

ING Annual General Meeting 2018

Amsterdam • 23 April 2018



Agenda item 1

Opening remarks and announcements

ING Annual General Meeting 2018

On the record date, 26 March 2018, the issued capital of the company consisted of:

3,886,008,602 issued ordinary shares

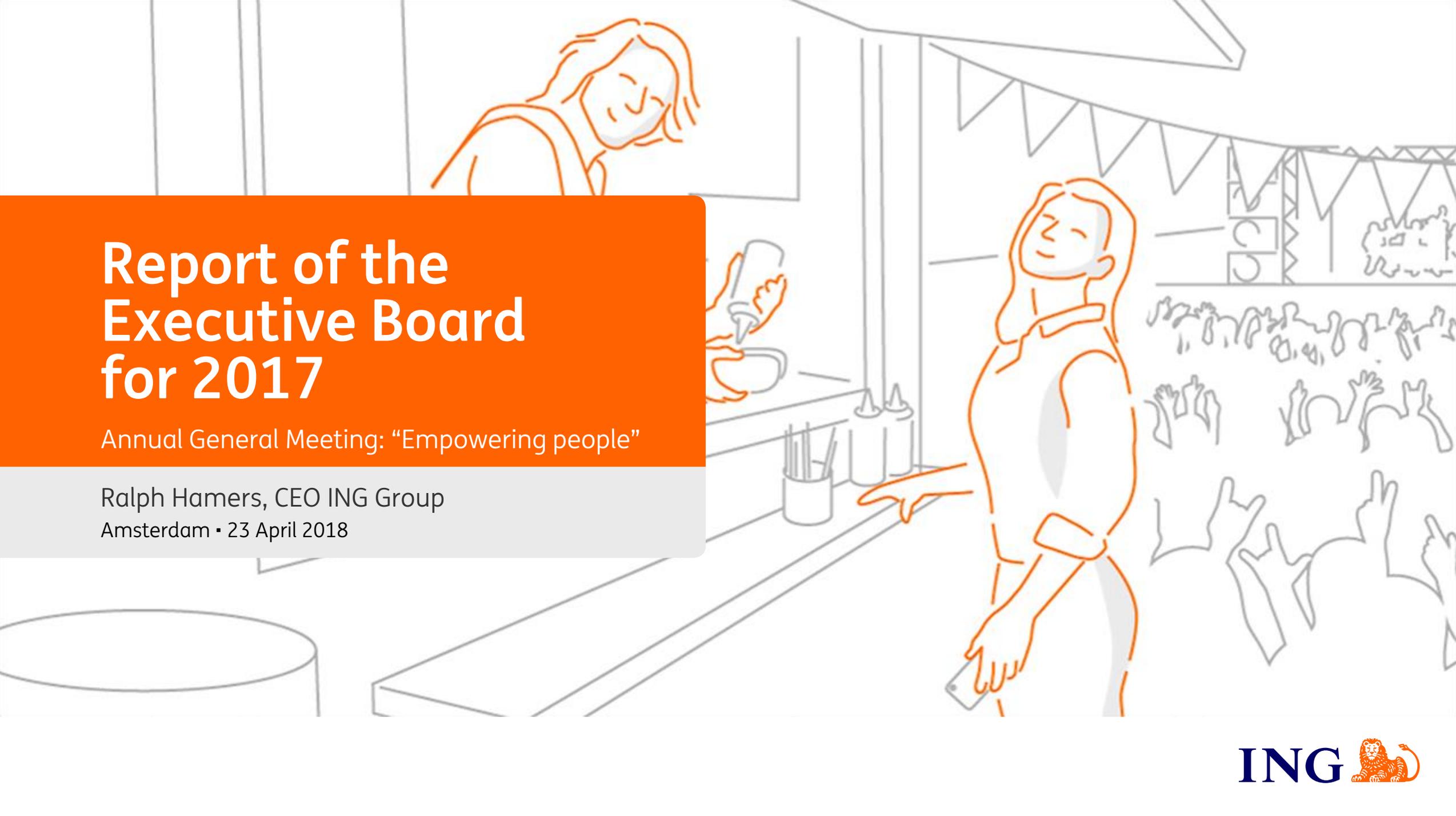
No votes can be cast on 950,909 ordinary shares as these shares were held by ING on the record date

A total of 3,885,057,693 votes can be cast

Agenda items 2A and 2B - discussion items

Report of the Executive Board for 2017 and Sustainability

- See pages 3 to 60 of the Annual Report 2017.
- See explanation to the agenda.



Report of the Executive Board for 2017

Annual General Meeting: “Empowering people”

Ralph Hamers, CEO ING Group
Amsterdam • 23 April 2018

Think Forward: still as relevant as ever

Purpose



Empowering people to stay a step ahead in life and in business.

