

## AGENDA

**of the Extraordinary General Meeting of Shareholders of KAS BANK N.V. to be held on Friday, 2 September 2016 at 12:00 noon at the office of the Company, Nieuwezijds Voorburgwal 225, 1012 RL Amsterdam, the Netherlands.**

- 1. Call to order**
- 2. Composition of the Supervisory Board**  
**Appointment of Mr J.H.G. Snijders MBA (voting item)**
- 3. Any other business**
- 4. Adjournment**

### Notes to the Agenda

#### Agenda item 2 – Composition of the Supervisory Board

##### Appointment of Mr J.H.G. Snijders MBA (voting item)

The Supervisory Board informs the General Meeting of Shareholders of the vacancy on the Board due to the retirement of Dr J.M.G. Frijns as at 20 April 2016.

The Supervisory Board recommends that the General Meeting of Shareholders approve the appointment of Mr J.H.G. (Hans) Snijders MBA as a supervisory director of KAS BANK N.V.

The Supervisory Board gives the General Meeting of Shareholders the opportunity of submitting a timely recommendation to fill this vacancy. The Supervisory Board's profile published on the Bank's website serves as the guideline for making such a recommendation. Within this profile, the recommended candidate must meet the following criteria to qualify for this board position:

The recommended candidate must have specific expertise and experience in the field of ICT and operations, broad experience in the financial sector, executive management and/or supervisory experience in medium to large-sized listed companies, financial institutions or utility companies, and have knowledge of and experience with institutional investors and financial institutions (wholesale market).

If the General Meeting of Shareholders does not submit a recommendation, the Supervisory Board nominates Mr Snijders for appointment as a member of the Supervisory Board by the General Meeting of Shareholders. The Works Council has not made use of its right of recommendation.

The Supervisory Board recommends that the General Meeting of Shareholders appoint Mr Snijders as a member of the Supervisory Board of the company effective from 2 September 2016 (as at the end of the Extraordinary General Meeting of Shareholders to be held on that date) for a period of 4 years. Mr Snijders is an excellent fit for the position profile formulated by the Supervisory Board.

*CV of Mr J.H.G. Snijders MBA:*

Occupation/Current primary position	Owner-Manager Cquinn Consulting B.V.
Previous primary position	Chief Executive Officer (CEO) of Achmea Investment Management and of Syntrus Achmea
Ancillary positions	Chairman of the Supervisory Board of Achmea Real Estate & Finance; member of the Supervisory Board of the local Rabobank PeelNoord; Chairman of the Supervisory Council of Commanderiej College
Nationality	Dutch
Year of birth	1956
Shares in KAS BANK:	None

In accordance with the schedule of retirement by rotation, the supervisory directors Van der Meer and Bieringa are due to stand down at the Annual General Meeting of Shareholders of 2017.

Amsterdam, 14 July 2016

The Supervisory Board and the Executive Board of KAS BANK N.V.

KAS BANK AMSTERDAM  
P.O. Box 24001  
1000 DB Amsterdam  
The Netherlands  
Nieuwezijds Voorburgwal 225  
1012 RL Amsterdam  
The Netherlands  
T: +31 20 557 59 11

KAS BANK LONDON  
5th Floor  
10 Old Broad Street  
London EC2N 1AA  
United Kingdom  
T: +44 20 7153 36 00

KAS BANK WIESBADEN  
Biebricher Allee 2  
65187 Wiesbaden  
Germany  
T: +49 611 1865 3800

**[www.kasbank.com](http://www.kasbank.com)**