

Draft minutes
Extraordinary General Meeting
ABN AMRO Bank N.V.

Monday 23
September 2024

Draft Minutes of the Extraordinary General Meeting

ABN AMRO Bank N.V.

ABN AMRO Head Office, Gustav Mahlerlaan 10, Amsterdam

(These minutes are a concise record of the proceedings at the meeting)

Monday 23 September 2024, start at 16.00 hrs (CET)

Agenda

- 1. Opening and announcements**
- 2. Announcement of the proposed appointment of a member of the Executive Board**

(a) Proposed appointment of Serena Fioravanti as a member of the Executive Board with the title Chief Risk Officer (discussion item)

- 3. Closing**

Those present:

The Supervisory Board:

Mr De Swaan (Chair of the Supervisory Board, Chair of the Selection and Nomination Committee and Chair of this Extraordinary General Meeting).

The Executive Board:

Mr Swaak (Chair of the Executive Board)

The new member of the Executive Board to be appointed:

Serena Fioravanti

The meeting secretary:

Ms Dorsman

The shareholders and depositary receipt holders:

One shareholder or depositary receipt holder was present or represented at the meeting.

1. Opening and announcements

Chair

Esteemed participants, shareholders and depositary receipt holders. I hereby open the meeting and wish you a very warm welcome to this Extraordinary General Meeting of Shareholders. I am Tom the Swaan, Chair of the Supervisory Board, and I am present on behalf of the Supervisory Board. Robert Swaak, Chief Executive Officer, is present on behalf of the Executive Board. The Secretary of this meeting is Hanneke Dorsman (General Counsel and Company Secretary of ABN AMRO). Today we introduce a new member of the Executive Board, Serena Fioravanti. She is present at this meeting today.

This meeting is a physical meeting. In other words, depositary receipt holders and shareholders can only take part in this meeting physically. The meeting is being conducted in Dutch. As usual, we are broadcasting the meeting live via a webcast, which is in both Dutch and English. An audio recording will be made of the entire meeting for the purpose of drawing up the minutes. The minutes will be posted on the ABN AMRO website no later than 22 December 2024 and will be available for comments for a period of three months. The minutes will then be adopted in accordance with the articles of association, and signed by Ms Dorsman and myself.

I note that the shareholders and depositary receipt holders have been given notice of the meeting in accordance with the statutory requirements and the articles of association, and that no resolutions have been proposed by shareholders or depositary receipt holders.

I would now like to draw your attention to some procedural. You have seen the agenda in the notice convening the meeting. There are no voting items. All shareholders and depositary receipt holders who have registered for the meeting will have the opportunity under item 2 of the agenda to ask questions about the proposed appointment of Serena Fioravanti as Chief Risk Officer. We did not receive any questions in advance. I hereby close item 1 of the agenda.

2. Announcement of the proposed appointments of members of the Executive Board

Chair

We will therefore move on to the discussion of item 2, the proposed appointment of a member of the Executive Board.

a) Proposed appointment of Serena Fioravanti as a member of the Executive Board with the title Chief Risk Officer

Chair

We are pleased to nominate Serena Fioravanti as Chief Risk Officer on the Executive Board. Serena Fioravanti has been in the banking business for over 24 years. She is a senior professional with a proven track record in various areas within the banking industry, more specifically in the areas of risk management, treasury, liquidity risk and balance sheet management, corporate finance, consulting and audit. She was CRO at Credit Suisse Switzerland for almost four years. Serena Fioravanti has a technical background, holds an MBA from INSEAD, a Financial Risk Manager certificate from the Global Association of Risk Professionals, and a Master's degree in Theoretical Physics from the University of Rome La Sapienza. The Supervisory Board hereby notifies the General Meeting of the intended appointment of Serena Fioravanti. She will be appointed for a term of four years, ending at the close of the first General Meeting held after the expiry of this period. This means that the term of appointment will end at the General Meeting in 2029. The ECB has approved her proposed appointment. In addition, the Employee Council has issued a positive recommendation on the proposed appointment. The main elements of Serena's remuneration have been published on the ABN AMRO website. Serena is present with us and would like to introduce herself to you personally. I would like to give the floor to Serena.

