ING Groep N.V. General Meeting 2015

Monday, 11 May 2015, 14:00h (CET)

Muziekgebouw aan 't IJ
Piet Heinkade 1
1019 BR Amsterdam
The Netherlands

This meeting will be webcast on the
ING Groep website www.ing.com

ING

Agenda and documents

To the holders of shares and depositary receipts for shares of ING Groep N.V.

The annual General Meeting of ING Groep N.V. ('ING Groep' or the 'Company') will be held on Monday, 11 May 2015 at 14:00h (CET) in the 'Muziekgebouw aan 't IJ', Piet Heinkade 1, 1019 BR Amsterdam, the Netherlands.

Availability of meeting documents

Before the meeting, the following meeting documents are available to shareholders, holders of depositary receipts and others entitled to attend the meeting:

- the agenda with explanation and the announcements that are required by virtue of law and the Articles of Association of the Company; and
- the 2014 Annual Report, including the annual accounts, other information and the reports of the Executive Board and the Supervisory Board.

The meeting documents are available on the website of the Company (www.ing.com/agm) as of 27 March 2015, with the exception of the 2014 Annual Report, which was available on the aforementioned website of the Company as of 7 April 2015. These documents are available for inspection at the Company's head office, Bijlmerplein 888, 1102 MG Amsterdam, the Netherlands and can be obtained free of charge at this address.

The printed version of the 2014 Annual Report is available on 7 April 2015. As of that date it can be obtained free of charge at the Company's head office, as indicated above.

The adopted minutes of the annual General Meeting of 12 May 2014 have been made available on ING Groep's website (www.ing.com/agm) since 12 November 2014.

Questions on the agenda items may be submitted via ING Groep's website (www.ing.com/agm).

Hereafter you will find an explanation of the agenda items.

Amsterdam, 27 March 2015
The Executive Board **The Supervisory Board**

Shareholders and holders of depositary receipts who wish to vote at the meeting are requested to report to the Registration Desk before the meeting commences (14:00h CET) to allow a correct registration of the votes. The Registration Desk closes at 14:00h (CET).

For information on how to attend the meeting and exercise voting rights, see pages 8 and 9.

Agenda

Agenda item 1.
Opening remarks and announcements.

Agenda item 2.
A. Report of the Executive Board for 2014 (discussion item).
B. Sustainability (discussion item).
C. Report of the Supervisory Board for 2014 (discussion item).
D. Remuneration report (discussion item).
E. Corporate Governance (discussion item).
F. Annual Accounts for 2014 (voting item).

Agenda item 3.
A. Profit retention and distribution policy (discussion item)
B. Dividend for 2014 (voting item).

Agenda item 4.
A. Discharge of the members of the Executive Board in respect of their duties performed during the year 2014 (voting item).
B. Discharge of the members of the Supervisory Board in respect of their duties performed during the year 2014 (voting item).

Agenda item 5.
A. Amendment of the existing remuneration policy for the members of the Executive Board (voting item).
B. Variable remuneration cap for select global staff (voting item).

Agenda item 6.
Appointment of the auditor (voting item).

Agenda item 7.
Composition of the Supervisory Board:
A. Appointment of Mariana Gheorghe (voting item).
B. Reappointment of Joost Kuiper (voting item).
C. Reappointment of Henk Breukink (voting item).

Agenda item 8.
A. Authorisation to issue ordinary shares with or without pre-emptive rights (voting item).
B. Authorisation to issue ordinary shares with or without pre-emptive rights in connection with a merger, the takeover of a business or a company or, if necessary in the opinion of the Executive Board and the Supervisory Board, for the safeguarding or conservation of the Company's capital position (voting item).

Agenda item 9.
A. Authorisation to acquire ordinary shares or depositary receipts for ordinary shares in the Company's own capital (voting item).
B. Authorisation to acquire ordinary shares or depositary receipts for ordinary shares in the Company's own capital in connection with a major capital restructuring (voting item).

Agenda item 10.
Any other business and conclusion.

Explanation of the agenda items

Agenda item 2A.
Report of the Executive Board for 2014 (discussion item).
See pages 2 to 59 of the 2014 Annual Report.

Agenda item 2B.
Sustainability (discussion item).