Customer Promise



Clear and Easy



Anytime, Anywhere



Empower



Keep Getting Better

Strategic Priorities



Creating a differentiating customer experience

1. Earn the primary relationship
2. Develop analytics skills to understand our customers better
3. Increase the pace of innovation to serve changing customer needs
4. Think beyond traditional banking to develop new services and business models

Enablers



Simplify & Streamline | Operational Excellence | Performance Culture | Lending Capabilities

37.4 million customers in more than 40 countries (end-2017)

Net Promoter Score (NPS)



#1

in 7 of 13 countries:
**Australia, Austria,
France, Germany,
Poland, Romania
and Spain**

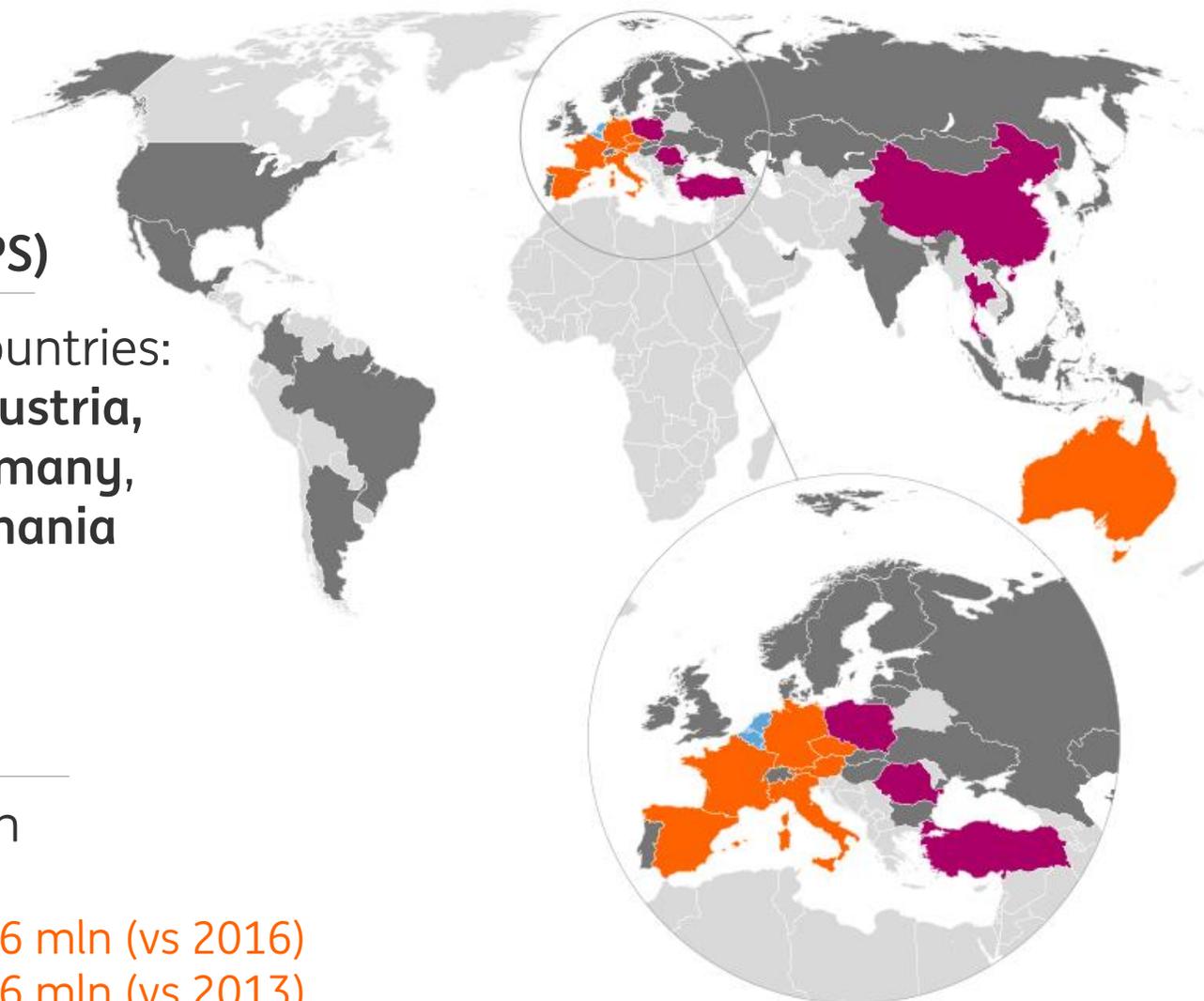


Customers

37.4 mln

+1.6 mln (vs 2016)

+5.6 mln (vs 2013)



■ Market Leaders

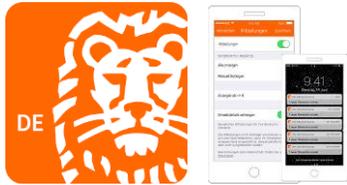
■ Challengers

■ Growth Markets

■ Wholesale Banking
activities only

... attracted by innovative, clear and easy products and services

Best-in-class banking app 



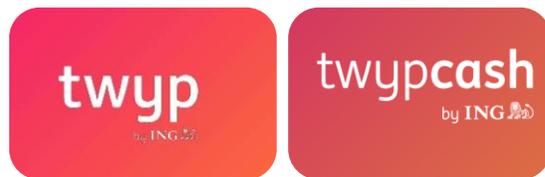
"Banking to go"

Digital identity management 



to prove it's you

Peer-to-peer payments + cashback 



Aggregation + Advice 



Robo advice partnership 



Instant lending for SMEs 



Blockchain-based trade finance

EASY TRADING
connect

Artificial intelligence for bond trading



Multibank aggregation platform (corp. clients)



