

Annual General Meeting ABN AMRO Bank N.V.

22 April 2026



1

Opening and announcements

Agenda

1. Opening and announcements
2. Annual report and corporate governance (voting item)
3. Reservation- and dividend policy, dividend proposal (voting item)
4. Discharge (voting item)
5. Report on the functioning of the external auditor (discussion item)
6. Composition of the Supervisory Board (voting item)
7. Composition of the Executive Board (discussion item)
8. Cross-border merger ABN AMRO and Hauck Aufhäuser Lampe Privatbank AG (voting item)
9. Issuance of new shares by ABN AMRO and acquisition of (depository receipts for) shares by ABN AMRO (voting item)
10. Cancellation of (depository receipts for) shares in the issued share capital of ABN AMRO (voting item)
11. Any other business and closing

2 Annual report and corporate governance

2(a) Report of the Executive Board for 2025

Key developments 2025

The world around us

- Geopolitical tensions leading to increased uncertainties for global markets
- Dutch economy continues to perform well
- Rising focus on the broader impact of artificial intelligence

Results

- Good financial results
 - Growth in mortgage portfolio and customer deposits
 - Significant fee growth from acquisition of HAL
 - Strict cost discipline delivering on strategic ambitions
 - Solid credit quality
 - Strong capital position
- Delivering on profitable growth, right-sizing cost base and optimising capital allocation

Development key financials

EUR bn	2025	2024
<i>Net interest income</i>	6.3	6.5
<i>Net fee and commission income</i>	2.1	1.9
Operating income	8.7	8.9
Operating expenses ¹⁾	5.6	5.5
Profit	2.3	2.4

Our longer-term vision

Committed to
our purpose

Banking for better for generations to come

**Guided by
longer-term
ambitions**

Strengthen position in
Dutch retail banking

Become a Top 5
European private bank

Support family-wealth
& -businesses

Drive growth by supporting
European transitions

Grow Clearing to sustain
global Top 3 position

2028 priorities and targets

Grow profitably

- Strengthen position in Dutch retail
- Grow the private bank
- Grow in family-wealth & -businesses
- Drive growth in European transitions
- Maintain global top 3 Clearing position

Right-size cost base

- Transform organisation
- Simplify operations
- Reduce complexity in IT
- Leverage automation and AI to boost efficiency
- 900m cost savings, 5200 FTE reduction

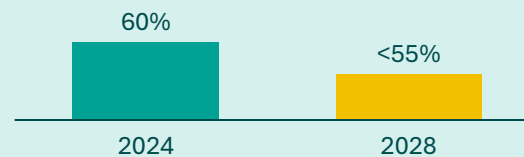
Optimise capital allocation

- Deploy capital at higher ROE
- Release RWA through improving data quality
- Apply strict criteria for growth
- Exit underperforming exposures
- Capital relief through SRTs
- Attractive 7.5bn capital distribution

Return on equity ¹⁾



Cost/income ratio ¹⁾



Capital allocation Corporate Bank, excluding Clearing



1) Income statement adjusted for large incidentals

Grow Profitably - Good progress for all client units in 2025

Personal & Business Banking

- Mortgage growth of over 8bn in 2025 with 19% market share
- Client deposits inflow of c.4bn, mainly in savings and current accounts
- New10 reached 1bn in SME financing to >10,000 entrepreneurs

Wealth Management

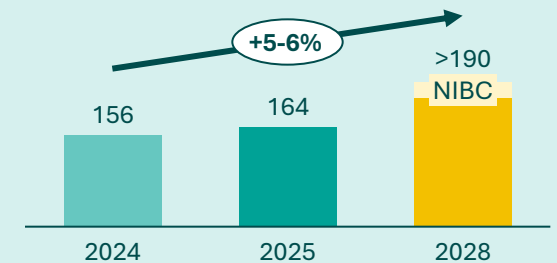
- Strong increase in client assets Growth in Net New Assets, supported by addition of HAL assets and good market performance, led to
- New Ghent (BE) branch targeting entrepreneurs and families