Agenda item 2C.
Report of the Supervisory Board for 2014 (discussion item).
See pages 64 to 67 of the 2014 Annual Report.

Agenda item 2D.
Remuneration report (discussion item).
See pages 87 to 97 of the 2014 Annual Report.

Agenda item 2E.
Corporate Governance (discussion item).
See pages 68 to 83 of the 2014 Annual Report.

Agenda item 2F.
Annual Accounts for 2014 (voting item).
It is proposed to adopt the annual accounts for 2014 as included in the 2014 Annual Report on pages 99 to 334.

Agenda item 3A.
Profit retention and distribution policy (discussion item).
See pages 51 to 52 of the 2014 Annual Report.

Agenda item 3B.
Dividend for 2014 (voting item).
It is proposed, effective from 2015, to pay out a certain minimum of the Company's annual net profits by way of dividend as explained on page 52 of the 2014 Annual Report.

Agenda item 4A.
Discharge of the members of the Executive Board in respect of their duties performed during the year 2014 (voting item).
It is proposed to discharge the members of the Executive Board in respect of their duties performed in the 2014 financial year set out in the 2014 Annual Accounts, the report of the Executive Board, the Corporate Governance chapter, the chapter on Section 404 Sarbanes-Oxley Act, the Remuneration report and the statements made in the annual General Meeting.

Agenda item 4B.
Discharge of the members of the Supervisory Board in respect of their duties performed during the year 2014 (voting item).
It is proposed to discharge the members of the Supervisory Board in respect of their duties performed in the 2014 financial year set out in the 2014 Annual Accounts, the report of the Supervisory Board, the Corporate Governance chapter, the Remuneration report and the statements made in the annual General Meeting.

Agenda item 5A.
Amendment of the existing remuneration policy for members of the Executive Board (voting item).
Following the enactment of the Dutch law on Remuneration Policies of Financial Undertakings (*Wet beloningsbeleid financiële ondernemingen;* the 'Wbfo'), it is proposed to amend, taken as a whole, the following two elements of the existing remuneration policy for the members of the Executive Board as follows:

- to change the at target variable remuneration percentage to 80% of the maximum permitted variable remuneration percentage pursuant to the Wbfo (presently 20%); and
- to abandon the cash component of the variable remuneration resulting in a variable remuneration fully awarded in shares.

Explanation
See pages 93 to 94 of the 2014 Annual Report.

Agenda item 5B.
Variable remuneration cap for select global staff (voting item).
Approval is sought for any and all resolutions to increase the maximum ratio between the fixed and variable components of remuneration in line with CRD IV, from 100% to 200%, applied to identified staff globally for the performance year 2014 and restricted to staff outside the European Economic Area (constituting no more than, on a consolidated basis, 1% of the global staff of the Company) for each of the performance years 2015 and 2016.

EXPLANATION
See pages 94 to 95 of the 2014 Annual Report.

Agenda item 6.
Appointment of the auditor (voting item).
It is proposed to appoint KPMG Accountants N.V. ('KPMG') as the auditor of the company with the instruction to audit the annual accounts for the financial years 2016 to 2019 (inclusive), in accordance with article 393, Book 2 of the Dutch Civil Code, to report about the outcome of this audit to the Executive Board and the Supervisory Board and to give a statement about the truth and fairness of the annual accounts.

Explanation
Under Dutch law, ING Groep is required to change its auditor as of January 2016. The nomination of KPMG is the result of a thorough tender process overseen by the Audit Committee of the Supervisory Board, as reported in the 2013 Annual Report and in accordance with the ING Groep Policy on Auditors Independence.

Should the annual General Meeting appoint KPMG, KPMG will perform the audit of ING Groep starting the financial year ending 31 December 2016. The audit of the 2015 annual accounts will be performed by Ernst & Young Accountants LLP, ING Groep's current auditor. In accordance with the advice of the Audit Committee,

it is proposed to appoint KPMG for the audit of the respective 2016, 2017, 2018 and 2019 annual accounts.

Agenda item 7.
Composition of the Supervisory Board: 7A: appointment of Mrs Gheorghe (voting item); 7B: reappointment of Mr Kuiper voting item); and 7C: reappointment of Mr Breukink (voting item).

