Notice

NOTICE CONVENING THE EXTRAORDINARY MEETING OF HOLDERS OF DEPOSITARY RECEIPTS OF STICHTING ADMINISTRATIEKANTOOR CONTINUÏTEIT ABN AMRO GROUP (hereinafter: 'STAK AAG') 22 July 2016 at 10:00 hours (CEST) Pinnacle Tower, Muiderstraat 1, 1011 PZ Amsterdam

STAK AAG hereby invites holders[1)] of depositary receipts of ABN AMRO Group N.V. to attend the extraordinary meeting of holders of depositary receipts on 22 July 2016, to be held in the Pinnacle Tower, Muiderstraat 1, 1011 PZ Amsterdam, the Netherlands (hereinafter: the 'Meeting'). The Meeting is scheduled to start at 10:00 hours (CEST). The doors will be open as from 09:00 hours (CEST) for registration of the holders of depositary receipts with meeting rights. 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 11 July 2016 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 'Registration 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 furthermore before 18 July 2016 at 17:00 hours (CEST) informed STAK AAG of their wish to attend the Meeting (either in person or by proxy). 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 19 July 2016 at 11:00 hours (CEST) at the latest the Intermediary must have provided STAK AAG with a statement by way 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 Registration 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. A simultaneous translation into English will be available, provided a requests thereto has before 19 July 2016 11:00 hours (CEST) been made by way of the following e-mail address: NL-STAK AAG@intertrustgroup.com.

Extraordinary General meeting of ABN AMRO Group N.V., on 12 Augustus 2016

ABN AMRO Group N.V. has invited all shareholders and holders of depositary receipts to attend the Extraordinary General Meeting. The Extraordinary General Meeting will be held on 12 August 2016 at 08:30 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 1 July 2016 at www.abnamro.com/vergaderdocumenten and has also been attached to this notice as Annex I. Further information on the granting of voting proxies to all holders of depositary receipts by STAK AAG for the Extraordinary General Meeting as well as on how to exercise these voting rights at the Extraordinary General Meeting may be found in the notice convening the Extraordinary General Meeting. If you are the holder of depositary receipts on the registration date of the Extraordinary General Meeting (15 July 2016 at 17:30 hours (CEST)), but are unable attend the Extraordinary General Meeting in person, we would like to draw your attention to the possibility of granting a voting proxy to STAK AAG or to another person to be designated by you. A further explanation may be found in the notice convening the Extraordinary General Meeting.

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 12 August 2016 (hereinafter: "Extraordinary General Meeting", 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 items on the agenda requiring a vote.

STAK continuïteit ABN AMRO Group