



## Position statement on proposed nomination supervisory board candidates ex article 2:158 section 4 and article 2:144a Dutch Civil Code

4 april 2016

- ▶ from: The Employee Council (RvM)
- ▶ to: Baron R. van Slingelandt

The Employee Council herewith renders its position statement on the proposed nomination of three new ABN AMRO supervisory board members.

### 1. Introduction

The Employee Council of ABN AMRO received an invitation for a position statement on the proposed nominations of three supervisory board members on March 4<sup>th</sup>, 2016.

### 2. Findings and Conclusions

#### 2.1. Findings

1. Due to the resignation of Mr Wakkie and Ms Oudeman in 2015 and the end of term of Mr De Haan at the annual general meeting on May 18<sup>th</sup> 2016, three vacancies occurred in the supervisory board.
2. The three vacancies in the supervisory board will be filled as follows:
  - Mr A.C. Dorland has been nominated to fill the vacancy created by Ms Oudeman's resignation. The Employee Council greatly appreciates his knowledge and skills related to information technology and digital innovation. In these times of rapid digitalisation, we find this expertise to be a valuable asset.
  - Ms F.L. Leeflang has been nominated to fill the vacancy created by Mr Wakkie's resignation. Ms Leeflang will bring legal expertise to the supervisory board.
  - Mr J.S.T. Tiemstra has been nominated as the proposed successor of Mr De Haan as financial expert. Mr Tiemstra will also succeed Mr De Haan as chairman of the Audit Committee.
3. The Employee Council gladly welcomes Ms Leeflang, Mr Dorland and Mr Tiemstra into the supervisory board. All three have relevant experience in supervision as well as extensive knowledge in his/her own area. We sincerely wish them all the best in the new task ahead!
4. We understood that Mr Van Slingelandt will also resign on May 18, 2016, leaving a vacancy.
5. We would like to take this opportunity to express our gratitude to Mr Van Slingelandt, Mr De Haan, Ms Oudeman and Mr Wakkie. All were appointed to the supervisory board of ABN AMRO just after the nationalisation of the bank. A bank integrating two organisations to become the bank ABN AMRO is today. They have loyally contributed to the constructions of the bank we are today, which at times must have been a very challenging job. Thank you very much!

6. The Employee Council considers a renewed schedule of resignation to be needed. This to ensure that in future, changes to the supervisory board will be more gradual.

## **2.2. Conclusion**

- The Employee Council gladly welcomes Ms Leeflang, Mr Dorland and Mr Tiemstra into the supervisory board;
- We thank Mr Van Slingelandt, Mr De Haan, Mr Wakkie and Ms Oudeman for their contribution to rebuilding our bank
- We advise the supervisory board to draft a new schedule of resignation

## **3. Sources**

1. Notification dated March 3rd 2016
2. Digital consultation of Employee Council on March 29<sup>th</sup> 2016