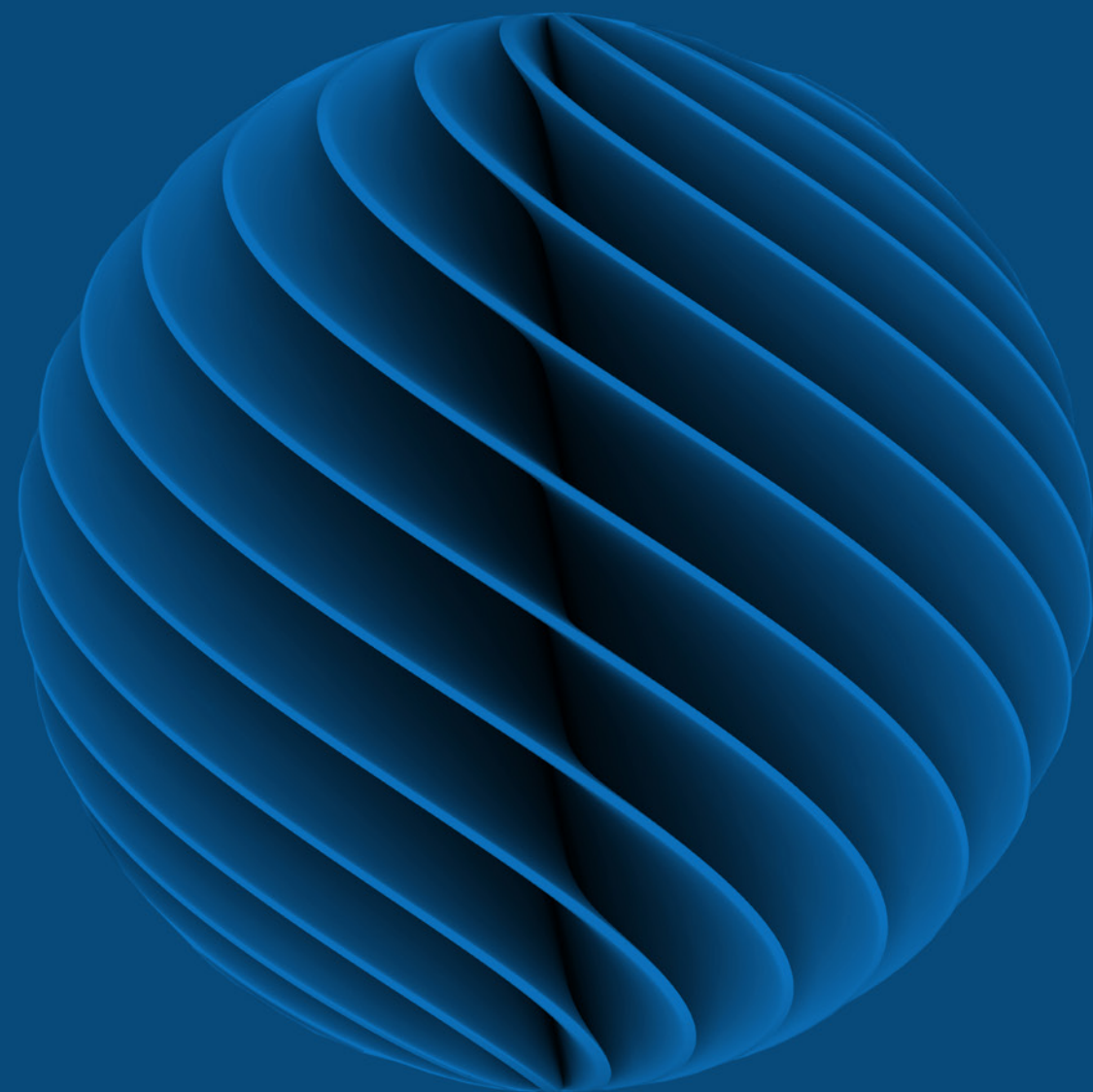


Sustainability & CSR Report 2022

Raising the bar



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Lieke van der Velden

Chris Warner

Sjoerd Meijer

Managing Partners

Foreword by the Board

Be the change you wish to see in the world: it may be one of the most overused phrases about making a difference. But there is truth to be found in every cliché and this one is no exception.

Reaching net zero and implementing a truly inclusive work culture: these are important, long term goals that require our joint commitment and our collective innovative ideas. And there are no shortcuts nor seven-league boots to get us there. Rather, it is about welcoming change, about cultivating an open mindset. Above all, about the willingness of each of us to actually take the small steps and make the smaller and bigger sacrifices that together will raise the bar and lead to meaningful change.

2022 was a year that forced all of us to adapt to drastic change and to find ways to deal with global turmoil. From the Russian invasion of Ukraine and resulting increasing geopolitical tensions to the steep increase in the cost of living, extreme weather events and climate disasters. Amidst these uncertainties we also saw the inspiring willingness of so many to make a positive impact.

As a firm, we navigated this changing landscape together with our clients and our talent. The legal sector does not exist in a vacuum. Regulators and lawmakers continuously formulate and implement new ESG-related rules, regulations and frameworks. NGOs initiate more climate litigation with the aim to force governments and businesses to adhere to or increase their climate ambitions. In all our work, be it transactional, advisory or litigation, we experience a growing demand for ESG-related advice and we believe this trend is here to stay.

Looking back on an extraordinary year we see that the many small steps we took together resulted in real progress – even if we did not always move forward as much or as fast as we would have liked.

In this third Sustainability & CSR Report, we share with you where we stand and where we intend to go. We believe that transparency and accountability are key to bring about change. To give you just one example of a small but important step we took in 2022: although we do not pretend to be climate neutral, we took the decision to fully offset our CO₂ footprint in addition to our emission reduction targets. We intend to continue to do so until we have reached net zero.

Our ambition for 2023 is to keep moving forward together with our committed people and our clients. Impactful change is always driven by the people who are committed to make a difference – or, to finish this introduction where it started: by those who are, indeed, the change they wish to see in the world.

‘As a firm, we navigated this changing landscape together with our clients and our talent.’

Our policy

In 2022, we further developed our Sustainability & CSR strategy and policy. Important steps were increasing cooperation on ESG topics both within and outside the firm, defining targets for our carbon footprint and reduction measures, and implementing our firm-wide Impact Programme for pro bono work and community engagement activities.

Our CSR mission is to ‘Empower the Next Generation’. We believe that by taking responsibility for our actions now, we will leave a better legacy for the future. We use the UN Sustainable Development Goals (SDGs) as a starting point for our actions, focussing on four areas where we believe we can have the most impact: Quality Education (SDG 4), Gender Equality (SDG 5), Climate Action (SDG 13), and Peace, Justice and Strong Institutions (SDG 16). In 2022, we strengthened and expanded our partnerships with respect to the above goals (SDG 17), since we believe that through cooperation we can have greater impact. We have integrated the SDGs into the four pillars of our Sustainability & CSR policy:

Our clients: Climate change and sustainability are high on the agenda for many of our clients, and it is through our client work that we can make the biggest impact. Our Sustainable Business & Climate Change team identifies ESG risks and opportunities and works with clients to develop future-proof solutions to the complex and interconnected challenges inherent in responsible business conduct.

Our people: We educate our talent to become excellent lawyers and professionals. This includes embracing inclusion and diversity in our workforce. The development of soft skills is a key pillar of our talent training programme.

Our operations: We strive to reduce our carbon footprint and integrate sustainability into our business operations firm-wide. In 2022, we set carbon reduction targets: 55% reduction by 2030 compared to 2019 and net zero by 2050. We initiated a roadmap for reducing CO₂ and, as of 2021 we offset our remaining emissions. We also formulated a sustainable travel policy and integrated sustainability into our commuting policy.

Our society: In our Impact Programme, everyone within the firm is entitled to four Impact Days per year to contribute to society through pro bono legal work or community engagement projects that help advance our four focus SDGs.

‘By taking responsibility for our actions now, we will leave a better legacy for the future.’

The Steering Committee, SDG working groups and Pro Bono Committee of the Impact Programme, a dedicated CSR specialist, I&D specialist and the Young Professionals Board (co)develop policies, instigate new initiatives, and coordinate projects and activities. They advise the Board and the Executive Committee. The Brussels and Luxembourg offices have a (Think) Green Committee. In addition, the Brussels office has a Think Inclusion & Diversity Committee and a Think Healthy Committee which advise the managing partners in these offices. All committees are composed of both lawyers and business support professionals, and they collaborate on firm-wide CSR projects.

Since 2021, we have annually reported on our achievements in the field of sustainability. This is our third report; it discusses our sustainability and CSR work in 2022. We describe the progress we made – as well as where we fell short. The report provides an overview of our main firm-wide sustainability and CSR activities and accomplishments and takes into account the issues that are material to our firm. For this report, we did not yet apply an international reporting standard, other than the SDG table. We are preparing for the EU Corporate Sustainability Reporting Directive (CSRD), which came into effect in January 2023. We will be subjected to the CSRD in 2025 (reporting year 2026).

By publishing this report, we aim to ensure transparency and accountability with respect to our policies, actions, and goals in the field of sustainability and CSR. We welcome your feedback and invite you to enter into a dialogue with us about the role we have in society.

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Our clients

In 2022, we saw an uptick in ESG-related advisory work for our clients across all sectors. A major shift is that ESG is increasingly integrated into our clients' strategies and business activities, and no longer a task for experts only - a trend that is here to stay.

ESG factors have become part and parcel of legislation at EU and national level, especially with respect to corporate governance and disclosure requirements. Investors, regulators and society closely scrutinise organisations' sustainability policies and targets and monitor the action taken by businesses to achieve these targets. Climate litigation is on the rise, focussing on parties that may fail to take action. Greenwashing claims can not only damage reputations, but may also potentially lead to litigation.

The financial sector was the first to implement hard and fast rules in respect of ESG, with the introduction of the Sustainable Finance Disclosure Regulation (SFDR) and the Taxonomy Regulation. In 2022, clients in the financial markets came under increasing scrutiny by regulators, who have put ESG and climate risk related supervision at the top of their agendas. Regulators urge for swift improvements in the translation of their ESG strategy into their actual business operations. Failing clear results, the regulators will be likely to resort to more formal regulatory actions against banks, insurers, and pension funds.

More in general, the adoption of the Corporate Sustainability Reporting Directive (CSRD) by the EU in 2022 is but one example. The introduction of the Dutch Corporate Governance Code at the end of 2022 opens the door for accountability of board members for sustainable long-term value creation. The proposed EU Corporate Sustainability Due Diligence Directive (CSDDD) turns soft law requirements with respect to human rights in the value chain into hard law. Prior to ESG due diligence becoming a mandatory obligation, it is evolving into a market-wide best practice.