Corporate Banking

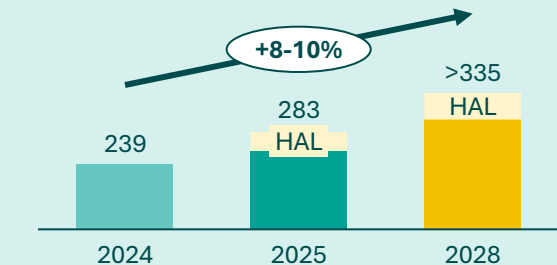
- Ample capital headroom for profitable growth following SRT
- Higher fees in Clearing and Global Markets
- Growth in transition sectors including defence

1) Excluding Clearing

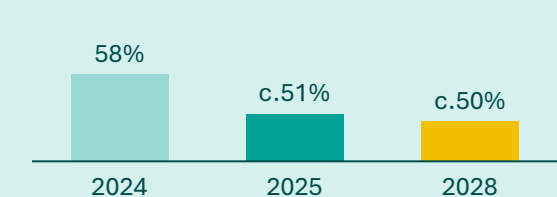
Mortgages, €bn, CAGR%



Client assets, €bn & CAGR %



RWA allocation CB ¹⁾



Right-size cost base

c.30% of FTE reductions realised

- Strong reduction in external FTEs from tighter controls on hiring
- Internal FTEs broadly stable due to internalisation of externals and some business growth
- Of the 900m cost savings to be realised by 2028, c.160m achieved by YE2025, mainly from commercial optimisation and streamlining IT landscape

Optimise capital allocation

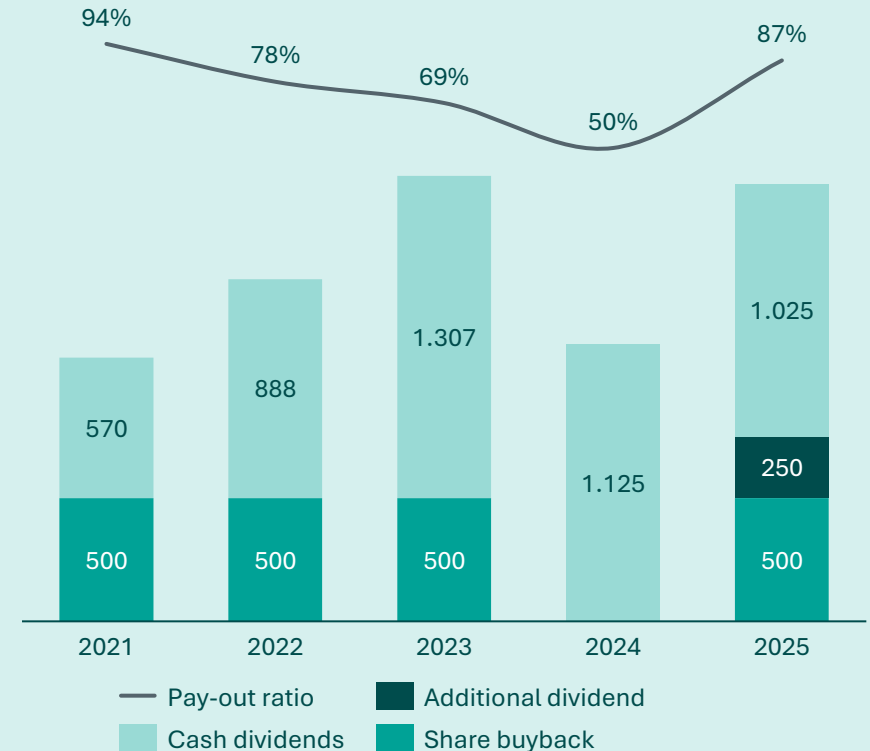
Significant RWA reduction realised

- Over 2025 credit risk RWA decreased by EUR 6.6bn
- Significant decrease driven by optimisation, data quality improvements and risk transfers
- Partly offset by portfolio transitions to the Standardised Approach and the acquisition of HAL
- Operational risk RWA up EUR1.7bn, reflecting income growth and the inclusion of HAL

