

**UNOFFICIAL TRANSLATION**  
**DEED OF AMENDMENT OF THE ARTICLES OF ASSOCIATION OF**  
**ABN AMRO BANK N.V.**

On [●] two thousand and twenty appears before me, [●], civil law notary in Amsterdam:  
[●].

The person appearing declares that on [●] two thousand and twenty the general meeting of **ABN AMRO Bank N.V.**, a public limited liability company, with corporate seat in Amsterdam, the Netherlands, with address at Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands and Trade Register number 34334259, resolved to amend the articles of association of this company and to authorise the person appearing to execute this deed.

Pursuant to those resolutions the person appearing declares that he amends the company's articles of association as follows:

I. Article 7.4.1 will be amended and shall read as follows:

7.4.1. The company has a policy in respect of the remuneration of the managing board. The remuneration policy will include those matters listed in section 2:135a paragraph 6 BW to the extent they are applicable to the company's managing board. The remuneration policy is adopted by the general meeting on the basis of a proposal of the supervisory board. The proposal to adopt the remuneration policy is not submitted to the general meeting until the statutory rights of the works council or central works council regarding the proposal have been observed.

II. Article 7.11 will be amended and shall read as follows:

**Supervisory board: remuneration.**

**Article 7.11.**

7.11.1. The company has a policy in respect of the remuneration of the supervisory board. The remuneration policy will include those matters listed in section 2:135a paragraph 6 BW to the extent they are applicable to the company's supervisory board. The remuneration policy is adopted by the general meeting on the basis of a proposal of the supervisory board. The proposal to adopt the remuneration policy is not submitted to the general meeting until the statutory rights of the works council or central works council regarding the proposal have been observed.

7.11.2. The remuneration of the supervisory directors will be determined by the general meeting in accordance with the remuneration policy. The supervisory directors are reimbursed for reasonable expenses incurred.

A document in evidence of the resolutions referred to in the head of this deed, is attached to this deed.

The original copy of this deed was executed in Amsterdam, on the date mentioned at the top of this deed. I summarised and explained the substance of the deed. The individual appearing before me confirmed having taken note of the deed's contents and having agreed to a limited reading of the deed. I then read out those parts of the deed that the law requires. Immediately after this, the individual appearing before me, who is known to me, and I signed the deed.