Our focus on primary customer relationships drives value

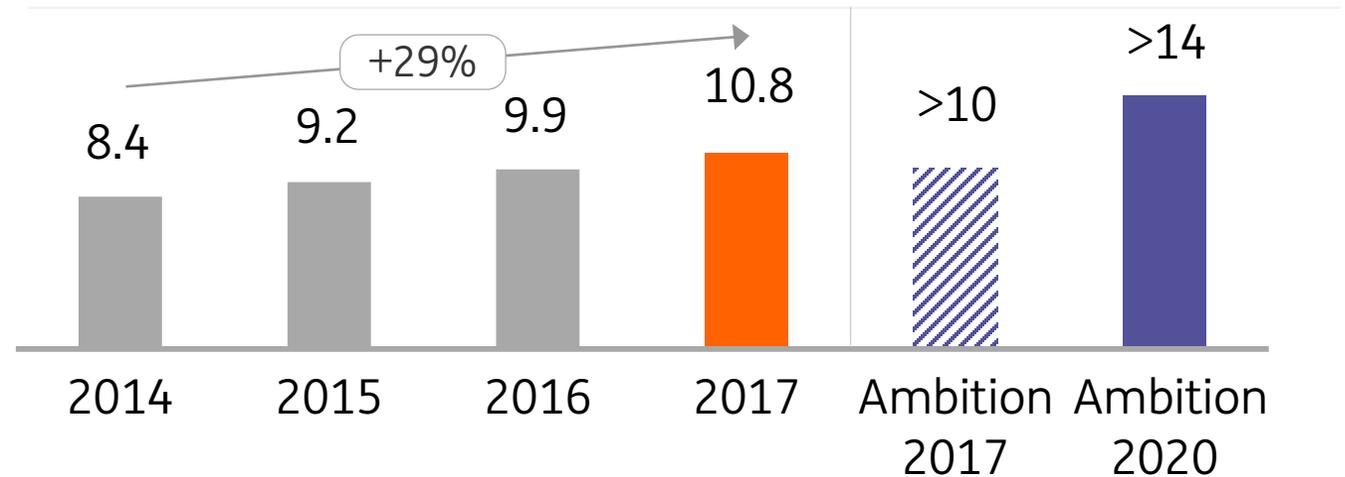


Primary relationships



+9%
10.8 mln

Above target on way to 14 mln primary customers by 2020 (in mln)