Attractive capital returns as we optimise capital allocation

- Final dividend of 0.70 p.s. proposed, together with interim dividend of 0.54 p.s. equals 50% pay-out of net profit ¹⁾
- Additional distributions of 500m, consisting of 250m cash dividend and a 250m share buyback programme (pending regulatory approval)
- 2025 pay-out ratio is 87%
- Distribution ambition for '26-'28 is to pay-out up to 100% of net profit ¹⁾

Distributions and pay-out ratio, €bn

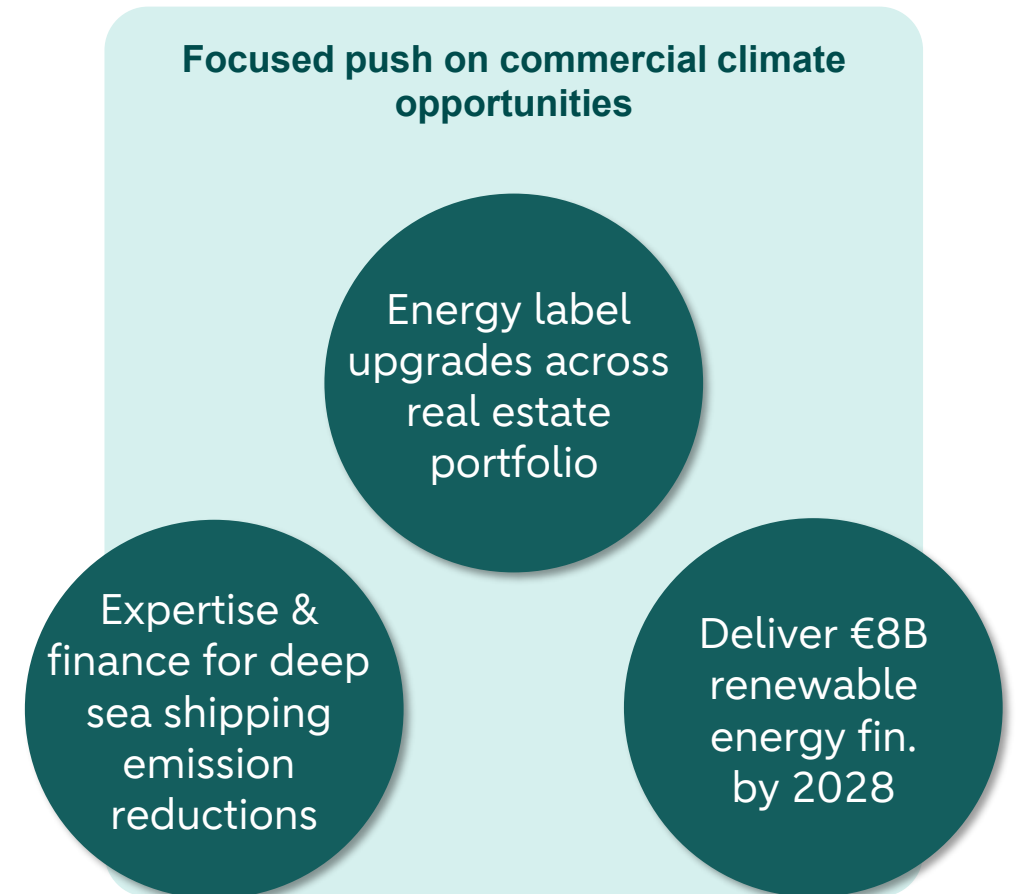


1) After deduction of AT1 coupon payments and minority interests

Move from broad ambition to impactful delivery

Building on past success, we focus our commercial sustainability strategy on climate