NGOs continued to use litigation as a means of influencing the climate ambitions and results of both governments and companies. NGOs submitted greenwashing claims against pension funds and banks, required high-emitting companies to publish climate plans (under threat of litigation), and held their directors personally liable for failing to properly prepare for net zero.

Jens Mosselmans

Partner Public & Regulatory

Brussels office



The Blue Deal

"Water management is a topic of increasing environmental and political concern. In 2022, the Flemish government launched the Blue Deal, an ambitious plan to combat water scarcity and drought. Part of the Blue Deal is 'Flanders WaterProof': three large-scale 'demo sites' challenging the existing water management system through public-private participation projects. One of these demo sites is the 'KlimaatPlassen' or climate lakes project. In this project, we assist an international sand extraction company in its negotiations with the Flemish government. Our client puts its sand quarries at the disposal of the Flemish government to buffer water during wetter periods in order to improve water availability during drier times. The 'lakes' offer huge potential for water management. It is exciting to contribute to this innovative ESG project that is the first of its kind. It illustrates how climate adaptation can be realised through the combined power of public authorities, the private sector, and research institutes."

The next topic on the regulation and litigation agenda is biodiversity. One example is the nitrogen crisis in the Netherlands and increasingly in Belgium. This has a significant impact on the agricultural and construction sectors. In 2022, the 'Porthos' ruling of the highest administrative court in the Netherlands put an end to the construction exemption related to nitrogen. As a result, every single construction project requires an individual assessment of the nitrogen effects in the construction phase.

Expanding our ESG work

We believe that, as a firm, we have a responsibility to play our part in the transition towards a more sustainable economy. Our clients ask us to help them navigate the ESG developments, implement their ESG goals, assess the risks, and adapt to what lies ahead.

In addition to our core legal work, we serve our clients in various ways:

- Bring corporate law, financial law, regulatory, energy law, real estate law, tax and corporate governance experts from across all our offices together in our Benelux Sustainable Business & Climate Change team to exchange insights in a cross-sectoral and cross-expertise way to address the often complex and multidisciplinary issues.
- Share our knowledge, for instance through our semi-annual ESG webinars, client round tables, and participation in domestic and international (panel) discussions. This includes panel positions at conferences such as the Peace Palace conference on climate change and international law in The Hague and the IBA ESG conference in New York.
- Enter into ESG-related partnerships to help bring about positive change and actively contribute to these partnerships, for instance through events and panels. This includes working together with MVO Nederland, the Dutch network organisation for sustainable entrepreneurs, and participating in the Climate Tables of Jurist Doet WAT, the Dutch sustainability initiative for lawyers.

ESG and sustainability are no longer periphery issues, if they ever were. They are increasingly becoming a key topic for every company, in every sector. In 2022, practice groups throughout NautaDutilh therefore accelerated their focus on ESG. We undertook several actions to further drive this development:

- Streamline our focus on (1) hydrogen as a means for greening the economy and (2) environmentally highly regulated sectors (such as the chemicals sector) in dedicated teams.
- Organise bi-weekly ESG Talks for all colleagues to make the knowledge and insights gained in this field more easily accessible for everyone.

A multidisciplinary approach
In 2022, non-committal conversations on ESG issues increasingly shifted to advisory work. ESG performance is becoming a point of focus in the selection of business partners - in the context of an investment, a transaction or an important contract. In addition, against the background of an increasingly litigious ESG landscape, it is important for clients to understand their ESG-related liability

and litigation risks. In this chapter, we highlight some of the work we did across sectors and areas of law.

- Financial sector**
- Our advisory work included translating the continuously changing regulatory landscape to our clients’ practice and products and advising on how to prepare for and implement upcoming regulations. For instance, we advised on SFDR-related ESG disclosures, the implementation of the Taxonomy Regulation, and the assessment of real estate portfolios in that context.
 - We advised leading banks and insurance companies regarding their ESG strategy.
 - We assisted our investment fund, asset management and pension fund clients in their positioning in the ESG spectrum and the mandatory and voluntary ESG-related disclosures.
 - We assisted the NVB, the Dutch Association of Banks, in preparing their response to the CSDDD consultation.

Marieke Faber

Partner Dispute Resolution

New York office



EU-US dialogue on ESG

“During my stay in the US, I learned a lot from, and tried to contribute to the EU-US dialogue on the topic of ESG, with a focus on climate change-related litigation and advice. The EU is at the forefront of climate change-related regulations and litigation. These developments are also relevant to US companies doing business in the EU. At the same time, developments in the US such as the Inflation Reduction Act affect EU policies and priorities. This interplay is as interesting as it is important: there are mutual lessons to be learned. I have found that in this dynamic space, where much is still uncertain, people are eager to exchange perspectives. And I think this exchange helps to drive change. In addition to many informal conversations with US peers and clients, I have had the opportunity to speak at numerous conferences, events and academic institutions, sharing and gaining insights at the same time. A win-win situation.”

Our ambition for 2022 Our progress in 2022

ESG client work	
We incorporate sensitivity for ESG awareness and risks and opportunities in our work for, and in the minds of, clients. We do this through our client work and through knowledge sharing sessions.	– Focus on hydrogen developments in the Netherlands and Belgium with a dedicated team, round tables and blogs.
	– Initiated biannual webinars to update Dutch-based clients on recent ESG developments.
	– Panellist and speaker positions at more than 20 (inter)national ESG-related events and conferences, in both Europe and the US.
Internal awareness and expertise	
We create more ESG awareness and expertise amongst our lawyers and business support professionals through training sessions.	– Initiated interviews with partners from all relevant practice groups on ESG.
	– Initiated ESG Talks: internal webinars on ESG developments and business for both lawyers and business support professionals.
	– Involved working students in ESG projects.

Mauricette Schaufeli

Partner Competition

Amsterdam and Brussels office



Competition law and sustainability

"In the transition to a greener economy, companies may be faced with obstacles created by competition law. While cooperation between competitors may be efficient – and sometimes key – in view of significant investment costs, such cooperation may entail the risk of violating competition laws and fall under the cartel prohibition. The good news: cooperation is possible – if you structure it properly. Competition authorities recognise their broader social responsibility and consider facilitating the energy transition one of their top priorities. Sustainability partnerships may for instance benefit from an exemption from the cartel prohibition. In fact, sustainability agreements aimed at promoting product quality, product diversity or innovation will, in most cases, actually promote competition. The Netherlands Authority for Consumers and Markets (ACM) is more than willing to discuss proposed sustainability initiatives and offers informal guidance. While the ACM will not tolerate the greenwashing of disguised cartels, there is room for competitors to cooperate in the pursuit of sustainability objectives."

Litigation

- We assisted clients in preventive assessments on ESG-related liability and litigation risks, including directors' liability.
- We assisted several clients, including a Dutch pension fund and a large company in the agrifood sector, in drafting their climate policy and advised them on climate liability issues. Such advice may include the assessment of existing fossil fuel portfolios or climate targets and reduction pathways (including scope 3 emissions).
- Our Dispute Resolution team is among the leading ESG litigation experts in the Benelux.

Corporate law and M&A

- We developed an ESG audit, in which we advise our clients on risks and opportunities relating to ESG regulation that is relevant to their business. This helps businesses to become aware of their own ESG performance and understand the ESG performance of their value chain.

- In M&A transactions, we offered ESG due diligence as an add-on to the regular legal due diligence of the acquisition target. It assesses the target's ESG performance in relation to the applicable legal framework, including future regulation and soft law.

Energy sector

- We provided comprehensive multidisciplinary advice to clients in the transition to a low carbon economy, taking into account energy law, regulatory (e.g. EU ETS, health and safety requirements and environmental regulations), real estate law and project finance law aspects, for instance:
 - on the use of the carbon takeback obligation instrument;
 - on the implications of the Dutch carbon tax bill; and
 - on renewable jet fuel and wastewater treatment projects.
- To further the development of a hydrogen economy in the Netherlands and Belgium, we brought together stakeholders from across the value chain, for instance during informal get-togethers and round tables aimed at the exchange of expertise and experience.

Moving forward

Our main focus for 2023 is to expand our ESG advisory and litigation practices. We believe that the acceleration we are witnessing in the field of ESG legislation and litigation offers opportunities, but also increases businesses' potential liabilities and reputational risks. We believe that cooperation, within and outside the firm, is key to help drive the transition. Therefore, we will continue to share our insights and reflections through seminars, round tables and updates, further expand the ESG expertise within all of our practice groups, and proactively include ESG-related advice in our client work.

'ESG and sustainability are increasingly becoming a key topic for every company, in every sector.'

Facts + figures

Our clients

40

Lawyers directly affiliated to the Benelux Sustainable Business & Climate Change team

3

Round tables with clients and other stakeholders on hydrogen related topics

22

Informal conversations on ESG with US peers and clients

15

Participations as a speaker or panelist in (inter)national ESG-related events

160

Companies participated in CSRD training (with MVO Nederland)

10

ESG-related talks for colleagues

Agent of Change

Demonstrating commitment

Michaëla Ulrici regularly speaks to financial institutions on the broad spectrum of ESG challenges, such as balancing climate commitment with core functions.

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As ‘a gatekeeper’, the financial sector plays an important role in the ESG transition. Therefore, lawmakers, regulatory bodies and other stakeholders require financial institutions to focus on long-term value creation and sustainability in their strategy and governance, in addition to understanding the environmental, social and governance risks in their chains. This is accompanied by a flood of European ESG regulations. “What started as another regulatory requirement has become an important intrinsic part of our clients’ strategy.”

Michaëla Ulrici leads NautaDutilh’s Financial Sector team, and frequently speaks to our financial clients on the broad spectrum of ESG challenges. “All our clients set the bar high, while they struggle with regulatory ambiguity and limited availability of data on sustainability risks. Financial clients require information on ESG performance from their clients or investments, but much information at the investment level is simply not available, or at least not yet. The combination of standards not yet being set and unambiguous definitions has made this a challenge these past years, and I am afraid this will not drastically change any time soon. Moreover, the urgent need to be compliant can run counter to the impact financial institutions would like to make.”

Playing safe can hold us back

“The clients I meet with see the need to maximise their impact as much as possible, but also feel the constraints. If you can be held liable for setting goals which later on appear to have been too ambitious, playing safe becomes the default option. Good governance means taking into account all potential reputational and litigation risks. Financial institutions are balancing a number of themes that require their urgent attention: sustainability and ethical dilemmas, as well as increasing regulatory and administrative obligations and the consequences of ever-expanding digitalisation. So I understand the boards’ dilemmas as they have responsibilities vis-à-vis all stakeholders. At the same time, I personally feel we can’t be ambitious enough when it comes to ESG. It sometimes feels like an impossible split. In the end, we all lose as a society when we risk to miss out on the ‘explore, try and fail and try again’ processes that are needed to stop climate change and meet the Paris goals.