ING Bank core lending

2017 net growth



+4.8%
EUR +26.9 bln

ING Bank customer deposits

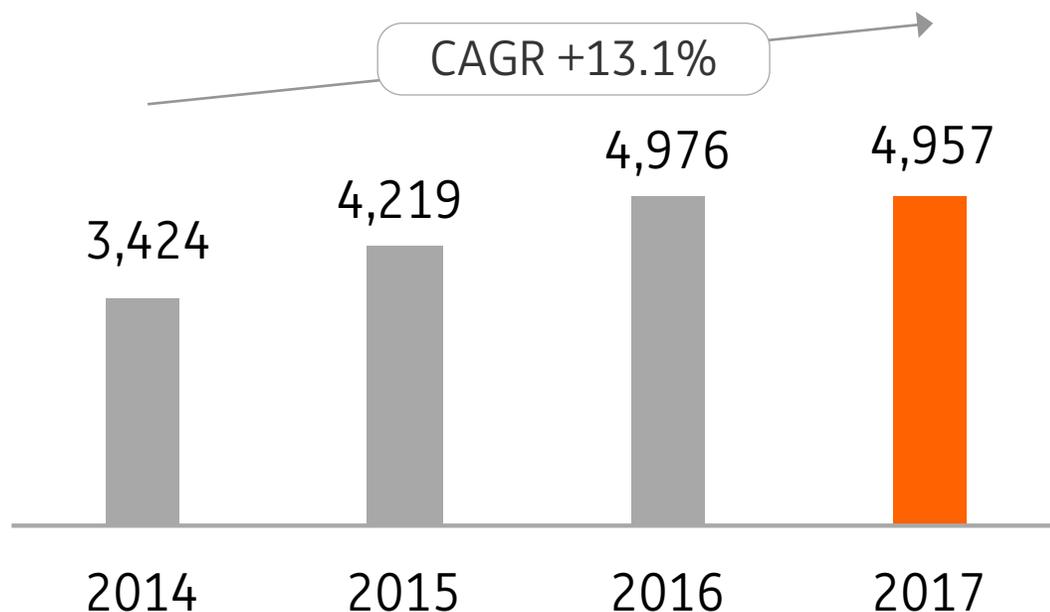
2017 net growth



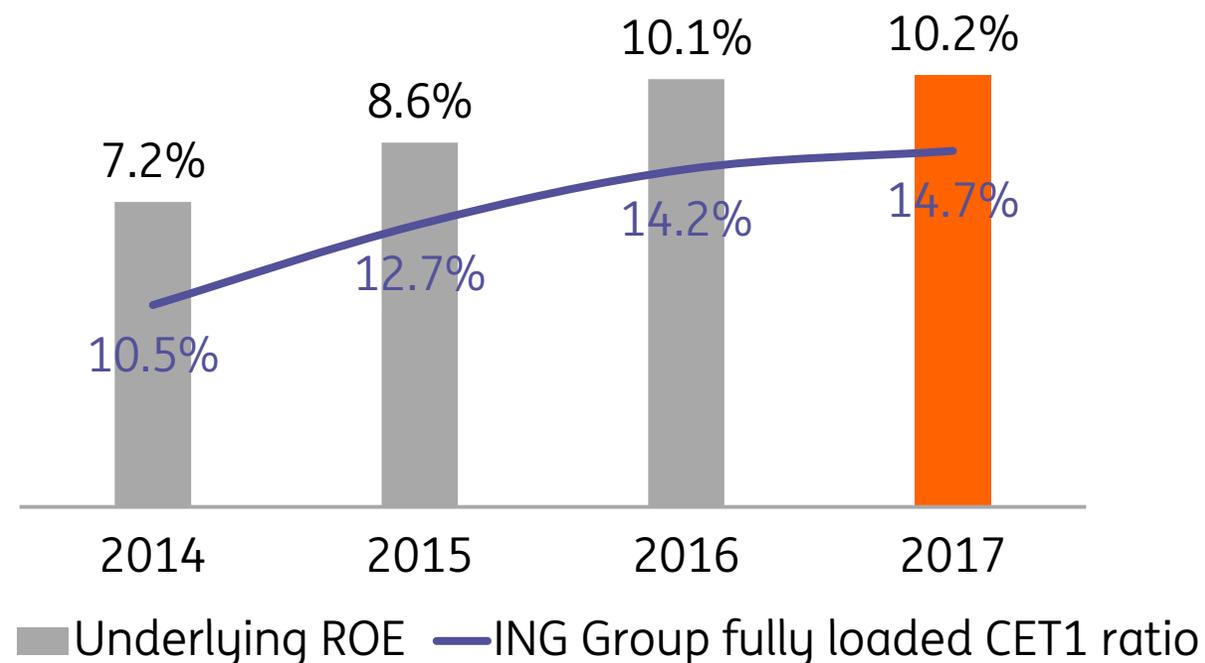
+3.6%
EUR +19.0 bln

Think Forward delivers stable profits despite low-interest pressures

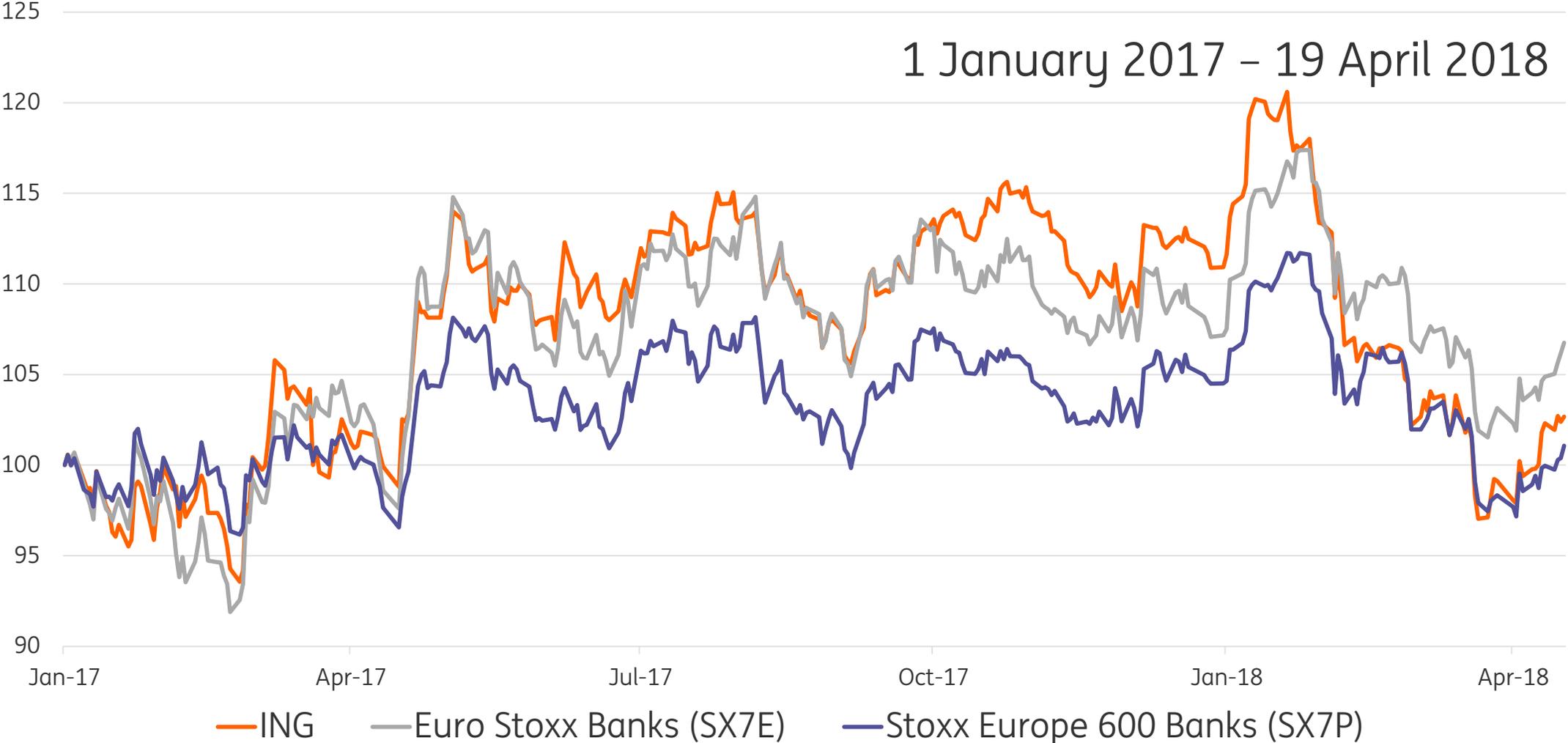
Underlying net result stable YoY
(in EUR mln)



