Notice

NOTICE CONVENING THE EXTRAORDINARY GENERAL MEETING OF HOLDERS OF DEPOSITARY RECEIPTS OF STICHTING ADMINISTRATIEKANTOOR CONTINUÏTEIT ABN AMRO GROUP (hereinafter: 'STAK AAG') 17 July 2017 at 17:00 hours (CEST), at the offices of Intertrust, Prins Bernhardplein 200, 1097 JB Amsterdam

STAK AAG hereby invites holders[1)] of depositary receipts of ABN AMRO Group N.V. to attend the Extraordinary General Meeting of holders of depositary receipts on 17 July 2017, to be held at the office of Intertrust, Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands (hereinafter: the 'Meeting'). The Meeting is scheduled to start at 17:00 hours (CEST).
The doors will be open as from 16:30 hours (CEST) for registration of the holders of depositary receipts who are entitled to attend the Meeting. We kindly request you to bring a valid passport, identity card or driver's licence, as well as the registration certificate of your depositary receipts (see below).

The following persons are entitled to attend the Meeting:
Those who on 5 July 2017 at 18:00 hours (CEST) are registered as holders of depositary receipts, after the processing of all non-cash payment transactions of that day (hereinafter: the 'Record Date') in the register of one of the intermediaries within the meaning of the 'Wet giraal effectenverkeer') (Securities (Bank Giro Transactions) Act) and who have before 12 July 2017 at 17:00 hours (CEST) informed STAK AAG of their wish to attend the Meeting. Should you wish to attend the Meeting by a written proxy, STAK AAG should have received that proxy at the latest by that date.
They may do so through the institution where the depositary receipts are being administered (hereinafter: the 'Intermediary') or by way of the listing agent of STAK AAG: www.abnamo.com/evoting.

On 13 July 2017 at 11:00 hours (CEST) at the latest the Intermediary must have provided STAK AAG with a statement through of www.abnamro.com/intermediary, confirming that the number of depositary receipts in respect of shares entered in accordance with the above procedure for the purpose of attending the Meeting are effectively listed in its records in the name of the holder of depositary receipts in question on the Record Date. Anyone entitled to attend the Meeting will receive a registration certificate from his Intermediary, which certificate will also serve as an attendance card for the Meeting. The Meeting will be open to the press.

Language

Proceedings at the Meeting will be in Dutch. On request a simultaneous translation into English will be available (to be applied for by e-mail addressed to: corporate.broking@nl.abnamro.com).

Extraordinary General Meeting of ABN AMRO Group N.V., to be held on 8 August 2017

ABN AMRO Group N.V. has invited all its shareholders and holders of depositary receipts to attend the Extraordinary General Meeting. The Extraordinary General Meeting will be held on 8 August 2017 at 09:00 hours (CEST) at the premises of ABN AMRO Group, Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands. The notice convening this meeting was published on 27 June 2017 at www.abnamro.com/vergaderdocumenten and has also been attached to this notice as Annex I.

There are no voting topics on the agenda of on the Extraordinary General Meeting of ABN AMRO Group N.V., thus no voting proxies will be granted.

1) Including holders of a right of usufruct and holders of a right of pledge who were granted the right to vote upon the establishment of the right of pledge or the right of usufruct.

Agenda

1. **Opening**
2. **Announcements**
3. **Agenda of and notice convening the extraordinary general meeting of ABN AMRO Group N.V. of 8 August 2017 (Annex I)**

In accordance with article 4.1.1 of the trust conditions (available at www.stakaag.org) the holders of depositary receipts will be provided with the opportunity to exchange their views on the items to be discussed at the Extraordinary General Meeting, on which occasion the board will, in accordance with its mission statement, mainly confine itself to chairing the discussions and will refrain from adopting any position on the merits of the items to be discussed at the Extraordinary General Meeting.

4. **Any other business**
5. **Closure**

There are no voting topics on the agenda.

The documents annexed to this notice may be obtained at the office of STAK AAG.

STAK continuïteit ABN AMRO Group