What I sometimes find even more frustrating, is that regulations do not necessarily have the best effects. For example, in case of residential mortgage lending, a bank gets a better regulatory capital treatment if it supports a consumer to get from energy label B to A. This is an excellent incentive. However, there is no reward for supporting the home owner to improve from energy label F to B, which would of course have a larger impact in terms of sustainability. It may simply not be possible to get an old house to A, but getting to B already is a great step forward. Unfortunately, it’s not easy or straightforward to get this changed at European Union level. We are now missing out on these opportunities, which are sometimes even low-hanging fruit. Getting to the best results for our future requires all carrots and sticks available.”

Shaping the path together

“NautaDutilh advises the financial sector across the board, and has experience and insights across the entire spectrum of ESG topics,” Michaëla stresses. “We include the ESG perspective in all areas of law which we practice. Whereas ESG started as a niche topic, it is now part of every counsel’s toolbox. As it should be. Given that this area of law is still developing and not much is set in stone yet, we have established a multidisciplinary team of top experts. We feel that an interdisciplinary look in this phase is the best possible approach, and allows to take the continuous change into account. The continuous



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‘Whereas ESG started as a niche topic, it is now part of every counsel’s toolbox.’

change also makes that we work closely together with the legal teams and the business to exchange views and experiences and to explore the best solutions. All joints and bolts must fit: the regulations, the supervisory framework, and the execution. It is a joint effort to implement the complex and sometimes ambiguous regulations and guidelines, and to pave the way for bringing about changes.

Within our firm, we constantly deepen and broaden our ESG expertise. Our clients expect us to be on top of things, but also accept that we cannot always provide ready-made solutions on ESG. They expect consistent high quality, and at the same time experience this as a shared journey wherein it is good to explore with each other regularly.

This makes our work extra fun, because even more than usual, we form a team with our clients. A team that gets the wheel turning and shapes the path together in an environment where a lot is still unclear.”

Climate commitment

Michaëla notes that for financial institutions, balancing climate commitment with core functions such as providing access to the capital market can be challenging. “Legally, saying goodbye to certain clients as part of the ESG policy is not always possible. Our interdisciplinary teams spar with clients on all aspects of such issues. This ranges from one-on-one discussions to round tables. We also work together with our clients on ‘pre-lawyering’: what can you do today to prevent potential issues tomorrow? Of course, clients have differences in focus, and there are different speeds, depending on the size, strategy and client base of the institution. The areas in which momentum is or can be gained vary from one bank to another. For certain banks, ESG is a more prominent element of their strategy. Nevertheless, we see little difference in the intensity with which financial institutions are working on ESG challenges.”

Greenwashing

“An important part of our work is to help clients shape their sustainable ambitions without increasing litigation risks. Greenwashing cases will surely emerge in the Netherlands: the question is not ‘if’, but ‘when’ – and ‘how many’. As the legal landscape continues to change and ambitions are set, litigators who provide their experience and insights in the latest developments have become core members of our team.”

The Sustainable Finance Disclosure Regulation (SFDR) should make it easier for investors to find their way around the extensive range of sustainable products on offer. “It is not yet fully clear what constitutes a sustainable investment under the SFDR, and this complicates the implementation of these disclosure rules,” Michaëla thinks. “Being too ambitious can have far-reaching consequences. We see that many financial market participants now choose for the Article 8 or ‘light green’ option, though they already meet or largely meet the strictest social and sustainability requirements for Article 9 or ‘dark green’ classification.



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‘We see little difference in the intensity with which financial institutions are working on ESG challenges.’

Potentially impactful regulations concerning due diligence and chain liability are also on the horizon. The European Corporate Sustainability Due Diligence Directive (CSDDD) forces companies to take measures to reduce or eliminate the negative impact of their activities on human rights and the environment. This raises questions such as: what requirements should fund managers set for their investments?”

Taking responsibility

‘Raising the bar’ is a theme that Michaëla finds eminently applicable to the ESG transition in the financial sector. “The sector has accepted the challenge and shown its willingness to take responsibility for driving the sustainable transition. The focus on the ‘S’ in ESG – think of topics such as human rights, diversity and inclusion – is increasing as well. Especially in an uncertain and constantly changing playing field, we consider it key to continue to deliver a high level of quality across all our teams, which are more interconnected than ever. It goes without saying that this includes investing, together with our clients, in shaping ESG policy and what this means in practice.”

Michaëla Ulrici

Michaëla Ulrici is chair of NautaDutilh’s Financial Sector team, and co-chairs the Dutch Structured Finance team. She also is a board member of Prime Collateralised Securities, a non-profit project to develop a label for high quality securitisations. Furthermore, she is a supervisory board member of Meervaart theatre, and JINC, an organisation that helps young people from socioeconomically disadvantaged neighbourhoods get off to a good start on the labour market.

Géraldine Léonard

Partner Investment Funds

Luxembourg office



Implementing sustainability-related disclosure

To achieve the green ‘gold standard’, investment fund managers have to ensure they stay on top of new regulations – and meet increasingly stricter obligations. “The EU Sustainable Finance Action Plan aims at fostering environmental and social considerations in investment decision-making, leading to increased investments in longer-term and sustainable activities,” says Géraldine Léonard, partner at NautaDutilh and head of the Luxembourg Investment Funds team.

“As part of this sustainable finance package, the EC has introduced regulations that directly impact asset managers, the main one being the Sustainable Finance Disclosure Regulation (SFDR). The SFDR imposes standardised transparency obligations on the extent to which financial products consider ESG characteristics, invest in sustainable initiatives or have sustainable objectives. The overall SFDR objective is to make an informed choice when investing in investment funds and to tackle greenwashing.

SFDR-related disclosure requirements were supplemented in 2022 and 2023 by the integration of clients’ sustainability preferences under the MiFID II suitability requirements and the additional disclosure requirements imposed by the EU Taxonomy Regulation. This Regulation establishes the criteria for assessing whether an economic activity can be considered environmentally sustainable.”

Géraldine specialises in legal and regulatory matters related to Luxembourg-based investment funds and their managers. “Our practice covers the whole life cycle of investment funds, as well as the regulatory aspects relating to their authorisation, licensing and organisation. Over the past three years, we have helped clients implement the mandatory sustainable finance disclosure obligations. This is complicated by the two-year gap between SFDR reporting obligations and obligations arising from the Corporate Sustainability Reporting Directive (CSRD), and the accompanying shortage and lack of standardisation of corporate ESG data.

The SFDR requires managers to assess and disclose how sustainability risks are considered in their investment processes, and how they take (possible) negative effects on sustainability into account in their investment decisions. It was rolled out in two levels of regulations. We helped our clients to ensure compliance of their precontractual documentation at each implementing phase. In practice, we see that these regulations have actually led investors to favour investment in greener or ESG-driven funds. This has raised the bar for financial product providers in terms of integrating environmental criteria and objectives into their products to meet the investor’s sustainability appetite.”

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Our people

At NautaDutilh, we want to empower everyone within our firm to make a meaningful contribution. In an organisation and an environment where we are confident that we will have opportunities to grow, participate and be heard, where we are compensated fairly, and where each of us can excel. Knowing that our contribution is valued and that our work matters is what enables us to raise the bar together.

We are committed to fostering an inclusive and safe environment, in which each of our colleagues can bring their whole selves to work and is respected and recognised as a valuable participant in our firm.

Inclusion & Diversity (I&D) is more than policies, programmes, or headcounts. The data on diversity are nonetheless an important indication of where we stand. Our aim is to have a balanced gender ratio at all senior levels (i.e. partners and counsels, and directors and managers within our business support teams) and 20% cultural diversity firm-wide by 2025.

We achieved an increase of the female-male ratio of nearly 30% compared to 2021. At the end of 2022, our male-female ratio at senior level was 40% female – 60% male, compared to 31% versus 69% in 2021. We made this positive shift in 2022 partly thanks to the hiring of more women at senior level than men and appointing more female partners than male (eight compared to four). Due to regulatory restraints, we do not yet have data on cultural diversity. We are currently reviewing how we can collect these data.

In 2022, we appointed a dedicated I&D specialist. She initiated a three-year roadmap (2023-2025) in which we build on our I&D approach in previous years. We will focus on reviewing our goals and strategy, raising awareness, initiating I&D initiatives, and monitoring our results.

While the data show that we are on the right track, we realise that we still have steps to take to become a truly inclusive organisation in which the processes for fostering inclusion are an integral part of how we work together across the whole firm. What this entails in practice will continue to change, given the fact that what inclusion means at a given point in time will keep evolving because of social developments.

‘Knowing that our contribution is valued and that our work matters is what enables us to raise the bar together.’

Andjenie Cheng-A-June

I&D Specialist

Amsterdam office



A place of belonging

“In 2022, I started in this new position at NautaDutilh. My message to colleagues is that changes are made together. It starts by talking about and valuing both our differences and similarities. Through this dialogue, we can create understanding. The fact that you have never experienced exclusion or racism does not mean that it does not exist. Perhaps you can empathise, but you will never feel what someone else is feeling. In my view, it is important to be aware of your own background and worldview, to put yourself in someone else’s shoes. To this end, investing in education is key. Another important aspect is intersectionality, or how the different dimensions of someone’s identity affect the position they are in. By taking this as a starting point, you create the space to invest in equity: equal opportunities based on varying needs. Connecting and celebrating differences provide a place of belonging. For me, that is what inclusion is about.”

Setting the tone

Setting the tone starts at the top. In addition to female partners in our board of management and female heads of staff in our Executive Committee, three of our offices - London, Luxembourg and New York – are led by female managing partners: Willianne van Zandwijk, Josée Weydert and Elizabeth van Schilfgaarde respectively. The male managing partner of our Brussels office, Dirk van Gerven, is an outspoken I&D advocate.

In 2022, we appointed two partners, Petra Zijp and Geert Raaijmakers, as Inclusion Partners. Their role is to contribute to furthering inclusion and diversity within our firm and the legal sector. An inspiring example of how this can take shape was Petra's call to action on social media in November 2022 to give talented female dealmakers the opportunity to shine, after publication of the shortlist for the 2022 Dutch M&A Awards, where out of the 42 nominees, 41 were men. Following up on the many reactions on social media, NautaDutilh organised a round table

Michelle Meevis

Associate Corporate M&A

Rotterdam office



Contributing to a sustainable future

“In 2022, I applied for a position as ESG working student within NautaDutilh's Chemical team. The position really appealed to me. I studied ‘International Business Law: Climate Change and Corporations’ at the Vrije Universiteit in Amsterdam and wanted to contribute professionally to a sustainable future. I had already completed a legal sustainability internship at Utility Support Group on the Chemelot site. As an ESG working student at NautaDutilh and subsequently as an ESG consultant at Nobian, I further explored the opportunities and challenges for the chemical industry in the sustainability transition. This also requires navigating the dynamic and complex regulatory framework of the European Union. From a legal perspective, I find this very interesting. The industry plays a pivotal role in developing more sustainable materials and promoting circularity and has to minimise its own environmental footprint by adopting cleaner and more energy-efficient processes. In my current role as a lawyer in Corporate M&A, I am excited to continue to support clients in this journey.”

in February 2023 with a panel of business leaders to discuss what we can do together to make the legal sector more diverse and inclusive.