Underlying return on equity > 10%

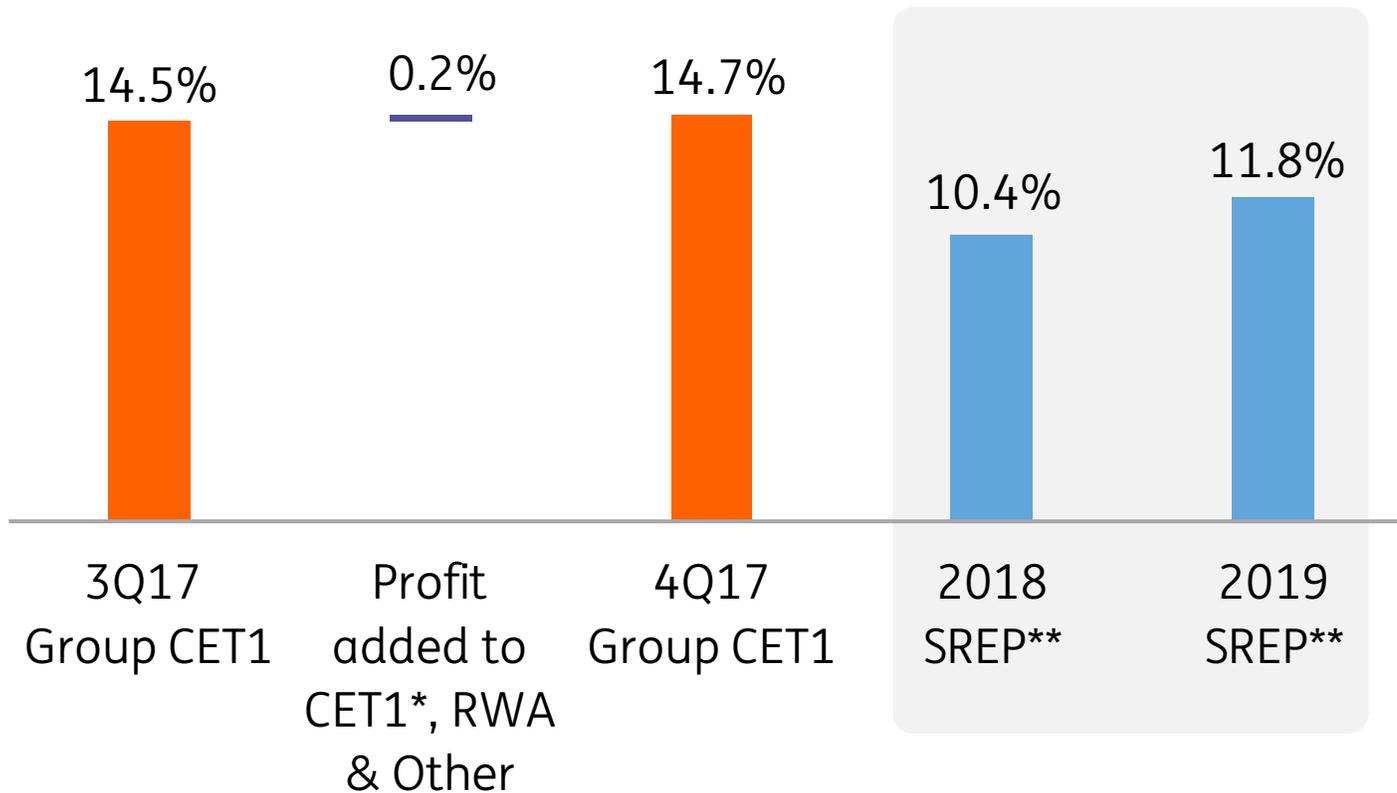


ING share performance



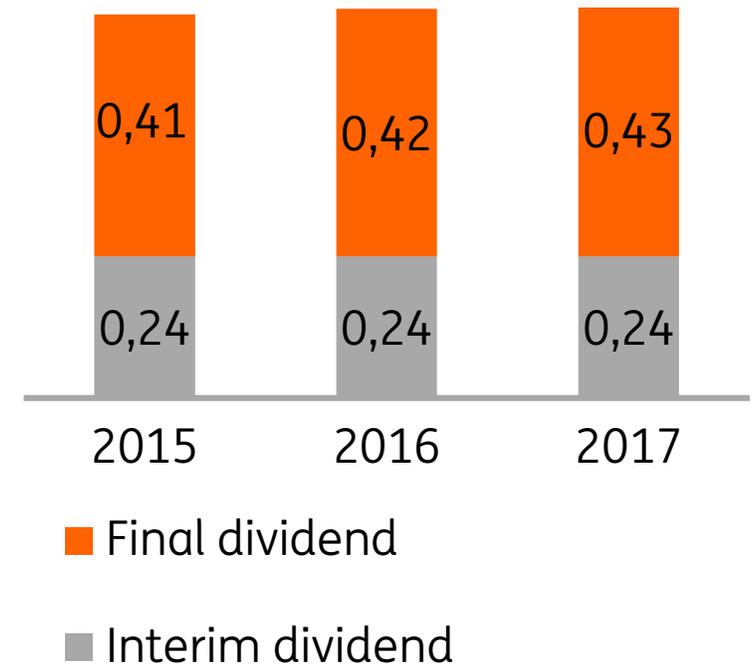
ING Group CET1 ratio 14.7%; ING proposes EUR 0.67 dividend