- We commit to reduce the absolute emissions of our lending book in line with a Well-below 2°C pathway, serving as a backstop to our climate ambition.
- To support this aim, we maintain our existing sectoral intensity targets, most of which are 1.5°C-aligned.
- Develop a Transition Finance Framework to help support long-run achievement of net zero



2028 financial targets

Return on equity

>12%

Cost/income ratio

<55%

Income

>€10_{bn}

CET1 ratio

>13.75%

Capital allocation
Corporate Bank ¹⁾

c.50%

Full year 2025 results

ROE

8.7%

C/I

64.4%

Income

8.7bn

CET1

15.4%

CB%

51%

Closing remarks CEO

2(b) Report of the Supervisory Board for 2025

2b. Report of the Supervisory Board for 2025



Please refer to the report of the Supervisory Board included on pages 157 through 167 of the Annual Report 2025.

2(c)

Presentation of the Employees Council

2c. Presentation of the Works Council

Ms Arlene Bosman

Chair Works Council
ABN AMRO Bank N.V.



2(d) Corporate Governance

2d. Corporate Governance

Please refer to the Leadership & Governance section as included on pages 143 through 192 of the Annual Report 2025.

2(e)

Remuneration Report for 2025



voting item



ABN·AMRO

2e. Remuneration Report for 2025

- Participants can vote virtually throughout the meeting.
- The result of the vote will be announced at the end of the meeting.



2(f) External auditor's presentation and Q&A



ABN AMRO Bank N.V.
Audit Financial Statements 2025

Presentation for Annual General Meeting
22 April 2026



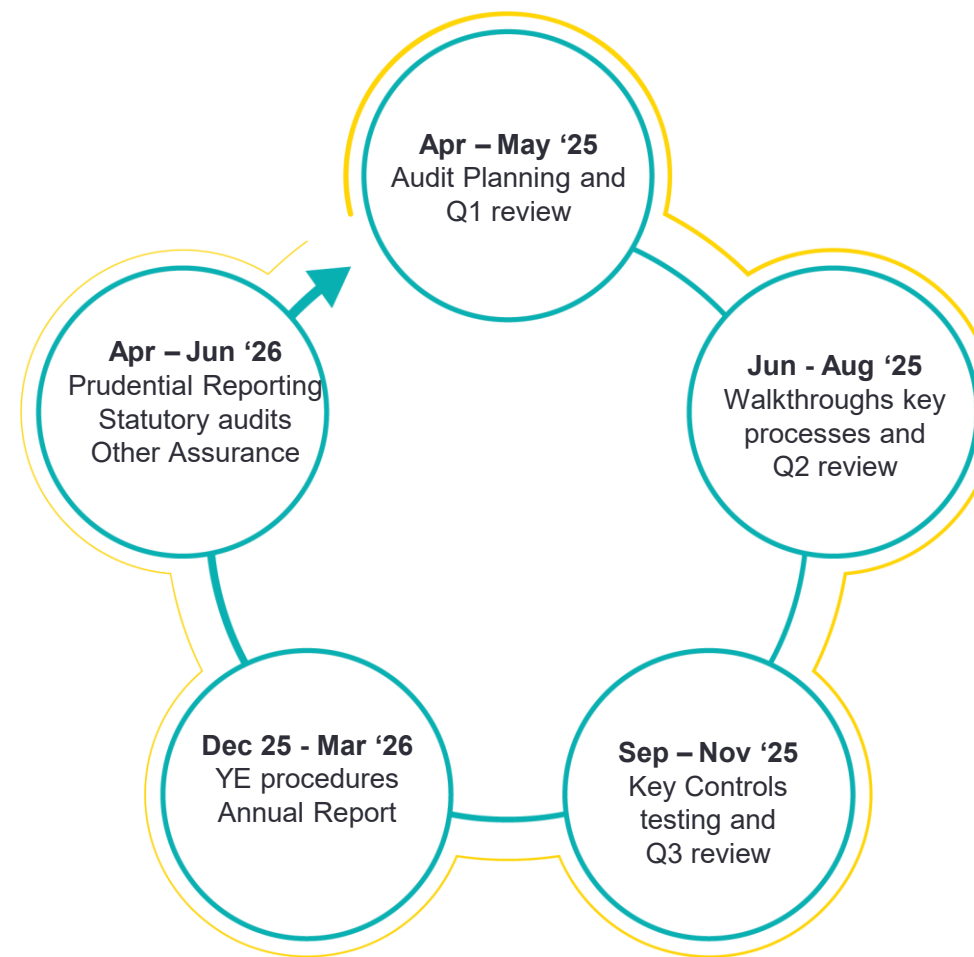
The better the question. The better the answer.
The better the world works.