We have several other I&D trailblazers in the firm. For instance, our Brussels office has an active Think Diversity Committee, which organised numerous awareness-raising activities in 2022. Examples are training sessions for HR professionals and partners to improve the recruitment process and workplace inclusion, screening of a renowned film on the position of women, and retaining the Diversity Label of the Brussels Minister of Employment.

I&D is one of the main topics on the agenda of our Young Professionals Board, in line with the interest in the advancement of inclusion among our millennial and Gen Z colleagues. In 2022, one of our senior associates (co)developed and organised ‘How to create an equal, safe and inclusive working environment’ workshops for teams in our Amsterdam and Rotterdam offices. We also continued organising gender-inclusive language workshops and workshops about diversity, equity & inclusion in the workplace for our colleagues, clients, and other law firms. We find it important to also use the law as an instrument for positive change in the field of I&D through our pro bono work (for an example of our work, see the text box on the discrimination of same-sex couples, in the chapter Our society).

Our fringe benefits should also reflect our commitment to inclusion. In 2022, we expanded our parental leave and birth leave policies for all colleagues under a Dutch employment contract to all parents, regardless of gender or family composition, and formally included gender affirmation leave in our leave policy.

‘Inclusion & Diversity is more than policies, programmes, or headcounts.’

Our ambition for 2022

Inclusion and diversity

We embrace inclusiveness and lead a series of initiatives aimed at various forms of diversity.

Our targets for gender diversity are:

- a 50/50 male/female talent pipeline;
- a 50/50 male/female ratio at all senior levels by 2025; and
- a male/female ratio on the Executive Committee, including the board members (in 2021 5:3), and on the TAC, our supervisory board, (in 2021 4:2) that is greater than the male/female ratio in the partnership in 2021 (3:1).

Our progress in 2022

- appointed two Inclusion Partners.
- appointed a dedicated I&D specialist.
- initiated round tables with peers and clients on creating a more inclusive M&A sector.
- the male/female talent pipeline ratio was 50/50%;
- the male/female ratio at senior level was 60/40%; compared to 69/31% in 2021. From 2023, we choose for a more nuanced approach: our target for gender diversity at all senior levels is at least 40% men and at least 40% women. 40% is above the minimal impact threshold of 33%, and allows for gender neutrality and a female/male ratio exceeding 50%.
- the male/female ratio on the Executive Committee was 5:2;
- the male/female ratio on the TAC was 4:2; and
- the male/female ratio in the partnership was 3:1.

Target for cultural diversity is to have 20% of people with a different cultural background in 2025.

- no figures available. We are developing a system to collect data, within the boundaries of privacy legislation.

Trainings, workshops, and other activities support those aims.

- developed and organised the workshops ‘How to create an equal, safe and inclusive working environment’ and ‘gender-inclusive language’ for colleagues, clients, and other law firms.
- developed a more inclusive recruitment process through training and new recruitment channels.

Training and development

CSR is part of our training and development programme.

- integrated information about our CSR policy and activities into our onboarding programme.
- provided internal training through ESG Talks.

Fringe benefits

CSR is part of our fringe benefits.

- sustainability integrated into our new commuting policy.
- parental leave and birth leave policies expanded to all parents, regardless of gender or family composition (for all colleagues under a Dutch employment contract).
- gender affirmation leave formally included in our leave policy.

Performance assessments

We value CSR work in assessments.

- impact hours taken into account for billable target.
- other CSR activities valued in the bonus calculation.

In 2022, we also took steps to create a more inclusive recruitment process. We provided training and guidance and expanded our recruitment channels. We are in the process of reviewing the current recruitment process in the Netherlands to make sure we tackle blind spots and bias. We also joined Bridges Network, an initiative of several lawyers and professionals at commercial law firms in the Netherlands aimed at strengthening the connection between law students from bi-cultural backgrounds and employers in the legal sector.

The person behind the professional

Our firm is home to the brightest legal minds and highly ambitious business professionals. They are our most valuable assets. We invest in the development of entrepreneurial and leadership skills of our legal and business talent in order to serve our clients to the best of our abilities. This includes offering a wide range of webinars and other training sessions for everyone at NautaDutilh that address the challenges in various stages of life, from young parenthood to

menopause and from mindfulness to energy management. We believe that such programmes in combination with intervision groups increase the power of our collective.

In 2022, we started to see the results of our talent development programme (TOP) for partners which we initiated in 2021. An increasing number of partners participated in the programme, and this helps to create a new leadership language within the firm. As part of the programme, participants are taught to talk about their own background and beliefs, to experience and learn to appreciate the differences between them.

During the three-day masterclass organised by our Recruitment team for Dutch law students, the most important annual recruitment event for our firm in the Netherlands, we focus on ensuring that we welcome a more diverse group of participants. During the masterclass, the participants work in teams, and experience first-hand that diverse teams deliver more creative and better solutions.

Next stage of inclusion


Our main I&D focus for 2023 is on investing more in cultural diversity. This includes raising awareness on cultural sensitivities and differences. A baseline measurement regarding our workforce diversity will help us gain insight in how to realise our I&D ambitions. We are therefore working on a suitable method of collecting I&D data (based on multiple diversity factors through an intersectional lens). In addition, we will also continue to support the queer community and look into neurodiversity topics.

‘We invest in the development of entrepreneurial and leadership skills of our legal and business talent in order to serve our clients to the best of our abilities.’

Boudewijn Smit

Senior Associate Banking & Finance

London office



Championing I&D initiatives

“I am proud to champion our diversity, equity, and inclusion initiatives, including the development of our workshop on creating an equal, safe, and inclusive working environment. Through this workshop, we have empowered our colleagues to recognise transgressive behaviour, such as for example microaggression, and take appropriate action using the 4-D approach of delay, distract, direct, or delegate. By discussing different scenarios, we have facilitated meaningful conversations among colleagues that help create a workplace where everyone feels supported and respected. I believe that championing I&D initiatives is a responsibility we all share as members of this firm. I am honoured to contribute to NautaDutilh’s reputation as a trailblazer in I&D, and I remain committed to creating a culture where every person feels valued and empowered. Together, we can build a workplace where diversity is celebrated, inclusion is the norm, and equity is a reality.”

Facts + figures

Our people

65

Percent participation rate in employee survey

56

Percent of the Luxembourg partners are female (compared to 25 percent firm wide)

8

New female partners appointed (and 4 male)

8

NautaDutilh teams participated in the 'How to create an inclusive work environment' workshop

12

In-company workshops for clients on inclusive language

11

Percent of entitled employees who took family-related leave (59% F - 41% M)

Building credibility

Looking at the social developments in Belgium, Dirk Van Gerven sees that financial service companies have committed themselves to setting objectives, taking concrete action, and achieving targets.

G

Good governance is a matter of people. Human values, competencies and behaviour determine the long-term success of companies. In order to be able to manage this, it is important that there is a clear policy that is consistently communicated and complied with. “At NautaDutilh, you notice that everyone endorses and believes in our policy. And that we work together to build a respectful culture in which gender equality, diversity and inclusion are self-evident. Clients see this and are increasingly taking it into account in their choice for our firm as a partner for ESG issues.”

Dirk Van Gerven specialises in corporate and financial law, and regularly publishes on topics relating to corporate and financial law and arbitration. In addition to handbooks on associations, foundations, companies and legal entities, he wrote a book on gender equality of people during their professional careers. He is an outspoken advocate of equality. That is why Dirk, as Managing Partner of NautaDutilh Brussels, is committed to offering equal opportunities to people in all their diversity.

Closing the gender gap

“Diversity is about visible and invisible differences between people. These differences make us stronger and better, and can be optimally utilised in an inclusive culture. I am also committed to diversity in our office, including through the Think Diversity & Inclusion Committee. One of our initiatives is the cooperation with JUMP, a social enterprise that focuses on closing the gap between women and men in the workplace. Together with JUMP, our lawyers and business support professionals perform legal assignments for, for example, government institutions. They do this with great enthusiasm.

What I think is also great and proof of the success of our I&D initiatives is that NautaDutilh was the first law firm in Brussels to be awarded the Actiris diversity label. The Brussels Minister of Employment annually awards this recognition to employers who recognise, respect and appreciate the differences in the professional environment.”

“NautaDutilh’s policy on diversity, equality and inclusion is working two ways,” Dirk thinks. “It gives direction and invites you to take a critical look at yourself and continue the dialogue. You can reach a consensus because everyone adopts equal values and acts in accordance with those values. This creates a corporate culture that everyone contributes to, and that is also propagated to candidates who are applying for a position with us. Moreover, clients see what is happening in the firm. They consider NautaDutilh to be a law firm that feels very strongly about its values. As a result, they know that they can engage us for all legal aspects of ESG and compliance.”

Long-term value creation

Looking at the social developments in Belgium, Dirk sees that sustainability is increasingly considered to be part of good governance. “Belgian companies often record environmental, social and governance issues in their strategies. How much attention these topics receive depends on the involvement of the directors. Since the arrival of the third Belgian Corporate Governance Code in 2020, sustainable value creation has been regarded as the ultimate goal of good governance.



‘Long-term value creation and innovation are coming ever closer to each other.’

The 2020 Code explicitly emphasises responsible behaviour at all levels of the company and permanent attention to the interests of the stakeholders. In addition, more explicit expectations are formulated with regard to diversity, talent development, and reporting on non-financial themes. The emphasis on long-term value creation as a guiding principle has been extended to the remuneration policy: directors must receive part of their remuneration in shares.

Our office in Brussels has some 80 lawyers who work with the top of the Belgian companies and multinationals. We focus on specific sectors, which enables us to provide solutions based on thorough market knowledge. For the 2020 Code, we advised our clients on the necessary adjustments, such as the introduction of a dual governance model, with a fully separate supervisory board and board of directors.”

Social duty of care

“In addition, we advise in areas such as the management of the board of directors, the relationship with the shareholders, communication with shareholders, and corporate governance charters. Clients also frequently consult us about the audit function and the risk function. In my work, governance is closely related to compliance with all applicable laws and regulations and the internal policy.

The 2020 Code is particularly strict for the banks, insurance companies and other financial institutions supervised by the National Bank of Belgium. As part of the Corporate Sustainability Reporting Directive (CSRD), large enterprises will also be obliged to report on their sustainability policy and the impact of their activities on people and the environment. Furthermore, they will be confronted with the Corporate Sustainability Due Diligence Directive (CSDDD), which obliges them to centrally tackle negative effects on human rights and the environment in their value chain.”