The current terms of appointment of Mr Kuiper and Mr Breukink expire as of the end of the annual General Meeting of 11 May 2015. Mr Kuiper and Mr Breukink are each eligible for reappointment.

With a view to the above, the Supervisory Board proposes, in accordance with article 25 paragraph 2 of the Articles of Association (binding proposal) and effective as of the end of the annual General Meeting of 11 May 2015:

1. to appoint as a member of the Supervisory Board: Mrs Gheorghe;
2. to reappoint as a member of the Supervisory Board: Mr Kuiper; and
3. to reappoint as a member of the Supervisory Board: Mr Breukink.

All proposed (re)appointments are in principle for a four-years term, i.e. until the annual General Meeting of 2019.

Mrs Gheorghe has confirmed to be independent in accordance with the Dutch Corporate Governance Code.

The proposed appointment is subject to approval by the European Central Bank.

Information on the nominated members for the Supervisory Board

7A. Mariana Gheorghe
Born on 12 April 1956 in Garbou, Romania; Romanian and British nationality.

Directorships:
- Chief Executive Officer of OMV Petrom S.A., Romania
- Chairwoman of the Supervisory Board of OMV Petrom Marketing SRL, Romania
- Chairwoman of the Supervisory Board of OMV Petrom Gas SRL, Romania
- Chairwoman of the Supervisory Board of OMV Petrom Global Solutions SRL, Romania

Important former positions:
- International Banker with the European Bank for Reconstruction and Development
- Deputy General Director, International Finance with the Ministry of Finance of Romania

Other relevant outside positions:
- Member of the Board of Directors in de Foreign Investors Council (FIC), Romania
- Vice-President Aspen Institute, Romania
- President of the Institute for Corporate Governance (ICG), Romania
- Member of the World Energy Council (WEC), Romania

The number of directorships held by Mariana Gheorghe meets the requirements of Dutch law.

Reason for the proposed appointment:
Her broad experience in managing a large listed company, her knowledge and experience in the financial sector as well as in the international trade and industry.

Shares held in the Company:
Mariana Gheorghe holds no (depositary receipts for) shares in the share capital of the Company.

7B. Joost Kuiper
Born on 23 July 1947 in Batavia, Indonesia; Dutch nationality.

Most important previous positions:
Member of the Executive Board of ABN AMRO Bank N.V.

Directorships:
Chairman of the Supervisory Board of IMC B.V.

Most important other outside positions:
Chairman of Foundation Administratiekantoor Koninklijke Brill.

The number of directorships held by Joost Kuiper meets the requirements of Dutch law.

Reason for the proposed reappointment:
His broad experience in the Dutch financial sector and the way he performed his duty as the vice-chairman of the Supervisory Board, the chairman of the Audit Committee, the chairman of the Remuneration Committee and a member of the Nomination Committee in his present term of appointment.

First appointment to the Supervisory Board of the Company:
May 2011.

Shares held in the Company:
Joost Kuiper holds no (depositary receipts for) shares in the share capital of the Company.

7C. Henk Breukink
Born on 5 June 1950 in Dieren (municipality of Rheden), the Netherlands, Dutch nationality.

Most important previous positions:
Managing Director of F&C and Country Head for F&C Netherlands (asset management firm).

Directorships:
- Chairman of the Supervisory Board of NSI N.V. (real estate fund)
- Non-executive Director of Brink Groep B.V.

Most important other outside positions:
Chairman of the Supervisory Board of Stichting Hoger Onderwijs Nederland (Inholland University).

The number of directorships held by Henk Breukink meets the requirements of Dutch law.

Reason for the proposed reappointment:
His broad international experience in both finance and human resources and the way he performed his duty as a member of the Supervisory Board, the chairman of the Corporate Governance Committee and a member of the Nomination Committee and the Remuneration Committee in his present term of appointment.

First appointment to the Supervisory Board of the Company:
April 2007

Shares held in the Company:
Henk Breukink holds no (depositary receipts for) shares in the share capital of the Company.

For the 2016 annual General Meeting, no member is scheduled for reappointment.

Agenda item 8A.

Authorisation to issue ordinary shares with or without pre-emptive rights (voting item).
The Executive Board, with the approval of the Supervisory Board, proposes to designate the Executive Board as the corporate body authorised, upon approval of the Supervisory Board, to resolve to issue ordinary shares, to grant the right to subscribe for such shares and to restrict or exclude pre-emptive rights of shareholders.