**Shape the future
with confidence**

Scope and Timing

- ▶ Annual Report:
 - ▶ Annual Financial Statements
 - ▶ Executive Board Report
 - ▶ Sustainability Statements
 - ▶ Other information
- ▶ Quarterly reviews
- ▶ Prudential reporting (COREP/FINREP)
- ▶ Statutory audit subsidiaries
- ▶ Other assurance (related) engagements



Audit approach

Attention areas 2025

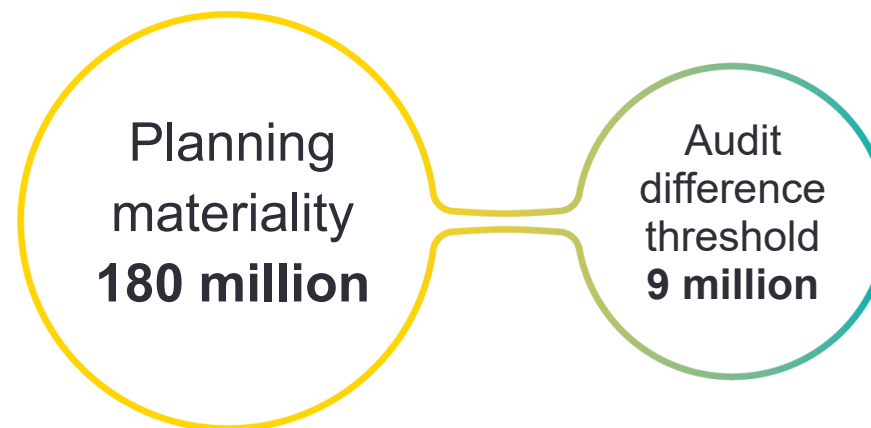
- ▶ Strategy execution
- ▶ Acquisitions and disposals
- ▶ External developments
- ▶ Regulatory remediation and legal developments
- ▶ IT environment and cyber crime
- ▶ Sustainability reporting

Key audit matters

- ▶ Estimation uncertainty:
 - ▶ Impairment allowances for loans and advances to customers
 - ▶ Provisions and contingent liabilities related to legal claims and compliance matters
- ▶ Reliability and continuity of IT environment

Materiality

- ▶ Basis for banking industry is the level of equity
- ▶ Benchmark is set at 0.7%, same as previous year
- ▶ Tolerable error: EUR 90 million