Liability risks

“More and more companies have to comply with the EU requirements for non-financial information provision and management, and are moving towards a social duty of care. Directors’ and officers’ personal liability for errors has always played a role in this, but is largely covered by directors’ and officers’ liability - or D&O - insurance. One of the most talked-about amendments to the new Belgian Companies and Associations Code that came into force in May 2019 was the limitation of directors’ and officers’ liability for ordinary management errors. Climate procedures such as those against Shell have an important signalling function in this respect. Directors are now more worried by claims from minority shareholders and other stakeholders.”



“It is not sufficient to think about long-term value creation and innovation once every six months.”

“In recent years, good progress has been made in the Belgian financial sector with regard to both governance and I&D,” Dirk thinks. “In 2019, the majority of banks, insurers and other financial institutions signed a charter that argues for greater gender diversity in the financial sector. They have committed themselves to setting objectives, taking concrete action, and setting positive target figures. This is partly due to the efforts of the Wo.Men in Finance organisation. What worries me is that many companies still tend to approach European ESG legislative initiatives as something that is far in the future, while every company benefits from timely and sound preparation.”

“Long-term value creation and innovation are coming ever closer to each other. For leading companies, this is the way to shape the future of their sector and strengthen their reputation. It is not sufficient to think about this once every six months and only report the minimum required for ESG. ESG topics should be placed on the agenda of each and every business meeting. As a firm, we contribute to this by informing clients about relevant legal developments, but also by implementing the ESG factors ourselves. In Brussels, for example, we have, in addition to our Think D&I Committee, the Think Green Committee, which has been taking initiatives since 2004 to make our business model more sustainable. Another indication of our value as a firm with the right ESG knowledge, expertise, and drive.”

Dirk Van Gerven

Dirk Van Gerven is Managing Partner of NautaDutilh Brussels. He regularly assists larger companies with reorganisations, acquisitions and other transactions and advises listed companies on a range of financial and corporate issues, such as corporate governance and shareholder disputes. He frequently publishes and speaks on topics relating to corporate and financial law as well as diversity.

Suzanne Kröner-Rosmalen

Counsel Corporate Governance

Amsterdam office



Good governance and sustainability reporting: time to act

Suzanne Kröner's practice focuses on the legal challenges deriving from sustainability rules when it comes to managing and directing corporates and financial institutions. “Becoming more sustainable is increasingly part of the strategy. The challenge is to truly embed environmental, social and governance factors into business operations. Meanwhile, the requirements for sustainability reports are becoming even stricter. Management bodies are required to steer more on the role of the company in the value chain. There is a lot of work that remains to be done.”

Under the Corporate Sustainability Reporting Directive (CSRD), stricter transparency rules for sustainability information in the annual reports of (initially) listed and large companies will apply from 1 January 2024. This means reporting on more - and more specific - non-financial information. From information on climate plans and how the company ensures good working conditions to understanding the embedding of sustainability factors in governance. “Companies must report on how sustainability is integrated in their strategy and policy. And this reporting should also be in line with the EU Taxonomy, the classification system for ecologically sustainable activities in force from 2022. Companies will also be confronted with the Corporate Sustainability Due Diligence Directive (CSDDD), which obliges them to address negative effects on human rights and the environment in their value chain. And therefore: to make these effects the subject of continuous investigation.”

Governance can be a powerful driver for sustainable value creation. “That requires a legal-strategic orientation. We are a sparring partner; we identify market developments and put them in a broader, cross-sectoral perspective. We also advise on the scope of regulations and impact on business operations. Do you have to report, and if so, how? What does it mean for contract negotiations with suppliers and customers? Our ESG audit prepares companies for changing regulations. We look at contracts, governance and reporting, but also at the current litigation dynamics. We draw a picture of gaps and risks, and provide companies with guidelines for timely action and thus for seizing opportunities.

Many changes in a short period of time require proper preparation, which, however, should not delay the transition to a more sustainable society. That is why we believe it is important to cooperate with parties such as MVO Nederland, industry organisations, and sustainability consultants. Different angles, the same goal: to enable companies to successfully fulfil their role in the transition.”

3

Our *operations*

In 2022, we took new steps towards climate neutrality: we obtained insight in our carbon footprint and formulated an ambition for reducing our emissions. From 2021 and onwards, we fully offset our remaining footprint. Our carbon reduction roadmap will help us to keep moving forward, with data that enable us to track our progress – or to see where we should accelerate.

Our commuting and travel movements are the major contributors to our footprint. Therefore, our journey towards reducing our carbon emissions and achieving climate neutrality includes working towards a more sustainable way of commuting. We also introduced a more sustainable firm-wide international travel policy with the ambition to reduce the carbon emissions from our international travel by 50% in 2030 (compared to 2019). Under this new policy, travelling by train is for instance our default option for distances under 700 kilometres.

Eva Schipper

HR Advisor Compensation, Benefits & Analytics

Amsterdam office



Futureproof employee mobility

“The commuting policy for our Dutch employees was quite outdated and lacked incentives to travel in a sustainable way. Both our employees and our clients expect higher standards with respect to sustainability. In 2022, we asked a consultancy agency to help us draft a futureproof commuting policy which stimulates more sustainable options and offers the employee enough flexibility. Analysis showed that for 43% of our employees commuting by bike or on foot is most suitable and for 37% public transport is an attractive alternative. We used this outcome to formulate a new policy: we stimulate the use of public transport by means of a rail business card, offer a bike plan with tax benefits, and electrified our lease car fleet. We received positive feedback from colleagues, especially on the flexibility of the policy. Offering flexibility helps people to choose the way of commuting that works for them, including a variety of sustainable options.”

Measuring our footprint

Our (first) footprint measurement was the first step taken to be able to define our carbon reduction goals and take action. The measurement covered the years 2019 (our baseline year), 2020 and 2021, and all NautaDutilh offices. It included our Scope 1, Scope 2 and a large part of our Scope 3 emissions (i.e. commuting, business travel, working from home, office waste, IT hardware, IT server data, and catering emissions from the restaurants in our Amsterdam and Rotterdam offices).

We used the outcome to define our carbon reduction ambitions. Our focus is on carbon reduction, and our aim is:

- by 2030, to reduce our carbon footprint by 55% compared to 2019, and
- by 2050, to become net zero, in line with the Paris Climate Agreement.

We offset our remaining emissions by investing in certified climate projects. In 2022, we compensated our 2021 emissions through a VCS certified agroforestry project in India.

Developing a carbon reduction roadmap

We used the footprint measurement data as starting point for the development of our carbon reduction roadmap for the short and medium term. Our possibilities of influencing emissions have an impact on the choices for our carbon reduction roadmap. The data show – unsurprisingly – that our largest impact lies in our Scope 3 emissions, and specifically commuting and air travel. We have implemented the first reduction measures in this respect.

‘Sometimes, the bar is raised in incremental steps.’

In addition to travel related emissions, another large contributor to our footprint is equipment (IT hardware). We switched to mobile devices in 2019 and purchased additional IT equipment in 2020 and 2021 to facilitate working from home during the COVID-19 lockdowns. Several smaller contributors, such as waste, catering and paper use, can be influenced by changing our behaviour. A few other larger contributors are more difficult to influence. An example of this is the type of energy used in buildings where we are but a small tenant.

Our carbon roadmap is a work in progress. In the meantime, the data enable us to tackle two large contributors to our carbon emissions by integrating sustainability into our commuting policy and international travel policy.

A more sustainable way of commuting
Commuting is the largest contributor to our carbon footprint, i.e. 39.9% in 2019 (baseline year) and 27,7% in 2022. To reduce this aspect of our footprint, we enabled colleagues to reduce their commuting – through our flexible working policy, which enables the majority of our colleagues to work from home for a maximum of two days a week – and we integrated measures that encourage the use of more sustainable means of transport. Our commuting policy varies between jurisdictions to take into account local legislation and the accessibility of each office by public transport.

In 2022, we developed a new mobility policy for our employees in the Netherlands, based on three pillars: sustainability, costs, and flexibility. The main changes include electrification of our lease cars, a mobility budget (with the option of public transport passes), and the use of lease bikes.

‘The data show – unsurprisingly – that our largest impact lies in our Scope 3 emissions, and specifically commuting and air travel.’

Sébastien Vandevenne

Facility Manager

Luxembourg office



Saving energy

“In 2022, we implemented an Energy Saving Plan at our Luxembourg office and managed to achieve energy savings of 23%. Together with our Green Team, we introduced simple measures to save energy and made colleagues aware that we are jointly responsible for reducing our carbon footprint. It all starts by changing our daily habits such as using natural light as much as possible, turning off the lights when leaving a room even for a short moment, closing the door to prevent unnecessary heating, turning off computer screens, unplugging chargers when not in use, printing as little as possible, and so on. We communicated regularly via emails and visuals. Very quickly, people felt committed and started to change their habits. To me, this shows that substantial energy savings can be achieved with simple measures. Small steps really can make a big difference.”

Our Brussels office encourages more sustainable means of commuting in different ways. We have replaced the small fleet of company cars by fully electric or hybrid models, in anticipation of new legislation in 2026. We use financial incentives and pilot projects to encourage the use of public transport and bikes. For instance, the Brussels Think Green Committee organised a 5-kilometre bike ride to the Palais de Justice to show that cycling in Brussels saves time and is easy to do. Still, nearly 70% of our Belgian colleagues commute by car. This is largely due to the fact that the Brussels office is located in the periphery of Brussels and is not easily accessible by public transport. Our Luxembourg office encourages the use of public transport – which is free – and bikes. In New York and London, all our colleagues travel to the office by public transport.

A more sustainable international travel policy

Our international travel contributed to 18.6% of our total CO2 emissions in 2019 and 17.8% in 2022, and is the second largest contributor to our footprint. During the pandemic, nobody travelled, but business

Our ambition for 2022 Our progress in 2022

Carbon footprint

We calculate our carbon footprint, define and quantify our climate goals, and develop a roadmap to reach these goals.	– Carbon footprint measured for 2019, 2020, 2021, and 2022. – Set carbon reduction target: 55% reduction by 2030 compared to 2019 and net zero by 2050.
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We balance remaining emissions – if reduction cannot reasonably be achieved – with offsets.	– Started offsetting our emissions over 2021.
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Carbon reduction measures

We adopt and implement a sustainable procurement policy.	– Project on sustainable procurement ongoing. – Started EcoVadis membership, earned bronze medal.
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We adopt and implement a sustainable mobility policy for business-related travel.	– Adopted new international travel policy with focus on carbon reduction. – Set carbon reduction target: 50% reduction by 2030 compared to 2019.
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We integrate sustainability criteria in our employee commuting scheme.	– Adopted new commuting policy for employees under a Dutch employment contract, which enables sustainable commuting choices.
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went on. We took this experience into account when we adopted our new firm-wide international travel policy, by which we stimulate sustainable choices while also balancing business interests, convenience for the traveller, and costs. In short, we travel and fly less, we travel smarter and more sustainably, and if we need to take the plane, we make greener choices.