The aggregate nominal value of the ordinary shares which may be issued pursuant to this authorisation may not exceed EUR 92,400,000, provided that no shares may be issued in excess of the authorised share capital of the Company.

This authorisation renews and supersedes the authorisation assigned by the annual General Meeting of 12 May 2014 under agenda item 8A and ends (subject to extension by the General Meeting) on the earlier of 1 November 2016 and the date of renewal of this authorisation.

Explanation
See explanation below agenda item 8B.

Agenda item 8B.

Authorisation to issue ordinary shares with or without pre-emptive rights in connection with a merger, the takeover of a business or a company or, if necessary in the opinion of the Executive Board and the Supervisory Board, for the safeguarding or conservation of the Company's capital position (voting item).
The Executive Board, with the approval of the Supervisory Board, proposes to designate the Executive Board as the corporate body authorised, upon approval of the Supervisory Board, to resolve to issue ordinary shares, to grant the right to subscribe for such shares and to restrict or exclude pre-emptive rights of shareholders, each of these in connection with a merger or the takeover of a business or a company or, if necessary in the opinion of the Executive Board and the Supervisory Board, to safeguard or conserve the capital position of the Company.

The aggregate nominal value of the ordinary shares which may be issued pursuant to this authorisation may not exceed EUR 92,400,000, the corresponding number of shares increased by the number of shares which remains available for issuance under the authorisation pursuant to agenda item 8A; provided that no shares may be issued in excess of the authorised share capital of the Company.

This authorisation renews and supersedes the authorisation assigned by the annual General Meeting of 12 May 2014 under agenda item 8B and ends (subject to extension by the General Meeting) on the earlier of 1 November 2016 and the date of renewal of this authorisation.

Explanation
The authority to issue new shares, which includes the granting of rights to subscribe for new shares and the authority to restrict or exclude any pre-emptive rights of existing shareholders is vested with the General Meeting, which may delegate this authority to another corporate body. By means of the authorisations under the agenda items 8A and 8B, delegation of these authorities to the Executive Board is sought to allow the Company to respond promptly to developments.

This applies especially to developments in the financial markets. In the event that the Company wishes to issue new shares, conditions in the financial markets may have changed during the time needed for convening a General Meeting. As a result hereof the Company may not be in a position to take advantage of optimal market conditions. Therefore, it is preferable to appoint the Executive Board as the corporate body authorised to exercise the above mentioned powers, upon approval of the Supervisory Board, so that a more rapid response to market developments is possible.

The maximum number of ordinary shares pursuant to each of the agenda items 8A and 8B is equal to 10% of the issued share capital, so that the aggregate number of ordinary shares which may be issued represents 20% thereof.

The authorisation pursuant to agenda item 8A may be used for any purpose, including but not limited to capital strengthening, financing, mergers or takeovers and settlement of stock options and performance shares. At this moment, it is not being envisaged to use this authorisation for other purposes than the settlement of granted stock options, performance shares and

conditional shares to members of the Executive Board and employees to the extent that these cannot be settled from the depositary receipts for ordinary shares which were repurchased by the Company for that purpose. This authorisation is in line with standing practice of the Company.

The authorisation pursuant to agenda item 8B may be used separately from the authorisation under agenda item 8A and may only be used in case of a merger, the takeover of a business or a company, or, in case a capital increase is needed in the opinion of the Executive Board and the Supervisory Board, to safeguard or conserve the capital position of the Company. In the aforementioned cases the authorisation pursuant to agenda item 8B will prevail to the authorisation pursuant to agenda item 8A. This means that, in case of a merger, the takeover of a business or a company or in case a capital increase is needed in the opinion of the Executive Board and the Supervisory Board, to safeguard or conserve the capital position of the Company, ING Groep will firstly issue shares (or grant the rights to subscribe for such shares) under the authorisation of agenda item 8B and secondly, if needed, issue additional shares (or grant the rights to subscribe for such shares) under the authorisation pursuant to agenda item 8A. The number of shares which may be issued in such cases may not exceed 20% of the issued share capital, consisting of 10% of the issued share capital pursuant to agenda item 8B plus the shares which may be issued under the authorisation pursuant to agenda item 8A, insofar unused (i.e. max. 10% of the issued share capital).

