

## Notice Convening the Extraordinary General Meeting of Shareholders of KAS Bank N.V.

Shareholders and holders of depositary receipts for shares of KAS BANK N.V. are hereby invited to attend the Extraordinary General Meeting of Shareholders to be held on Friday 2 September 2016 at 12:00 noon at the office of KAS BANK N.V., Nieuwezijds Voorburgwal 225, 1012 RL Amsterdam, the Netherlands.

### Agenda

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

The complete agenda with explanatory notes and other meeting documents will be available as at 14 July 2016, at [www.kasbank.com](http://www.kasbank.com) and are available free of charge and for inspection at the Company's office, Nieuwezijds Voorburgwal 225, 1012 RL Amsterdam, tel.: 020 – 557 52 00, e-mail: [global.proxyvoting@kasbank.com](mailto:global.proxyvoting@kasbank.com).

### Registration Date

The persons who on Friday, 5 August 2016, are registered in one of the registers referred to below, after all changes to the registers effective from that date ('Registration Date') have been processed, and who have registered for the meeting as described below, are authorised to attend and vote at the meeting. The designated register for the holders of registered shares is the shareholders' register held by the Company. The designated (section of a) register for the holders of depositary receipts for shares is the accounting system of the institutions affiliated with Euroclear Nederland.

### Holders of Registered Shares

Holders of registered shares who wish to participate in the meeting must be registered in writing with the Company no later than **Tuesday, 30 August 2016** at 05:00 p.m. at Income Collection, Global Proxy & Agent Services, P.O. Box 24001, 1000 DB Amsterdam, e-mail: [global.proxyvoting@kasbank.com](mailto:global.proxyvoting@kasbank.com).

Shareholders who wish to authorise a third party to participate in the meeting on their behalf must include the details of that third party in their registration.

### Holders of Depositary Receipts for Shares

Holders of depositary receipts for shares who wish to participate in the meeting must be registered in writing with the Company via the institution that administers the depositary receipts for shares no later than Tuesday, 30 August 2016 at 05:00 p.m. at Income Collection, Global Proxy & Agent Services, P.O. Box 24001, 1000 DB Amsterdam, e-mail: [global.proxyvoting@kasbank.com](mailto:global.proxyvoting@kasbank.com).

The affiliated institution must submit a statement with its registration that the depositary receipts in question are listed in the name of the holders of depositary receipts for shares in its accounting system on the Registration Date. Holders of depositary receipts for shares who wish to authorise a third party to participate in the meeting on their behalf must include the details of that third party in their registration.

### **Automatic Voting Proxy**

Holders of depositary receipts for shares who wish to participate in the meeting in person or via an authorised third party and who sign the list of those present automatically receive a proxy from the KAS Bank Share Administration Trust ('Trust') to vote at the meeting on the number of depositary receipts deposited by them.

### **Voting Instructions**

Holders of depositary receipts for shares who are unable to participate in the meeting can provide voting instructions to the Trust to allow them to vote on their behalf at the meeting. To issue voting instructions to the Trust, the holder of depositary receipts for shares must a) have registered his depositary receipts as indicated above and b) make use of a voting instructions form that is available from the Company or at [www.kasbank.com](http://www.kasbank.com). The form completed by the holder of depositary receipt for shares must be received by the Company no later than Tuesday, 30 August 2016 at 05:00 p.m. The completed form can also be returned by e-mail to [global.proxyvoting@kasbank.com](mailto:global.proxyvoting@kasbank.com).

The persons entitled to attend the meeting may be asked to identify themselves prior to the meeting on the basis of a valid passport or driving license.

*Amsterdam, 14 July 2016*

Managing Board  
KAS BANK N.V.

Nieuwezijds Voorburgwal 225  
1012 VT AMSTERDAM  
Tel.: 020 – 557 59 11

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

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