Our ambition is to reduce the CO2 emissions from our international travel by 50% by 2030 (compared to 2019). This reduction target is in line with the ambition of the Dutch Travel Different coalition. The most relevant measures are:

- we opt for videoconferencing instead of physical meetings where possible;
- we travel by train instead of by plane for distances shorter than 700 kilometres;
- we minimise flying business class; and
- we do not travel by plane for any NautaDutilh social events.

This is a 'comply or explain' policy. Exceptions need to be explicitly approved by the Board.

Other measures

In the Netherlands, we took measures to further reduce our waste. We installed a bio digester in our Amsterdam office, eliminating one full waste stream. In our Amsterdam and Rotterdam offices, we teamed up with our waste processor in recycling our paper cups and tissues into new tissues or toilet paper. We no longer distribute small bottles of mineral water during events and client meetings, but only offer tap water in reusable glass bottles.

Our Luxembourg office installed green boxes for discarding old office supplies and reusing them, and uses a composting system for all organic waste. By disabling automatic printing and changing paper quality from 80 to 75 grammes, we realised a reduction in paper consumption of 33%. We also realised a 23% reduction in energy use by inviting all colleagues to participate in our energy saving plan.

Our Amsterdam Office is an active participant in the Zuidas Green Business Club. We took part in

Naomi Asscheman

Associate Corporate M&A

Rotterdam office



From plane to train

“When travelling between London and Rotterdam, I always take the train. The transportation sector is one of the largest sources of greenhouse gas emissions, primarily due to the reliance on fossil fuels. These emissions contribute to climate change and air pollution, negatively impacting human health and the environment. In my view, we should all take responsibility and do what we can to limit the negative impact of our actions on the environment. For me, this for instance means taking the Eurostar to London, instead of the plane. It is less polluting, and generally fast and comfortable. The train stations are more conveniently located than the airports and there are less time consuming security checks upon arrival, so continuing your journey to your final destination is easy and relatively quick. In the 18 months during which I regularly travelled between London and Rotterdam, I never experienced long queues or major delays. Whether you are travelling for business or for pleasure, I suggest that you always consider taking the train.”

the circular procurement accelerator training and the campaign Green Business Club Zuidas, for which businesses turn off their office lighting between 23:30 and 6:00. These are small measures that help us move forward. Sometimes, the bar is raised in incremental steps.

Further reductions in 2023

Our carbon reduction roadmap with firm-wide sustainability policies and office-specific implementation measures will be instrumental in realising our carbon footprint reduction ambitions. Our carbon footprint measurement shows how smart use of data can help to accelerate change. And since what gets measured gets done, we will continue to track the impact of our measures and make adjustments where required.

Facts + figures

Our operations

1,292
Tonnes carbon emissions in 2022


40
Percent reduction in carbon emissions compared to 2019 realised

40
Percent reduction of carbon emissions by flying compared to 2019

40
Percent reduction of carbon emissions by commuting (including working from home) compared to 2019

23
Percent energy saved in our Luxembourg office

15
Colleagues of our Brussels office participated in the ‘bike-riding’ pilot: 5-kilometre bike ride to the Palais de Justice

A woman with short brown hair, wearing a blue sleeveless dress, is smiling and leaning on a metal railing. She is standing on a rooftop terrace with a city skyline in the background. The skyline includes several tall buildings, including the Freedom Tower. The terrace has a concrete structure with arches and is surrounded by greenery. The sky is blue with white clouds. The water of the harbor is visible in the foreground.

Agent of Change

Shifting perspective

At NautaDutilh's New York office, Elizabeth van Schilfgaarde wants to help lawyers achieve personal and professional growth. This way, greater goals can be achieved together.

M

Many of NautaDutilh's lawyers work in New York or London for a part of their careers. "This one- or two-year period abroad is a time of professional and personal discovery. Working abroad requires courage and is not always easy, but incredibly valuable. Not only for yourself, but also for our firm and our clients."

Elizabeth van Schilfgaarde leads the New York office. "This office serves as on the ground Dutch, Belgian and Luxembourg counsel in US transactions and litigation, working closely with major US law firms, financial institutions and corporate clients. By practicing Dutch, Belgian and Luxembourg law alongside these US based businesses, we are immersed in US professional practice," she explains. "An experience like this, where you must be 'on' all the time, practicing in a different language, at a - sometimes - even faster pace than back home, in a different country, inevitably leads to growth. You revisit many of the expectations and beliefs you took for granted, find a new meaning to some of them, discard or hunker down on others."

Serving clients within their frame of expectations

"The saying 'time is money' is taken very literally in the US. This may be a reason people in the US have a different notion of work life balance than you might have brought over from the Netherlands, Belgium or Luxembourg. In addition, politics may be more charged than they are back home. It can be challenging to find a balance in serving your clients within their frame of expectations on tempo and communication style. You will need to figure out how to meet US timing and availability expectations, while still being comfortable with how you spend your time. You will also need to learn how to address issues effectively with your US audience. The Dutch are known to be direct and generally somewhat proud of that. However, it does not work to expect your clients to accept your explanation that you are not 'blunt' or 'rude' but that you are 'just Dutch'.

You will be given plenty of space here to discover new aspects of yourself. You will undoubtedly encounter yourself here. At the same time, you will be more open to perspectives that you might have less room for in typical professional settings. In addition, you can try on approaches that you may not have dared to in the Netherlands. When you step up to meet all these challenges head on, you are bound to find that this can be a lot of fun. The best thing is that you learn to create space not only for yourself, but also for the people around you."

Diversity, equity & inclusion

"For at least the past 20 years diversity and inclusion has been a requirement for engagement by many US companies," Elizabeth continues. "Well before this became a topic in the Netherlands, Belgium or Luxembourg, US companies have been asking about the composition of the teams of their professional service providers. Their questions include: are women part of the team? Is there any LGBTQ+ representation on the team? Does the team reflect ethnic and cultural diversity? Having a New York office gives us a platform for identifying these trends in the US and incorporating them to be the best firm we can be. The US focus on equity for women in partnership was recognised by NautaDutilh earlier than in many other firms



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'The best thing is that you learn to create space not only for yourself, but also for the people around you.'

in the Benelux. By embracing and acting on this approach to equity, women have been getting more equitable opportunities at the firm than was the case before. As a matter of fact, we are proud to be able to say that the New York office has been run by three women partners for the last few years. And the Luxembourg office has always been run by a woman."

Another example is the #MeToo social movement. "Here, social developments in the US are outpacing those in Europe. We can learn from the developments in the US. This helps us in recognising and creating the conditions for a safe working environment at the firm. We can also apply the lessons learned in our Benelux offices in corporate employment law and MeToo cases.

The differences in legal practice around #MeToo featured prominently on the agenda during our biannual US/NL corporate counsel event."

"When it comes to the 'E' of environmental, I see the flow of information in the opposite direction: those developments are, especially a few years ago, mainly driven by Europe. When our partner Harm Kerstholt resided in New York between 2016 and 2019, he analysed how and if US companies and peers are addressing ESG. Marieke Faber has taken over this baton in relation to climate change and the energy transition. On environmental themes, our US peers are the ones who want to understand what is happening on the other side of the Atlantic. Consequently, Marieke is regularly asked as a panel member and speaker at conferences, events, and academic institutes."

Sustainable investment

Elizabeth also discusses the heated debate in the US on the criteria for sustainable investment. "Funds that want to take ESG factors into account are faced with counter pressure from influential groups. According to some conservative perspectives, the green agenda is forced on the capital markets 'at the expense of pensioners'. This is an entirely different argument than our Dutch, Belgian and Luxembourg lawyers are accustomed to hearing. Although an unwelcome note for many Europeans, it's good to experience this side of the public debate on climate change as well."

According to Elizabeth, by experiencing such discussions from up close, professionals are more open to differences in the perspectives. "And that makes them better lawyers, tax advisers and civil-law notaries. That is why I am very curious to know what we from New York can contribute to the discussion in our international practice about not only the S, but also the E and G of the ESG factors."

Iris Kieft

Associate Partner Public Law & Regulatory

Rotterdam office



Working together to further the transition to a sustainable energy supply

Iris Kieft is an associate partner Public Law & Regulatory. She advises and litigates in the areas of environmental law, energy, sustainability, circular economy, and climate change. She is intrinsically motivated to contribute in these fields, something she shares with the colleagues with whom she works every day to help the energy transition move forward.

“We are facing an unprecedented technical, financial, social and spatial task in shaping the energy transition. Environmental law plays a major role here, for example when it comes to using scarce space and balancing all interests involved. We help clients make good choices from a legal perspective. Because our expertise covers all phases of energy and infrastructure projects, we can oversee the entire picture and proactively contribute ideas.

In projects such as the realisation of electrolysis capacity or the expansion of a biofuel refinery, companies are faced with complex regulations, which are also constantly evolving. What will the certification requirements for hydrogen be? What will the emissions trading system look like? Without the necessary clarity about the legal framework and quality requirements, it is extremely difficult to think ahead and make long-term agreements. In addition to these moving targets, the long duration of permit procedures adds further uncertainty.

Since the annulment of the construction exemption, the construction phase of each project must also be assessed for nitrogen deposition, and many parties are looking for nitrogen emission space. Another challenge is the Dutch Environment and Planning Act, which will enter into force in 2024. Nobody knows how this legal framework will work out in practice, and nothing has yet crystallised in case law either. This, too, has an impact on the duration of procedures and increases uncertainty.

Despite these challenges, the energy transition must accelerate. This requires a great effort from all involved. With our multidisciplinary Sustainable Business & Climate Change team, we help our clients map what is possible and under what conditions a project may be realised efficiently. And how to effectively engage with public authorities. We share the conviction that together, we can make the transition to a sustainable energy supply happen. This will generate new opportunities, which we are happy to help create.”



“The variation of ESG beliefs and practices abroad and in the US has been a source of inspiration for the work we do.”

Stimulating ambition

“What raising the bar means to me personally? I want to help our people continue to look for opportunities for personal and professional growth, which is what enables us to achieve greater goals together. As a firm, we foster a culture of stimulating ambition by continuing to look for opportunities to improve our own environment, our experience, and the world. Colleagues who come to New York bring this mindset from our home offices and get to put it into practice in a US context.

The variation of CSR beliefs and practices abroad and in the US has been a source of inspiration for the work we do. This creates an ambitious and rewarding experience of personal and professional enrichment. This dual flow of information serves to further our firm values making NautaDutilh an open culture with vitality, with room for a diversity of people, ideas, backgrounds, and cultures.”

Elizabeth van Schilfgaarde

Elizabeth van Schilfgaarde is Managing Partner of NautaDutilh New York and serves as Dutch counsel in cross-border finance and debt capital markets transactions. She is a board member of the Netherland America Foundation, Fellow of the American College of Commercial Finance Lawyers, and active in SFNet, the American Bar Association and the American Foreign Law Association.