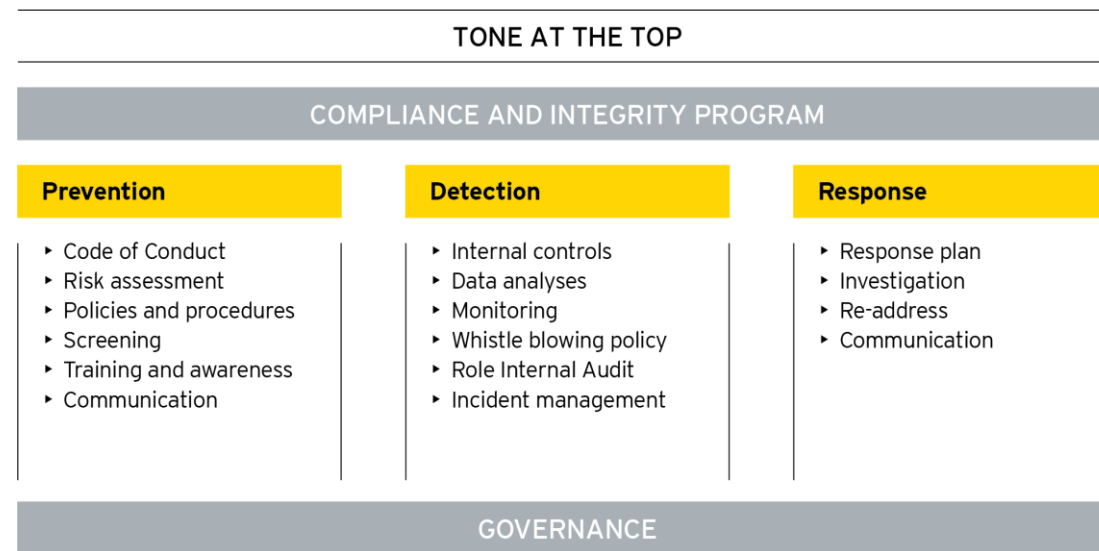
Risk of fraud and non-compliance

Risk of fraud

- ▶ Assessment of ABN AMRO’s overall risk framework for fraud, bribery and corruption
- ▶ Frequent meetings with compliance, legal, security affairs, operational risk and internal audit functions of ABN AMRO
- ▶ Assessment of design of (fraud) incident identification and remediation procedures
- ▶ Review accounting estimates for management bias/override and run data analytic procedures on manual journal entries and procurement process
- ▶ Involvement from own forensic specialists

Risk of non-compliance with law and regulations

- ▶ Review of ABN AMRO’s SIRA documents
- ▶ Focus on regulatory inspections and investigations and follow up on remediation/recovery programs
- ▶ Assessment of design on anti-money laundering (KYC, TM) and sanction processes
- ▶ Review of whistle blower reports, reports from risk and compliance departments and correspondence with regulators
- ▶ Involvement from own legal specialists



Sustainability Information

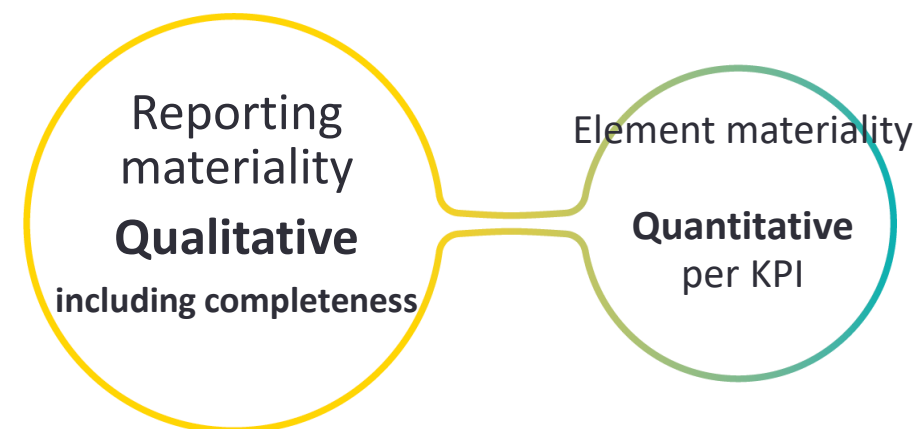
Two limited assurance reports:

1. Sustainability Statement (**CSRD**) in the Annual Report, prepared in accordance with the European Sustainability Reporting Standard as adopted by the European Commission (**including EU Taxonomy**)
2. Specific strategic **sustainability KPI's** as included in the chapter 'Strategy & performance' in the Annual Report

Attention areas 2025

- ▶ Impact of organizational developments
- ▶ Double Materiality Assessment
- ▶ Estimations & uncertainties in metrics & targets
- ▶ Climate strategy update and transition plans
- ▶ Climate & Environmental Risks
- ▶ EU Taxonomy reporting
- ▶ CSRD and KPI's compliance incl. balanced reporting