ING Group fully-loaded CET1 ratio development



We propose to pay a full-year dividend of EUR 0.67 per share

EUR 0.65 EUR 0.66 **EUR 0.67**



* EUR 971 mln which consists of 4Q17 Group net profit of EUR 1,015 mln minus EUR 44 mln set aside for the one cent progressiveness of the dividend

** Plus a comfortable management buffer (to include Pillar 2 Guidance)

In 2017 ING was named Best Bank in the World



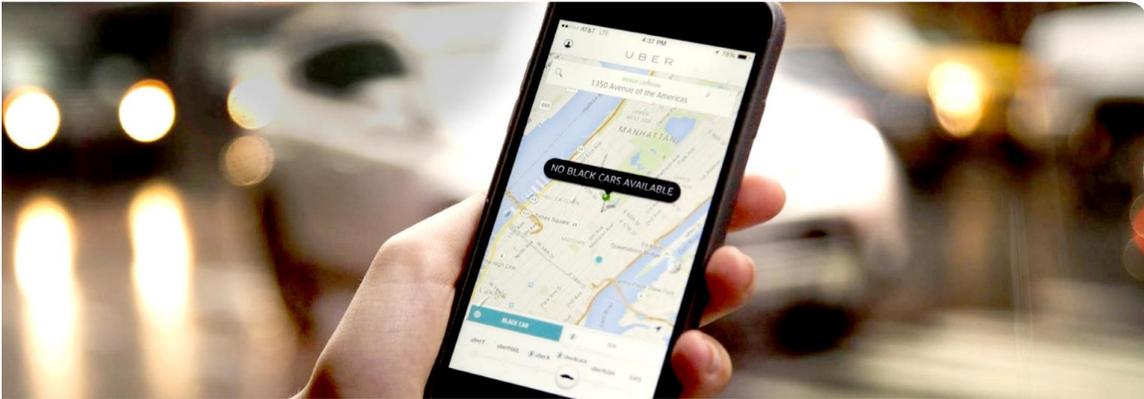
... but how do we maintain this position of strength?

Trends in the banking landscape continue to evolve...

Regulations and low interest rates



Expectations set by tech giants, not banks



Banking products are now commodities



People live their lives on smartphones



... with platforms as the likely winners

The winners we see share key attributes:



Frictionless and personal digital experience

The bar is set by players outside the industry: personal, instant, relevant & seamless



What does this mean for us?

Deliver a differentiating experience by being clear, easy, transparent, empowering, always on, real-time and relevant



Own the customer interaction

The primary relationship will be all about the frequency of contact



Offer a differentiating experience and become a true love brand, to be the go-to place for financial & finance-related decisions



Connecting value chains

Leveraging data across value chains to provide true insight



Leverage in-house and external data to build relationships and enable faster decision-making and better client solutions



Open platforms

Connecting buyers and sellers, including offering products of third parties



Think beyond banking, driving traffic to our platform and we need to be where our customers are on other platforms

Our platform ambition: the “go to place” for finance-related needs

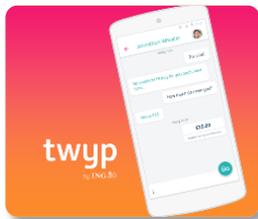
Re-inventing our ING platforms... also with the help of Fintechs & partners

Developing new ventures

Financial advice



Payments



Artificial intelligence bond trading tool “Katana”

Instant lending

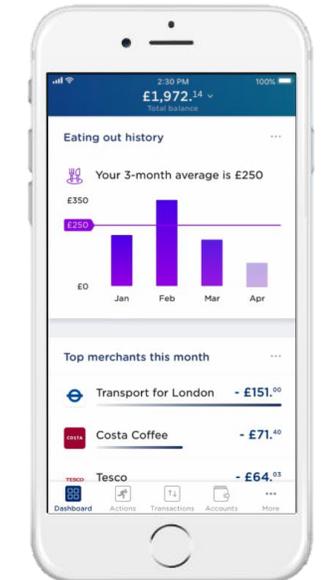


Payments



Credit Suisse and ING execute first live securities trade on a blockchain platform

YOLT



 makelaarsland®

Transformation progress in 2017

Four major digital transformation programmes

Orange Bridge



- ~5,000 staff have gone through redeployment process in 2017
- Cross-border agile Way of Working implemented
- ING Belgium and Record Bank on track for 2Q18 merger

Model Bank



- New multi-country customer interaction platform being reviewed
- PSD2 architectural design completed

Welcome



- Launch of fully digital current account opening
- Increased back office & call centre automation (300,000 call reductions)

WTOM



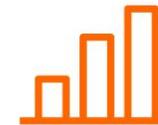
- Consolidation of FM trading activities on track
- Rollouts for a common global IT lending platform continuing

Estimated financial impact of digital transformation programmes



~EUR 450 mln still to be invested until 2021

EUR 206 mln invested in 2017



To achieve **gross annual cost savings of EUR 900 mln** by 2021



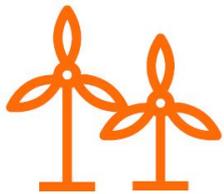
In order to meet Ambition 2020 **cost/income ratio target of 50-52%**

With sustainability embedded in everything we do



Our new Sustainability Direction

All of our sustainability initiatives will help contribute to a low-carbon or self-reliant society



EUR **14.6** bln
Climate Finance



EUR **4.8** bln
Sustainable Assets under
Management (SAuM)



Recognition as
sustainability leader



EUR **0.5** bln
Social Impact
Finance



25.4 mln
customers felt
financially empowered



Building for the future



Follow us to stay a step ahead

ING.com



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Important legal information

Projects may be subject to regulatory approvals.

