

Agenda

ING Groep N.V. Annual General Meeting 2018

Monday April 23, 2018, 14:00 CET

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

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

Agenda

To the holders of American depository Receipts of 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 April 23, 2018 at 14:00 CET in the 'Muziekgebouw aan 't IJ', Piet Heinkade 1, 1019 BR Amsterdam, the Netherlands.

Availability of meeting documents

The following meeting documents are available to shareholders and others entitled to attend the meeting:

- The explanation to the agenda, including the announcements that are required by virtue of the law and the Articles of Association of the Company.
- The 2017 Annual Report, including the Annual Accounts, other information and the reports of the Executive Board and the Supervisory Board.
- Application of the Dutch Corporate Governance Code by ING Groep N.V.
- The profile of the Executive Board and Supervisory Board.

The meeting documents are available on the website of the Company (www.ing.com/agm). These documents are also 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 adopted minutes of the Annual General Meeting of May 8, 2017 have been available on the website of the Company (www.ing.com/agm) since November 8, 2017.

Questions on the agenda items may be submitted via the website of the Company (www.ing.com/agm).

Amsterdam, March 8, 2018
Executive Board

Supervisory Board

Shareholders who wish to vote at the meeting are requested to register at the Registration Desk before the meeting commences at 14:00 CET to allow the votes to be registered correctly. The Registration Desk closes at 14:00 CET.

For information on how to attend the meeting and exercise voting rights, see page 3.

Agenda

Agenda item 1

Opening remarks and announcements.

Agenda item 2

- A Report of the Executive Board for 2017 (discussion item).
- B Sustainability (discussion item).
- C Report of the Supervisory Board for 2017 (discussion item).
- D Remuneration report (discussion item).
- E Annual Accounts for 2017 (voting item).

Agenda item 3

- A Profit retention and distribution policy (discussion item).
- B Dividend for 2017 (voting item).

Agenda item 4

- A ING's application of the revised Dutch Corporate Governance Code (discussion item).
- B Amendment of the Executive Board profile (discussion item).
- C Amendment of the Supervisory Board profile (discussion item).

Agenda item 5

- A Discharge of the members and former members of the Executive Board in respect of their duties performed during the year 2017 (voting item).
- B Discharge of the members and former members of the Supervisory Board in respect of their duties performed during the year 2017 (voting item).

Agenda item 6

Amendment to the remuneration policy for members of the Executive Board (voting item).

Agenda item 7

Composition of the Supervisory Board: reappointment of Eric Boyer de la Giroday (voting item).

Agenda item 8

- A Authorization to issue ordinary shares (voting item).
- B Authorization to issue ordinary shares, with or without pre-emptive rights of existing shareholders (voting item).

Agenda item 9

Authorization of the Executive Board to acquire ordinary shares in the Company's capital (voting item).

Agenda item 10

Any other business and conclusion.

Attending the meeting and voting

Only holders of American depositary shares (ADS) who were ADS holders on the US Record date Thursday, March 22, 2018, are eligible to attend the meeting and to exercise voting rights.

Any ADS holder who wishes to attend the meeting in the Netherlands should contact the JPMorgan Service Centre on +1 800 990 1135 (from the US) or +1 651 453 2128 (from outside the US) no later than Friday, April 13, 2018, 12 p.m. (EST). An ADS holder will be entitled to attend the meeting if he or she held ADSs on the US Record date (Thursday, March 22, 2018).

Proxy voting

Registered ADS holders as of Thursday, March 22, 2018, are asked to complete and return the distributed proxy card to the depositary by the time and date stated on it. A pre-paid envelope is supplied for this purpose.

ADS holders are requested to contact the JPMorgan Service Centre at +1 800 990 1135 (from the US) or +1 651 453 2128 (from outside the US) for further assistance.

Those ADS holders not holding via JPMorgan in nominee form are asked to contact their Custodian Bank or Broker to exercise their voting rights.

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