The authorisation for a merger or the takeover of a business or company is in line with standing practice of the Company, but is of limited relevance at this moment in view of the acquisition limitations which currently apply to companies with state-aid arrangements. The authorisation for a capital increase to safeguard or conserve the capital position of the Company enables the Executive Board to quickly respond to circumstances of whatever nature that require the increase of capital.

This includes the potential conversion into ordinary shares of Additional Tier 1 instruments which may be issued by ING Groep to optimize its capital position under currently applicable regulatory requirements. Under the EU Capital Requirements Directive all Additional Tier 1 instruments should contain a loss absorption mechanism, i.e. either a write-off or a conversion into ordinary shares upon the breach of a certain minimum Common Equity Tier 1 ratio. In the event that ING Groep would issue Additional Tier 1 instruments with a conversion clause and such breach would occur, the Additional Tier 1 instruments would need to be converted into ordinary shares in order to safeguard or conserve the capital position of the Company.

Agenda item 9A.

Authorisation to acquire ordinary shares or depositary receipts for ordinary shares in the Company's own capital (voting item).

It is proposed to authorise the Executive Board for the period ending on the earlier of 1 November 2016 and the date of renewal of this authorisation to acquire in the name of the Company, upon approval of the Supervisory Board, fully paid-up ordinary shares in the share capital of the Company or depositary receipts for such shares. This authorisation is subject to the condition that the face value of the shares in the share capital of the Company, or the depositary receipts thereof, which are acquired, held or held as pledge by the Company or are held by its subsidiaries for their own account shall not exceed 10% of the issued share capital of the Company.

The authorisation applies to each way of acquisition of ownership for which the law requires an authorisation like the one proposed hereby. The purchase price shall not be lower than one eurocent and not higher than the highest price at which the depositary receipts for the Company's ordinary shares are traded on Euronext Amsterdam on the date on which the purchase contract is concluded or on the preceding day of stock market trading.

Explanation

The authorisation serves to enable the Company to repurchase ordinary shares or depositary receipts for such shares. As a result of this authorisation no more than 10% of the issued share capital may be held. As required by law, the authorisation states both the maximum price and the minimum price. The maximum price is the highest market price on Euronext Amsterdam on the date of the transaction or on the preceding day of stock market trading.

This authorisation is in line with standing practice of the Company. This authorisation will be used for trading and investment purposes in the normal course of the banking business. Shares repurchased for these purposes may be resold. At this moment, share repurchase transactions for other purposes are not being envisaged.

Agenda item 9B.

Authorisation to acquire ordinary shares or depositary receipts for ordinary shares in the Company's own capital in connection with a major capital restructuring (voting item).

It is proposed to authorise the Executive Board for the period ending on the earlier of 1 November 2016 and the date of renewal of this authorisation to acquire in case of a major capital restructuring in the name of the Company, upon approval of the Supervisory Board, fully paid-up ordinary shares in the share capital of the Company or depositary receipts for such shares. This authorisation is subject to the condition that the face value of the shares in the share capital of the Company or depositary receipts thereof, which are acquired, held or held as pledge by the Company or are held by its subsidiaries for their own account, shall not exceed 20% of the issued share capital of the Company, consisting of the maximum under the authorisation pursuant to agenda item 8A, plus an additional 10%.

The authorisation applies to each way of acquisition of ownership for which the law requires an authorisation like the one proposed hereby. The purchase price shall not be lower than one eurocent and not higher than

the highest price at which the depositary receipts for the Company's ordinary shares are traded on Euronext Amsterdam on the date on which the purchase contract is concluded or on the preceding day of stockmarket trading.

Explanation
The authorisation serves to enable the Company to repurchase ordinary shares or depositary receipts for such shares in connection with a major capital restructuring and, in connection therewith, to respond promptly to developments in the financial markets. As a result of this authorisation no more than 20% of the issued share capital may be held, consisting of the 10% of the issued share capital that may be held under the authorisation pursuant to agenda item 8A, plus an additional 10%. As required by law, the authorisation states both the maximum price and the minimum price. The maximum price is the highest market price on Euronext Amsterdam on the date of the transaction or on the preceding day of stockmarket trading.

