

Convocation

Extraordinary General
Meeting of Shareholders
ASR Nederland N.V.

12 February 2020

a.s.r.
de nederlandse
verzekerings
maatschappij
voor alle
verzekeringen

Convocation

Convocation Extraordinary General Meeting of Shareholders ASR Nederland N.V.

ASR Nederland N.V. (a.s.r.) invites its shareholders and other persons entitled to attend the Extraordinary General Meeting of Shareholders (hereinafter: the Extraordinary General Meeting). This meeting will be held on Wednesday 12 February 2020 at 10.00 am (CET) at the office of a.s.r., Archimedeslaan 10, (3584 BA) Utrecht.

Agenda

1 Opening

2 Proposed appointment member of the Executive Board

- a For discussion: the proposal of the Supervisory Board to appoint Annemiek van Melick as member of the Executive Board and CFO of a.s.r.

3 Questions before closing

4 Closing

Explanatory notes to the agenda

1 Opening

The Extraordinary General Meeting will be opened by the Chairman of the Supervisory Board, Kick van der Pol.

2 Proposed appointment member of the Executive Board

- a **The proposal of the Supervisory Board to appoint Annemiek van Melick as a member of the Executive Board and CFO of a.s.r.** (for discussion)

During this agenda item the proposal of the Supervisory Board to appoint Annemiek van Melick as a member of the Executive Board and CFO of a.s.r. will be explained, in accordance with Article 17.1 of the Articles of Association of ASR Nederland N.V. The Supervisory Board intends to appoint Annemiek van Melick on the close of this meeting for a period ending no later than the close of the General Meeting to be held in 2023. The Works Council has issued a positive advice on the proposed appointment of Annemiek van Melick and a.s.r. has also received a positive decision from the Dutch Central Bank. Annemiek van Melick will briefly introduce herself during the Extraordinary General Meeting, following which there will be an opportunity to ask questions.

Supplementary information on Annemiek van Melick including a summary of the conditions of her contract with a.s.r. is part of the meeting documents of this Extraordinary General Meeting.

4 Questions before closing

5 Closing

General information

The convocation, including the agenda and explanatory notes, and other meeting documents are available at www.asrnl.com. As of today, these documents can also be viewed at the office of a.s.r. If you wish to receive the meeting documents, you can request these via: agm@asrnederland.nl. The documents are also available at ABN AMRO Bank N.V., Corporate Broking Department (address details below).

Record date

Shareholders may attend at the Extraordinary General Meeting if, on 15 January 2020, after all additions and deletions have been processed as at that date (the 'Record Date'), they are registered as a shareholder of a.s.r. in the shareholders' register of a.s.r. or in the register maintained by the relevant Intermediary (the 'Intermediary').

Participation in person

Shareholders who are entitled to participate in the Extraordinary General Meeting and who wish to attend the meeting in person must, in the period from 15 January up to and including 5 February 2020, register no later than 5.30 pm CET via www.abnamro.com/evoting or via the Intermediary in whose records the shareholder is registered as a shareholder of a.s.r. The Intermediary must provide ABN AMRO Bank N.V., no later than 6 February 2020 at 11.00 am CET via www.abnamro.com/intermediary, with a statement stating the number of shares held by the shareholder concerned on the Record Date and notified for registration. When registering, the Intermediary is also requested to include the full address details of the shareholder concerned in order to be able to carry out an efficient verification of the shareholding on the Record Date. Via ABN AMRO Bank N.V., the shareholders receive a registration certificate that serves as an admission ticket for the meeting.

Participation by means of (written) power of attorney

Shareholders who are entitled to participate in the Extraordinary General Meeting but are unable to attend the meeting in person may also choose to grant a proxy to a third party to represent them at the Extraordinary General Meeting. Shareholders who wish to grant a proxy can make this known in the period from 15 January up to and including 5 February 2020, no later than 5.30 pm CET via their Intermediary. A written proxy is available at www.asrnl.com, including further instructions.

Arrival at the location and registration

Registration for admission to the Extraordinary General Meeting will take place on Wednesday 12 February 2020 between 09.30 am and the start of the meeting at 10.00 am CET. Registration will no longer be possible after this time. A valid proof of registration must be presented on

arrival and a valid proof of identity must be brought along. Holders of a proxy must also show a copy of their proxy.

Voting at the meeting

During the Extraordinary General Meeting there will be no voting items.

Other persons entitled to attend the meeting

This general information on the Extraordinary General Meeting, including the procedure for participation in and registration for the Extraordinary General Meeting, applies by analogy to those who, other than as a shareholder, have the legal right to attend the Extraordinary General Meeting.

Language

The meeting will be held in Dutch.

Contact details

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