Materiality – 2 levels:



Conclusion and other remarks

Conclusion

- ▶ Unqualified audit opinion 2025 on the Annual Financial Statements
- ▶ Limited assurance conclusions:
 - ▶ Sustainability Statement: unqualified conclusion with 4 inherent limitations associated with measurement or evaluation of sustainability information
 - ▶ Strategic sustainability KPI's (SAS, NPS): unqualified conclusion
- ▶ Other information included in the annual report
 - ▶ Complies with the law, corporate governance code including the statement of risk management ("VOR") and is consistent with the financial statements

Other remarks

- ▶ Communication: Management letter on internal control observations; quarterly reporting and long form report; independence communication
- ▶ Prudential reporting, statutory audit subsidiaries and other assurance (related) engagements
- ▶ Transparent communication and good cooperation

Questions?



2(g)

Adoption of the audited 2025
Annual Financial Statements



voting item

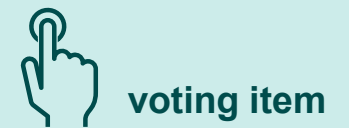


ABN·AMRO

3 Reservation- and dividend policy, dividend proposal

3(a) Reservation- and dividend policy

3(b) Dividend proposal



3b. Dividend proposal

It is proposed to adopt a final dividend of EUR 0.70 per share over the financial year 2025



4 Discharge

4(a)

Discharge of each member of the Executive Board in office during the financial year 2025 for the performance of his or her duties during 2025



voting item



ABN·AMRO

4(b)

Discharge of each member of the Supervisory Board in office during the financial year 2025 for the performance of his or her duties during 2025



voting item



ABN·AMRO

5

Report on the functioning of the external auditor

AGM 2026: Evaluation of the performance of the external auditor

Approach

On an annual basis the performance of the external auditor is evaluated by the Supervisory Board of ABN AMRO. The evaluation includes an internal survey. The survey had a good response rate of 41 participants, including various Supervisory Board and Executive Board members as well as relevant senior executives in Finance, Risk and Internal Audit and across the Business lines. The survey provides a good indication of management's assessment.

Outcome 2025 evaluation

The overall score improved to last year's evaluation and represents a Good score. The survey resulted in a score of 3.9, compared to 3.7 in 2024 (on a 5-point scale).

- Compared to last year, EY improved their services in all areas except for a minor decrease in the area of non-financial information which includes aspects like strategic developments, culture and behaviour, governance and sustainability.
- As in previous years, strong results are noted amongst respondents around independence and objectivity, knowledge and competence. Also, financial reporting risks and awareness around risk developments score good.
- Compared to last year, most considerable improvements were perceived in professional scepticism, a more efficient structuring of work, an improved data driven audit approach and quality and readability of the management letter.
- Although on a satisfactory level, opportunity to improve in terms of effectiveness, efficiency and the relevance of information exchange is observed regarding:
 - o the timely discussion of findings, and the translation of observations into concrete actions;
 - o effective and efficient exchange of information, and
 - o visibility of innovation in the audit approach.

6

Composition of the Supervisory Board

6(a)

Notification of vacancies on the
Supervisory Board

6(b)

Opportunity for the General Meeting to
make recommendations,
with due regard to the profile

6(c)

Opportunity for the Employees Council to explain the position statement

6(d)

Re-appointment of Sarah Russell as a
member of the Supervisory Board



voting item



ABN·AMRO

6(d) Re-appointment of Sarah Russell as a member of the Supervisory Board

The Supervisory Board has nominated Sarah Russell for re-appointment as a member of the Supervisory Board. Sarah Russell was first appointed to the Supervisory Board on 20 April 2022.