At this moment, a major capital restructuring is not envisaged.

Attending the meeting and voting [1]

Shareholders registered in the shareholders' register	Holders of depositary receipts
A. If you wish to attend the meeting in person and vote in the Muziekgebouw 1. You must be recorded in the shareholders' register on the Record date (see I). 2. You have to register by the deadline for attending the meeting (see II).	**A. If you wish to attend the meeting in person and vote in the Muziekgebouw** 1. You must be recorded as a holder of depositary receipts by the intermediary as defined in the Book-Entry Transfer Act ('Wet Giraal Effectenverkeer') in whose records you are registered as holder of depositary receipts for shares of ING Groep on the Record date (see I). 2. You have to register by the deadline for attending the meeting (see II).
B. If you wish to be represented in the meeting by a proxy 1. You must be recorded in the shareholders' register on the Record date (see I). 2. You have to register by the deadline for attending the meeting (see II). 3. You have to submit a written proxy with the registration (see II).	**B. If you wish to be represented in the meeting by a proxy** 1. You must be recorded as a holder of depositary receipts by the above-referenced intermediary on the Record date (see I). 2. You have to register by the deadline for attending the meeting (see II). 3. You have to submit a written proxy with the registration (see II).
C. If you wish to participate in the decision-making process without attending the meeting 1. You must be recorded in the shareholders' register on the Record date (see I). 2. You have to submit the voting form by the deadline before the meeting (see IV).	**C. If you wish to participate in the decision-making process without attending the meeting** 1. You must be recorded as a holder of depositary receipts by the above-referenced intermediary on the Record date (see I). 2. You have to submit the voting form by the deadline before the meeting (see IV).

[1] Holders of American depositary shares should refer to the information on ING Groep's website (www.ing.com/ads).

I. Record date

The Record date is the determining factor to attend the annual General Meeting and to exercise voting rights during that meeting. The Record date for this meeting is 13 April 2015 so that shareholders and holders of depositary receipts who were shareholder or holder of depositary receipts on 13 April 2015 after the closing of the books, have the right to attend the meeting and to exercise their voting rights in accordance with the number of shares or depositary receipts for shares they hold at that specific date. The Record date for holders of American depositary shares is 13 April 2015.

ING Groep does not require blocking of depositary receipts in order to attend a General Meeting. However, it cannot be excluded that the above-referenced intermediary does require blocking of depositary receipts in specific situations, which may include the situation that a holder of depositary receipts desires to be registered for the meeting prior to the Record date.

II. Registration

Shareholders have to register for the meeting in writing to ING Bank N.V. (Paying Agency Services, location TRC 01.013, Foppingadreef 7, 1102 BD Amsterdam, email: iss.pas.hbk@ing.nl, fax: +31 20 5636959) no later than 6 May 2015.

Holders of depositary receipts may register for the meeting via an electronic voting platform, available on ING Groep's website (www.ing.com/agm). Alternatively, they may register for the meeting in writing through their intermediary. At the time of registration, holders of depositary receipts have to submit, or request the intermediary to submit a statement to ING Bank N.V. (Paying Agency Services, location TRC 01.013, Foppingadreef 7, 1102 BD Amsterdam, email: iss.pas.hbk@ing.nl, fax: +31 20 5636959) no later than 6 May 2015. This statement must include the number of depositary receipts held at the Record date.

Shareholders and holders of depositary receipts who wish to be represented at the meeting by a proxy have to submit a written proxy at the time of registration.

III. Voting rights in the meeting

Shareholders are entitled to exercise their voting rights in accordance with their shareholding according to the shareholders' register at the Record date.

Holders of depositary receipts who attend the meeting in person are entitled to vote in their capacity as proxy of Stichting ING Aandelen ('ING Trust Office') on the number of shares that equals the number of depositary receipts they hold on the Record date.