ING Group's annual accounts are prepared in accordance with International Financial Reporting Standards as adopted by the European Union ('IFRS-EU'). In preparing the financial information in this document, except as described otherwise, the same accounting principles are applied as in the 2017 ING Group consolidated annual accounts. All figures in this document are unaudited. Small differences are possible in the tables due to rounding.

Certain of the statements contained herein are not historical facts, including, without limitation, certain statements made of future expectations and other forward-looking statements that are based on management's current views and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. Actual results, performance or events may differ materially from those in such statements due to a number of factors, including, without limitation: (1) changes in general economic conditions, in particular economic conditions in ING's core markets, (2) changes in performance of financial markets, including developing markets, (3) potential consequences of European Union countries leaving the European Union or a break-up of the euro, (4) changes in the availability of, and costs associated with, sources of liquidity such as interbank funding, as well as conditions in the credit and capital markets generally, including changes in borrower and counterparty creditworthiness, (5) changes affecting interest rate levels, (6) changes affecting currency exchange rates, (7) changes in investor and customer behaviour, (8) changes in general competitive factors, (9) changes in laws and regulations and the interpretation and application thereof, (10) geopolitical risks and policies and actions of governmental and regulatory authorities, (11) changes in standards and interpretations under International Financial Reporting Standards (IFRS) and the application thereof, (12) conclusions with regard to purchase accounting assumptions and methodologies, and other changes in accounting assumptions and methodologies including changes in valuation of issued securities and credit market exposure, (13) changes in ownership that could affect the future availability to us of net operating loss, net capital and built-in loss carry forwards, (14) changes in credit ratings, (15) the outcome of current and future legal and regulatory proceedings, (16) operational risks, such as system disruptions or failures, breaches of security, cyber attacks, human error, changes in operational practices or inadequate controls including in respect of third parties with which we do business, (17) the inability to protect our intellectual property and infringement claims by third parties, (18) the inability to retain key personnel, (19) business, operational, regulatory, reputation and other risks in connection with climate change, (20) ING's ability to achieve its strategy, including projected operational synergies and cost-saving programmes and (21) the other risks and uncertainties detailed in the most recent annual report of ING Groep N.V. (including the Risk Factors contained therein) and ING's more recent disclosures, including press releases, which are available on www.ING.com. Many of those factors are beyond ING's control.

Any forward looking statements made by or on behalf of ING speak only as of the date they are made, and ING assumes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or for any other reason. This document does not constitute an offer to sell, or a solicitation of an offer to purchase, any securities in the United States or any other jurisdiction.

Agenda item 2C - discussion item

Report of the Supervisory Board for 2017

- See pages 63 to 69 of the Annual Report 2017.

Agenda item 2D - discussion item

Remuneration report

- See pages 88 to 99 of the Annual Report 2017.

Agenda item 2E - voting item

Annual Accounts for 2017

- See pages 103 to 308 of the Annual Report 2017.



Audit annual accounts 2017 ING Groep N.V.

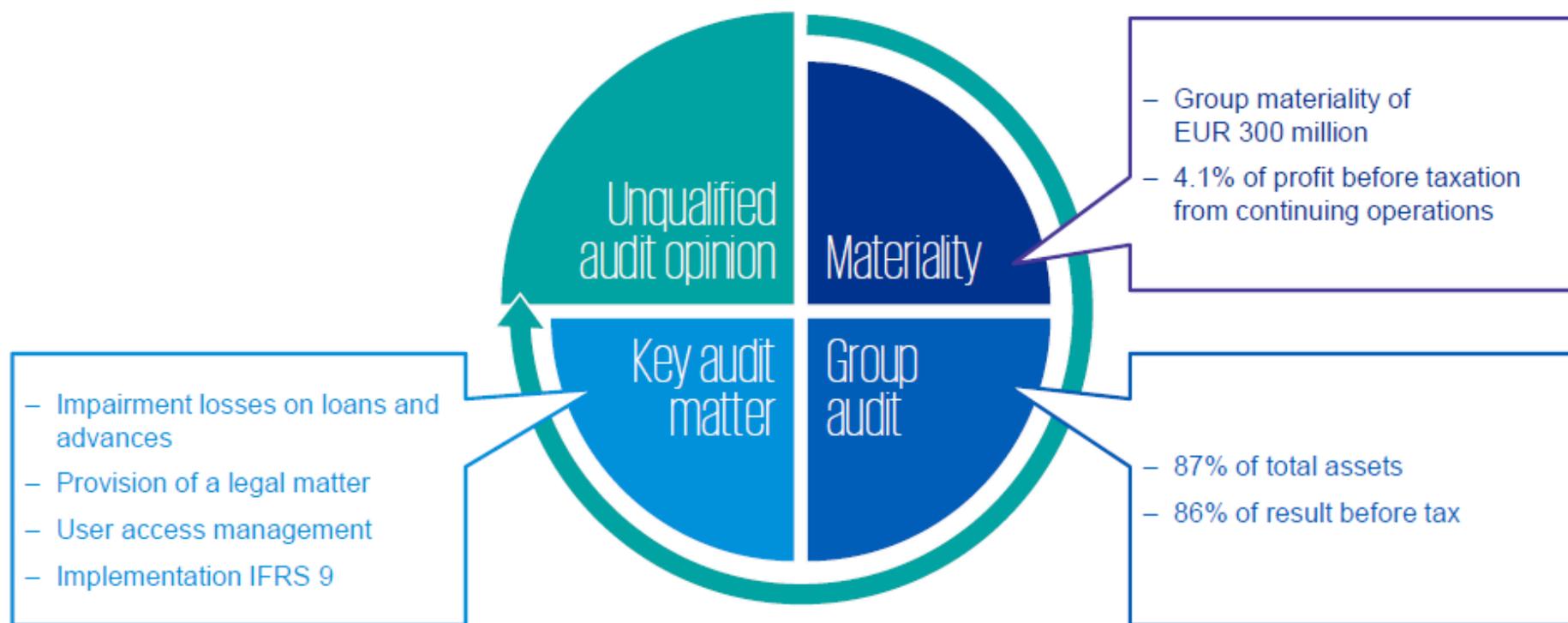
Presentation for the Annual General Meeting