The Supervisory Board proposes to the General Meeting to re-appoint Sarah Russell as a member of the Supervisory Board, for a period of 4 years, effective as of the close of the General Meeting and ending at the close of ABN AMRO's annual general meeting in 2030, in accordance with the Articles of Association.



voting item

6(e)

Appointment of Jean-Pierre Mustier as
member of the Supervisory Board



voting item



ABN·AMRO

6(e) Appointment of Jean-Pierre Mustier as member of the Supervisory Board

The Supervisory Board proposes to appoint Jean-Pierre Mustier as a member of the Supervisory Board effective as of the close of the General Meeting.

The term of appointment will end at the closure of ABN AMRO's annual general meeting in 2030, in accordance with the Articles of Association.

For more information, reference is made to the resume of Jean-Pierre Mustier which is available as a meeting document via the website of ABN AMRO.



voting item

7

Composition of the Executive Board

7(a)

Notification of the intended reappointment of
Dan Dorner as member of the Executive Board
with the title Chief Commercial Officer
Corporate Banking

7(b)

Notification of the intended reappointment of Choy van der Hooft-Cheong as member of the Executive Board with the title Chief Commercial Officer Wealth Management

7(c)

Notification of the intended reappointment of Annerie Vreugdenhil as member of the Executive Board with the title Chief Commercial Officer Personal & Business Banking

8

Cross-border merger ABN AMRO and Hauck Aufhäuser Lampe Privatbank AG



9

Issuance of new shares by ABN AMRO
and acquisition of (depository receipts
for) shares by ABN AMRO

9(a)

Authorisation to issue shares and/or grant
rights to subscribe for shares



voting item



ABN·AMRO

9(b)

Authorisation to limit or exclude pre-emptive rights



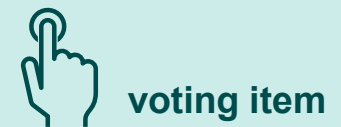
voting item



ABN·AMRO

9(c)

Authorisation to acquire (depository receipts for) shares in ABN AMRO's own capital



10

Cancellation of (depository receipts for) shares in the issued share capital of ABN AMRO



11

Any other business and closing

Voting Results

	For	%	Against	%	Abstain
2.(e) Remuneration Report for 2025	629,071,058	99.25%	4,726,788	0.75%	18,487,819
2.(g) Adoption of the audited 2025 Annual Financial Statements	651,139,944	99.97%	170,852	0.03%	974,804
3.(b) Dividend proposal	652,238,384	100.00%	21,845	0.00%	25,371
4.(a) Discharge of each member of the Executive Board in office during the financial year 2025 for the performance of his or her duties during 2025	627,843,625	99.38%	3,946,576	0.62%	20,495,399

Voting Results

	For	%	Against	%	Abstain
4.(b) Discharge of each member of the Supervisory Board in office during the financial year 2025 for the performance of his or her duties during 2025	627,845,845	99.38%	3,946,606	0.62%	20,493,149
6.(d) Reappointment of Sarah Russell as member of the Supervisory Board	647,019,569	99.32%	4,406,947	0.68%	859,084
6.(e) Appointment of Jean-Pierre Mustier as member of the Supervisory Board	651,331,626	99.98%	100,415	0.02%	853,559
8. Cross-border merger ABN AMRO AND HAUCK AUFHÄUSER LAMPE PRIVATBANK AG	652,053,083	99.99%	51,278	0.01%	181,239

Voting Results

	For	%	Against	%	Abstain
9.(a) Authorisation to issue shares and/or grant rights to subscribe for shares	633,525,370	97.13%	18,733,779	2.87%	26,451
9.(b) Authorisation to limit or exclude pre-emptive rights	626,789,870	96.10%	25,459,613	3.90%	30,517
9.(c) Authorisation to acquire (depository receipts for) shares in ABN AMRO's own capital	651,008,903	99.85%	975,937	0.15%	295,160
10. Cancellation of (depository receipts for) shares in the issued share capital of ABN AMRO	652,197,703	100.00%	9,436	0.00%	72,861