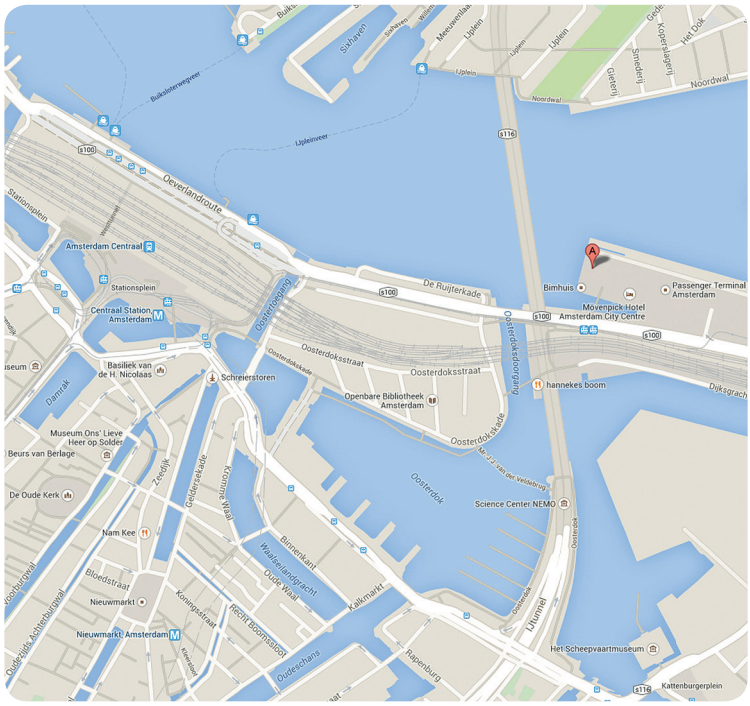
IV. Voting form / voting via the internet

A voting form will be available on ING Groep's website (www.ing.com/agm) for *shareholders* who will not be attending the meeting but nonetheless wish to participate in the decision-making process. Alternatively, they may request a voting form from ING Bank N.V. (Paying Agency Services, location TRC 01.013, Foppingadreef 7, 1102 BD Amsterdam, email: iss.pas.hbk@ing.nl, fax: +31 20 5636959). This form must be received at the return address no later than 6 May 2015.

Holders of depositary receipts may submit their votes via an electronic voting platform, available as of 13 April 2015 on ING Groep's website (www.ing.com/agm). Alternatively, they may also use the voting form available on ING Groep's website (www.ing.com/agm) or request a voting form from ING Bank N.V. (Paying Agency Services, location TRC 01.013, Foppingadreef 7, 1102 BD Amsterdam, email: iss.pas.hbk@ing.nl, fax: +31 20 5636959). This form together with a statement from the aforementioned intermediary of the number of depositary receipts for shares they hold at the Record date must be received at the return address no later than 6 May 2015.

Shareholders and holders of depositary receipts who wish to vote at the meeting are requested to report to the Registration Desk before the meeting commences (14:00h CET) to allow a correct registration of the votes. The Registration Desk closes at 14:00h (CET).

Directions



Directions to the Muziekgebouw aan 't IJ

Muziekgebouw aan 't IJ
Piet Heinkade 1
1019 BR Amsterdam
The Netherlands

(see also: http://www.muziekgebouw.nl/informatie/english/)

By public transport

Tram 26, stop Muziekgebouw.

Just across the tramstop you see the Muziekgebouw. Take the stairs or the elevator down stairs and follow the ING signs in the direction of the main entrance of the Muziekgebouw.

Because of the steep slope of the pedestrian bridge, persons who experience difficulties walking are advised to get off one stop later on 'Piet Heinkade' and to proceed via the Passenger Terminal Amsterdam (PTA) and the Mövenpick hotel to the main entrance of the Muziekgebouw.

By car

From the east side of ring road A10, take exit S114 in the direction of Amsterdam centre ('Centrum'). You will enter the Piet Hein tunnel. At the end of the tunnel, turn right at the traffic light in the direction of the Central Station. At the fourth traffic light, turn right. The entrance to the car park is in front of the PTA.

From the west side of ring road A10, take exit S102 in the direction of Amsterdam centre ('Centrum'). You will pass by the back of the Central Station and after approximately 500 metres you will see the Muziekgebouw on your left hand.

Car park

You can park directly under the PTA, Piet Heinkade 27, 1019 BL Amsterdam. Upon leaving the car park, turn right and walk towards the river IJ. After approximately 150 metres, you will find the ground-level entrance of the Muziekgebouw on your right hand.

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