—
23 April 2018

Our activities and reports



Key matters of our audit approach





Thank you for
your attention

ING Annual General Meeting 2018

Present or represented are:

6,729 shareholders

Holding on the record date (26 March 2018):

2,823,864,532 ordinary shares
permitting 2,823,864,532 votes to be cast.

Percentage represented capital:

72.69%

of which 2,805,129,321 shares, 99.34% % of the represented capital, by means of proxy via the electronic voting platform, are represented by Ms J.J.C.A. Leemrijse, civil-law notary in Amsterdam.

Agenda item 2E - voting item

Annual Accounts for 2017

	votes	%
in favour	2,809,617,070	99.778%
against	6,261,424	0.222%
abstentions	6,432,477	

Agenda item 3A - discussion item

Profit retention and distribution policy

- See pages 48 to 50 of the Annual Report 2017.

Agenda item 3B - voting item

Dividend for 2017

- See the proposal in the explanation to the agenda.
- See page 49 of the Annual Report 2017.

Agenda item 3B - voting item

Dividend for 2017

	votes	%
in favour	2,802,876,289	99.433%
against	15,982,982	0.567%
abstentions	3,452,702	

Agenda item 4A - discussion item

ING's application of the revised Dutch Corporate Governance Code

- See the explanation to the agenda and pages 70 to 82 of the Annual Report 2017
- See the 'Application of the Dutch Corporate Governance Code by ING Groep N.V.'.

Agenda item 4B - discussion item

Amendment of the Executive Board profile

- See the explanation to the agenda
- See the profile of the Executive Board.

Agenda item 4C - discussion item

Amendment of the Supervisory Board profile

- See the explanation to the agenda
- See the profile of the Supervisory Board.

Agenda item 5A - voting item

Discharge of the members and former members of the Executive Board in respect of their duties performed during the year 2017

- See the proposal in the explanation to the agenda.

Agenda item 5A - voting item

Discharge of the members and former members of the Executive Board in respect of their duties performed during the year 2017

	votes	%
in favour	2,694,615,909	96.990%
against	83,632,053	3.010%
abstentions	42,858,484	

Agenda item 5B - voting item

Discharge of the members and former members of the Supervisory Board in respect of their duties performed during the year 2017

- See the proposal in the explanation to the agenda.

Agenda item 5B - voting item

Discharge of the members and former members of the Supervisory Board in respect of their duties performed during the year 2017

	votes	%
in favour	2,623,335,566	95.122%
against	134,532,507	4.878%
abstentions	64,424,782	

Agenda item 6 - *withdrawn, no voting*

Amendment to the remuneration policy for members of the Executive Board

- See the press release of 13 March 2018.

Agenda item 7 - voting item

Composition of the Supervisory Board: reappointment of Eric Boyer de la Giroday

- See the proposal in the explanation to the agenda.



Agenda item 7 - voting item

Composition of the Supervisory Board: reappointment of Eric Boyer de la Giroday

	votes	%
in favour	2,579,685,040	91.490%
against	239,960,076	8.510%
abstentions	1,462,413	

Agenda item 8A - voting item

Authorisation to issue ordinary shares

- See the proposal in the explanation to the agenda.

Agenda item 8A - voting item

Authorisation to issue ordinary shares

	votes	%
in favour	2,532,215,462	90.184%
against	275,619,064	9.816%
abstentions	14,445,449	

Agenda item 8B – voting item

Authorisation to issue ordinary shares with or without pre-emptive rights of existing shareholders

- See the proposal in the explanation to the agenda.

Agenda item 8B - voting item

Authorisation to issue ordinary shares with or without pre-emptive rights of existing shareholders

	votes	%
In favour	2,767,370,571	98.103%
against	53,513,686	1.897%
abstentions	1,391,373	

Agenda item 9 - voting item

Authorisation of the Executive Board to acquire ordinary shares in the Company's capital

- See the proposal in the explanation to the agenda.

Agenda item 9 - voting item

Authorisation of the Executive Board to acquire ordinary shares in the Company's capital

	votes	%
in favour	2,778,036,050	98.574%
against	40,194,377	1.426%
abstentions	4,041,360	

Agenda item 10

Any other business and conclusion

Thank you

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