4

Our society

Each of us can make a difference, together we can make a change. In 2022, we focused on delivering more and better results in the communities in which we live and work by strengthening the relationships with our CSR partners, sharpening our focus on four SDGs, and bringing our CSR and pro bono efforts together in one firm-wide programme.

Together, we can amplify our positive impact on society. That is why in 2022, we launched the NautaDutilh Impact Programme. This is a firm-wide umbrella programme for all our pro bono work, community involvement, and CSR activities. We contribute our collective (legal) expertise and skills to empower the next generation, focusing on four SDGs (Education, Equality, Climate Action, and Access to Justice). The programme is led by a Steering Committee, with SDG working groups and our Pro Bono Committee assuming responsibility for projects.

We provide everyone at our firm – both lawyers and business support professionals – with four Impact Days per year to spend on community engagement, volunteering, or pro bono work. This amounts to

‘Each of us can make a difference, together we can make a change.’

potentially 20,000 Impact Hours per year. These hours count towards billable targets. Participation is on a voluntary basis. We engage our colleagues through initiatives undertaken by employees and projects initiated by the SDG working groups and the Pro Bono Committee.

Impact focus: Quality Education

We focus on empowering the next generation, and one of the ways we do this is by contributing to access to education for young people and children who would otherwise miss out on educational opportunities and possibilities.

Highlights of 2022 include the projects with our longstanding partners Stichting IMC Weekendschool in Rotterdam and JINC in Amsterdam and Rotterdam. Both organisations focus on empowering children in their school and career path. Colleagues coached secondary school students on possible career choices and organised Sunday courses to introduce children to the legal system and the various jobs at a law firm. Expanding our cooperation with IMC Weekendschool, we also organised a speed date event in Amsterdam with IMC Weekendschool alumni. During these dates, participants discussed jobs, studies and career possibilities at our firm.

Our Brussels office has a partnership with Be.Face, supporting students from underprivileged backgrounds in entering the workforce. We also organised seminars on employment topics for Alter for Hum. This group of Human Resource Managers assists young people who are looking for a first job and older people looking for a professional reorientation.

We initiated next steps: setting KPIs to measure our impact on SDG 4, determining potential projects in this field with colleagues in our London and New York offices, and expanding our partnerships and projects to increase our contribution to access to education.

Irma Paarlberg

Business Development Advisor

Amsterdam office



Employer-sponsored volunteerism

“I used my Impact Days to assist with the reception of Ukrainian refugees when the need for emergency relief was most urgent. For eight weeks, I volunteered for half a day per week. After that first period, I decided to continue my volunteer work in my own time since I felt connected to the people in the reception facility. What I like about the Impact Programme is that you are free to choose how you want to make an impact. It offered me the opportunity to get to know the refugee organisation. And although many organisations that work with refugees prefer long-term commitment, they appreciate it when you mention that your employer offers you this opportunity. It can be challenging to combine your Impact Days with your regular work, but I would definitely participate in the Programme again if a temporary project would come my way.”

Impact focus: Access to Justice
Access to justice is a human right. As a law firm, we can make a difference by using the law as an instrument for change. This means our pro bono work is fundamental to who we are as a firm.

In our pro bono work, focus areas are the protection of human rights, sustainability, and support for the cultural sector. Core activities include advising non-profit organisations and assisting those who would otherwise have no access to top-tier lawyers in strategic litigation, specifically before the Dutch Supreme Court. We amplify our impact by entering into partnerships with non-profit organisations such as Pro Bono Connect, the clearing house for pro bono cases, MVO Nederland, the largest business network for sustainable entrepreneurs, Siréas, a Belgian non-profit association that provides assistance to people in social difficulty, in particular refugees and immigrants, and the #ReAct programme by the Luxembourg Chamber of Commerce and the House of Entrepreneurship. Beyond legal work, our commitment to furthering access to justice means we support Lawyers for Lawyers, a non-profit organisation that defends lawyers whose right to practice is under threat. Partnering with the NGO Welcome, we organised lunches for colleagues and newcomers in the Netherlands, who had to flee their country due to an unsafe environment.

One of our work highlights in 2022 was the ruling of the Court of Appeals of the Dutch Caribbean that the inability of same sex couples on Aruba and Curaçao to marry is discriminatory and therefore unlawful. This case is ongoing: the states of Aruba and Curaçao filed an appeal in cassation. Other meaningful work includes assisting in a Sri Lankan adoption case against the Dutch State and an adoption organisation. The Hague Court of Appeal ruled in favour of our client, given the malpractice associated with adoptions from Sri Lanka. As the Dutch state filed an appeal in cassation, this case is still ongoing. Our Luxembourg office provided pro bono support to the Association of Accidental Americans in their effort to halt the transfers of personal data to the US tax authorities. The proceedings could result in preliminary questions to the European Court of Justice on whether the transfer of personal data to the US constitutes a violation of the GDPR.

We worked closely together with Stichting Vluchtelingenwerk (Dutch Council for Refugees)

‘Access to justice is a human right. As a law firm, we can make a difference by using the law as an instrument for change.’

Thierry Duquesne

Partner Employment Law

Brussels office



Creating opportunities

“Since April 2018, we are a partner of Be.Face asbl. This is a business network that promotes inclusiveness in the world of work by creating opportunities for students and job seekers from underprivileged backgrounds. Together with eight partners of the Brussels office, I participate as a mentor in their Bright Future programme. This programme offers a bridge between a community of students who are motivated to succeed and professionals in their field of study who volunteer to mentor students. As mentors, we play an active role in the development of the students we support. I believe it is important to share our knowledge and expertise, by giving tips and tricks, organising interview simulations, and participating in the search for work placements. It is very rewarding to see them take the next steps. For me this is a way to empower the next generation.”

Our ambition for 2022 Our progress in 2022

Impact Programme

- | | |
|--|---|
| We implement our Impact Programme. Through this, we activate and facilitate our legal and support professionals to carry out pro bono work and CSR activities. | <ul style="list-style-type: none">– Firm-wide implementation of Impact Programme.– Set up Steering Committee and SDG working groups, including board members and colleagues from across all offices. |
|--|---|

Pro Bono work

- | | |
|---|--|
| We have an active Pro Bono Committee. We increase our socially and professionally relevant pro bono work. | <ul style="list-style-type: none">– Partners from Brussels and Luxembourg offices included in the Pro Bono Committee.– Continued pro bono partnerships of 2021. |
|---|--|

David den Blaauwen

Associate Dispute Resolution

Amsterdam office



Advocating for LGBTIQ+ equality

“At the end of 2021, I read an article about two judgments in Aruba and Curaçao concerning the impossibility for same-sex couples to get married. As I try to advocate LGBTIQ+ rights, I really wanted to help, especially in such a fundamental case. Our Dispute Resolution team has an extensive track record when it comes to human rights, including proceedings before the Supreme Court. Together with the head of our Supreme Court litigation team Freerk Vermeulen, I contacted David Wever and Mirto Murray, the local lawyers working on these cases. It turned out that our expertise complements theirs, and we have assisted them and our clients on a pro bono basis during the appeal proceedings. The result so far is amazing. In December 2022, the Court of Appeal opened up marriage for same-sex couples. We continue our fight for equal treatment of the LGBTIQ+ community in Aruba and Curaçao during the cassation proceedings currently pending before the Supreme Court in the Hague.”

‘One of our work highlights in 2022 was the ruling of the Court of Appeals of the Dutch Caribbean that the inability of same-sex couples on Aruba and Curaçao to marry is discriminatory and therefore unlawful.’

on several urgent impact projects. We assisted in a pending appeal before the Hague Court of Appeal against the Dutch State concerning the State’s violation of human rights of refugees, we advised on various legal issues related to the specific status of Ukrainian refugees in the Netherlands. Together with other Dutch law firms, we assisted in processing refugees’ stories of how they fled. In Belgium, we joined the legal support desk for displaced people from Ukraine, an initiative of the French-speaking Brussels Bar Association and the Belgian Red Cross.

Employee-led initiatives

Each year, two of our employees can participate in our paid one-month CSR Sabbatical to contribute to a CSR project. In 2022, one employee worked for a month at a Kenyan coffee mill station that processes coffee beans grown by local women farmers.

Employee-led initiatives under the Impact Programme include volunteer work to support those affected by the war in Ukraine, swimming events to raise funds for the ALS Foundation, running for KickCancer in Brussels, collecting food for foodbanks in the Netherlands and for Operation Shoebox in Brussels, donating toys for children in need in the Netherlands, Luxembourg and New York. We also donated laptops to our CSR partner #allemaaldigitaal, a Dutch foundation with the mission to provide digital access to everyone.

Room for improvement

In 2022, the SDG working groups for SDG 5 (Gender) Equality and SDG 13 Climate Action focussed on internal projects only. To increase our impact, they will take up external projects as well. We can also do better in terms of overall awareness and engagement. In 2022, our colleagues collectively registered over 1,600 hours spent on CSR activities and 1,100 hours spent on pro bono work. This means we do not yet use the full potential of our Impact Programme. We can also further improve cooperation across our offices. To this end, we for instance ensure that there are partners from our Dutch, Belgium and Luxembourg offices on our Impact Programme Steering Committee and our Pro Bono Committee. In summary, our focus for 2023 is on working together, both within our firm and with our CSR partners, to amplify our positive impact.

Facts + figures

Our society

2,731

Impact hours in total

1,096

Pro bono hours as part of impact hours

50

Percent of colleagues participated in the Impact Programme

18


CSR partnerships

35

Colleagues participated in sponsorship sport events to raise funding for charities in Amsterdam and Brussels

200

School pupils and students reached through our CSR partners JINC, IMC Weekendschool and Be.Face



Agent of Change

Embracing value creation

Forward-looking organisations need to continuously assess the impact of their value chain. Geert Raaijmakers advises them on good governance as a foundation on which long term success is built.

G

Governance is about management, responsibility and control, and about supervision and accountability. And, above all, about long-term value creation. In the Dutch Corporate Governance Code updated on 20 December 2022, the word ‘sustainable’ was added to this term. The Code also expressly requires a policy on diversity and inclusion for the entire company. “The new Code reflects the evolving insights in what socially desirable behaviour and good governance should be like.”

NautaDutilh Partner Geert Raaijmakers has been focusing on corporate governance for more than 25 years, and advised the Monitoring Committee on the changes in the Code’s best practices. “Originally, corporate governance focused primarily on the division of tasks and powers, strategy, policy, processes, and internal control functions. Gradually, this was expanded to the culture and behaviour within the company. Initially, this met with resistance. It is now seen as self-evident that directors and supervisory board members ensure that the topics of culture and the promotion of good behaviour are high on the agenda, and that they lead by example. The same is now happening with sustainability.”