Ms Fioravanti

Thank you very much, Chairman. Good afternoon, ladies and gentlemen. It is both an honour and a privilege to stand here today and introduce myself to this esteemed audience. I wish I could deliver this introduction in Dutch, but I am afraid it is too early for me, as I am just starting to learn the language. I hope you will excuse me for this. My name is Serena Fioravanti. I was born and raised in Rome, Italy, in an academic family. My mother was a professor of Mathematics, and my father was a professor of Urban Planning and an architect. From them, I learned the values of hard work, a sense of duty, openness to others' opinions, and a strive for excellence. These values have guided me throughout my career.

I studied Physics at the University of Rome. During and immediately after my studies, I embraced an international career, living in France, Germany, the US, and Switzerland, where I have settled and spent most of the past 25 years. Today, I hold a Swiss and Italian citizenship, and I consider myself truly international, European. I started working at a bank somewhat by chance more than 24 years ago. I wanted to be in a challenging, fast-paced environment, where I could engage with professional and inspiring people who serve their clients with care and make a difference every day. I believe banking can offer all of this, and I have never regretted my decision. I completed my MBA in France in 2004, deepening my knowledge of finance and business, and have worked in international institutions since. I have primarily worked for two large Swiss banks, UBS and Credit Suisse (the latter for over 17 years), in corporate and controlling functions: Audit, Modelling, Finance, Treasury, and Risk Management. I have worked across many areas of the business, covering various regions of the world and different regulatory regimes, always striving to improve the bank's processes and risk profile.

During the past 13 years in Risk Management, I built teams in risk functions globally, drove the implementation of new technologies and analytics tools, led regulatory change programs that transformed the bank, and worked hard to enhance the bank's risk know-how and culture across the organization. I believe in Risk Management as a source of strength. The capabilities to proactively identify, measure, manage, hedge, and monitor risks are core activities of a bank, and an effective Risk function can be a real differentiator and a source of competitive advantage. In 2015, I helped establish Credit Suisse Switzerland, an independent bank incorporating all Credit Suisse domestic clients and systemically relevant activities. Credit Suisse Switzerland was a significant part of the Credit Suisse Group, known for its good standing in corporate banking, an innovator in the retail space, a wealth manager where all clients could find solutions. It was a bank that maintained steady performance even during the challenging times faced by the global franchise. I was appointed Chief Risk Officer and member of the Executive Board of Credit Suisse Switzerland in 2019, starting my role in January 2020. During my tenure, I experienced not only a global pandemic and geopolitical crises, but also specific negative events that led the Credit Suisse Group to lose profitability, capital, and customer trust, ultimately resulting in a merger with UBS. These times were challenging, but provided me with immense learning opportunities, unique management insights and a renewed determination to contribute to the banking industry and prevent similar situations in the future.

It is with this spirit that I am eager to join ABN AMRO. I approach this role humbly, with a willingness to support the bank in achieving controlled and sustainable growth, and serving as trusted partner to the business, to the regulators and all stakeholders. My aim is to drive the bank's risk culture and promote excellence in Risk Management. I greatly admire ABN AMRO for what it has accomplished to date. A rich tradition, a strong brand, a focused and clearly defined business profile, and a strategic attention to customers' experience, sustainability and future proof bank - all of which I personally support. ABN AMRO plays

the important role in society of gate keeper and serves vital parts of the economy in the Netherlands and across northern Western Europe, making a difference to its customers and to the society as a whole - both socially and environmentally. These values shall be preserved and developed "for better, for generations to come".

The financial industry is constantly changing, and the pace of these changes requires us to remain vigilant and address new and emerging risks. As ABN AMRO CRO, I will strive to foster a culture where risk management is at the core of decision-making and where risks are continuously identified and mitigated in a dynamical way across the entire organisation. The role of the CRO is to guide the business through these risks, while preserving the bank's long-term value, reputation and clients' trust. I am committed to taking this role with competence, care, passion, and a full sense of duty.

Chair

Thank you, Serena. You now have the opportunity to put questions to Serena. Are there any questions? I note that there are no questions for Serena. A warm welcome to Serena Fioravanti as our new Chief Risk Officer.

3. Closing

Chair

This brings me to the last item of this meeting, which is the closing of the meeting. I will now close this meeting and would like to thank everyone for attending the meeting and for their contributions.