Strictly speaking, the Code only applies to listed companies, but the scope is broader. “In case law, the Dutch Supreme Court has already indicated on several occasions that it considers the standards contained therein to reflect the general interpretation of the law prevailing in the Netherlands. If a court has to decide on the question of whether a company is properly managed, it will consult the Code. Has this been complied with? As a result, the Code also inspires many other companies to make long-term value creation more explicit in their mission, vision and strategy and as an addition to corporate governance.”

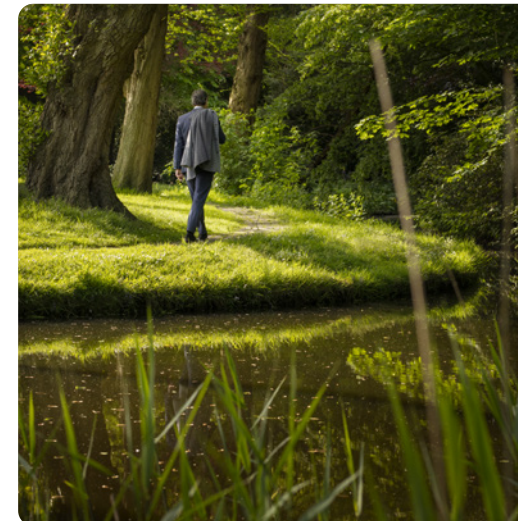
Clear warning

“The national and international guidelines for sustainability were long seen as soft law without mandatory effect. The decision in the Shell case of 2021 made it absolutely clear that they are not so non-committal. In its judgment, the District Court required Shell to reduce its global CO2 emissions by 45% by 2030 compared to 2019. Inspired by this success, NGOs will undoubtedly keep knocking at the doors of large enterprises. Moreover, this judgment boosted the discussion on legal liability. To what extent are directors and supervisory board members personally liable for failing to meet the climate targets?

The question is no longer whether companies feel their social responsibility, but how they shape this responsibility,” Geert emphasises. “New legislation, such as the European Corporate Sustainability Due Diligence Directive, goes a step further in this respect. This directive obliges companies to identify and mitigate risks to people and the environment in their supply chains. The draft CSDDD now states that companies can be held liable under civil law if they fail to comply with the obligations and, as a result, a violation has occurred which resulted in damage that should have been prevented, terminated or minimised.”

Increasing intertwining

“The new European and national regulations illustrate the increasing intertwining of sustainability and governance, and the legal relevance of ESG. Obviously, these developments also have an impact on the performance of directors and the requirements imposed on the policies they develop and implement. They must carefully assess the negative impact of their business and value chain on society and the environment and how they can tackle them. From 2024 onwards, ESG must be integrated into the strategy and the supervisory responsibilities. Directors must also take a positive view of possible contributions to improvements for their own people and stakeholders, and make efforts to tap into new sources of value creation.”



66

“The question is no longer whether companies feel their social responsibility, but how they shape this responsibility.”

Obligation to achieve a result?

According to Geert, there is friction with one of the important principles in Dutch law: legal certainty. “Directors naturally want to know what their actions can be tested against. This is not yet clear, because the standards are formulated fairly generally. As a result, they struggle with questions such as: are we able to meet the standard? Do we know what we are going to be tested for, and can we properly coordinate our policy accordingly? What can our company be blamed for if something turns out to be wrong somewhere in that chain? That is a great source of concern for many directors.

Another important issue is the policy on achieving the international environmental targets. How hard do you have to try to actually achieve them? Is this a best-efforts obligation, or is it more of an obligation to achieve a result? These are shifting panels, leading to a lack of clarity and a lot of uncertainty. Directors and supervisory board members must jointly address these social, ethical and ecological issues. In our Sustainable Business & Climate Change team, representatives of several practice groups work together to advise them on these issues. As a result, we can always approach the challenges from all relevant perspectives.”

Sharing knowledge

Geert explains that his team closely monitors and analyses developments and advises clients on the legally important points for attention, potential vulnerabilities, and risks. “We help them develop a policy to implement their ESG responsibility and draw their attention to relevant changes in the regulatory landscape. To this end, we share a lot of knowledge. In this fast developing area of law, it is very important to learn from each other and to exchange sector-specific best practices. For both governance and ESG, we are always ready to update our clients on what they will be faced with. To this end, we regularly organise round table discussions. We also provide a Corporate Governance update for our clients every six months. Because of the great importance of this topic, we have added a semi-annual ESG update.”



‘Diversity without inclusion means nothing.’



‘The new European and national regulations illustrate the increasing intertwining of sustainability and governance, and the legal relevance of ESG.’

Inclusion & Diversity policy

Finally, he refers to the second major innovation in the new Corporate Governance Code: listed companies must have a diversity and inclusion policy in place. This is a topic that is very close to his heart. That is why he works as an inclusion partner within NautaDutilh to achieve a diverse working environment where everyone is considered a valuable addition and can be themselves. “An I&D policy contributes greatly to long-term value creation, and can be an accelerator of the ESG transformation. I know that the market sees NautaDutilh as a firm that is already doing relatively much about this, but that is no reason to rest on our laurels. Diversity without inclusion means nothing. To this end, we want to set ourselves more demanding goals and take concrete action to achieve them.”

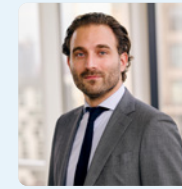
Geert Raaijmakers

Geert Raaijmakers focuses on corporate governance, corporate structuring and joint ventures, as well as pension fund governance. He is partner at NautaDutilh and Professor of Corporate and Securities Law at VU University Amsterdam. Furthermore, he is a member of the Corporate Law Committee which advises the Ministry of Justice and Security on legislation.

David Wumkes

Partner, Commercial Real Estate

Amsterdam office



Innovative customisation in a ‘rigid’ area of law

“The financing, structuring under property law and development contacts: most energy projects have a basis in real estate.” For David Wumkes, a partner specialising in commercial real estate, the investments that help realise the energy transition are often at the heart of his work. He advises real estate managers, property developers and other clients on the entire life cycle of real estate.

“We help clients facilitate the energy transition in the built environment by structuring under property law. For example, for the purpose of making real estate more sustainable, and regularly for large energy projects such as wastewater treatment plants and the construction of the - at the time - largest roof with solar panels in Europe. This often involves six or seven legal disciplines. NautaDutilh is one of the few law firms with all these disciplines in-house.

Property law is traditionally known as rigid, and not always suitable for giving shape to new developments in storage and transport of energy. Establishing real rights for solar installations, building rights for products-as-a-service, accession in the case of modular construction... These are all things that require greater flexibility. In addition, case law is not always favourable for new developments, with the Porthos judgment as a recent example. As a result of this judgment, it must be demonstrated for each construction project that its realisation does not increase nitrogen loads.

Commitment to the client and social engagement play a major role in our work. Planning investments in the energy transition within the existing frameworks regularly means looking for new opportunities. We often work together with the client to develop suitable tailor-made solutions for this purpose. If we see that the market is stalling, we will publish on this issue and discuss this through, for example, Internet consultations on legislative proposals.

I get a lot of inspiration from the consultation groups within the firm for, for example, ESG and Chemicals. Here we exchange knowledge, experiences and market observations, and keep each other focused and up to date. With the Sustainable Business & Climate Change team, we want to provide our clients with maximum support in our capacity of consultation and sparring partner. Continuously learning, sharing ideas, looking ahead, and keeping a fully integrated view of developments. In this way, we will continue to be the logical choice for the many sustainable energy projects that are heading our way in the near future.”

Our SDG focus



We use the United Nations Sustainable Development Goals (SDGs), which define global priorities and aspirations for 2030 to address economic, social, and environmental challenges as starting point for our actions within the four pillars of our Sustainability & CSR policy and Impact Programme. We are committed to reducing the potential negative impact of our choices and to increasing the positive impact we can create. In doing so, we focus on SDGs 4, 5, 13, and 16. Through our actions and choices, we also have an impact on other SDGs.

- SDG 4** We contribute to equal access to education through partnerships and community involvement activities.
- SDG 5** Our commitment to gender equality – and to equality in general – is reflected in the employment conditions for our people as well as in our pro bono work and community involvement initiatives.
- SDG 7** Our Benelux Energy & Natural Resources team, Hydrogen team and Sustainable Business & Climate Change team are actively involved in the energy transition, through work for our clients as well as through pro bono work.

- SDG 12** We integrate sustainability criteria in our procurement policy in order to make our operations more sustainable.
- SDG 13** We are committed to making our operations more sustainable. In our client and pro bono work, climate action is one of our focus areas.
- SDG 16** As a law firm, contributing to access to justice for all is at the heart of what we do. It is also a key focus in our pro bono work.
- SDG 17** We engage in partnerships to bring about positive change, both in our client work and in our CSR activities.

Our ambitions for 2023

General

- We publish a a Sustainability & CSR report in line with our ambition to be transparent about our goals and performance.
- We work towards a CSRD-compliant report in 2026 (for the year 2025), including a stakeholder consultation.

1. Our clients

- We are committed to and promote ESG awareness and compliance in our work for clients.
- Our Sustainable Business & Climate Change team plays a leading role in further developing our ESG strategy.

2. Our people

- We set targets for gender diversity and cultural diversity.
 - We have a roughly 50f/50m talent pipeline.
 - We have a safe and inclusive workplace.
 - We will carry out a zero measurement regarding the cultural diversity of our workforce.
- We further professionalise our I&D policy.
 - We refine our strategy and roadmap (including action plan) together with our I&D specialist.
- CSR is part of (1) our training and development programme and (2) our fringe benefits.
- We create clarity regarding career paths and provide guidance along the way.
 - We value CSR work in assessments.
 - We invest in the development of our people (including training on leadership, behaviour and inclusiveness and feedback trainings).
 - We take the specific needs of our female talent and young parents into account.
- We invest in the well-being of our people, including through our flexible working policy.
- We measure employee engagement and company pride.

3. Our operations

- We reduce the carbon emissions from our own operations.
 - We aim for 'net zero' by 2050.
 - We aim for a 55% reduction by 2030 compared to 2019 (intermediary target).
 - We balance remaining emissions with offsets.
 - We formulate a concrete action plan. Actions are prioritised based on their carbon reduction impact.
- We adopt and implement a sustainable procurement policy.

4. Our society

- We will increase the number of participants (legal professionals and business support professionals) in the Impact Programme in 2023.
 - We will raise awareness through a firm-wide communication campaign.
 - We aim for a total of 3,000 Impact Hours (compared to 2,060 hours in 2022).
 - 20% of the legal professionals are involved in pro bono work (compared to 12.5% in 2022).
 - 25% of colleagues use at least one Impact Day.

Contact with our CSR Specialist

We hope to encourage dialogue with you regarding our sustainability and CSR performance. If you have questions or comments about this report, please contact Shirley Justice | **Email** shirley.justice@nautadutilh.com

Colophon

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