

Press release

Utrecht, 8 October 2019, 11.00 CET

a.s.r. bondholders consent to the RT1 tap

ASR Nederland N.V. (a.s.r., the “Issuer”) announces the positive outcome of the consent solicitation and proposal to all holders of its outstanding € 300,000,000 Perpetual Restricted Tier 1 Contingent Convertible Securities (ISIN code: XS1700709683) (the “Securities”) as announced on 16 September 2019.

At a meeting of the holders of the Securities held on 8 October 2019 at 10.00 a.m. (CET) at the offices of Allen & Overy LLP, Amsterdam, the Extraordinary Resolution was duly passed. The holders, representing 91.99% of the outstanding nominal amount of the Securities have submitted voting instructions, of which 99.89% is in favour of the proposed amendment. As such, the listing of the securities issued on 24 September 2019, ISIN code: XS2055781376, will be cancelled and such securities shall become fungible with the Securities on or about 3 November 2019.

Media Relations

Jordi van Baardewijk
T: +31 (0)6 51 26 63 59
E: jordi.van.baardewijk@asr.nl
www.asrnl.com

Investor Relations

T: +31 (0)30 – 257 8600
E: ir@asr.nl
www.asrnl.com

This press release may contain inside information within the meaning of Article 7(1) of the EU Market Abuse Regulation.

About a.s.r.

ASR Nederland N.V. (a.s.r.) is one of the top three insurance companies in the Netherlands. a.s.r. offers insurance, pension and mortgages to consumers, entrepreneurs and businesses. a.s.r. is also active as a fiduciary asset manager. a.s.r. is listed on Euronext Amsterdam and is included in the AEX index. For more information, please visit www.asrnl.com.

NOT FOR PUBLICATION OR DISTRIBUTION IN THE UNITED STATES OR ANY OTHER JURISDICTION IN VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.

This press release shall not constitute an offer to purchase or the solicitation of an offer to purchase, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the relevant securities laws of any such jurisdiction. The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the 'US Securities Act') and are subject to certain United States tax law requirements. The securities may not be offered, sold or delivered in the United States absent registration or an applicable exemption from the registration requirements under the US Securities Act.

Disclaimer

The terms of this disclaimer ('Disclaimer') apply to this document of ASR Nederland N.V. and all ASR Nederland N.V.'s legal vehicles and businesses operating in the Netherlands ('ASR Nederland'). Please read this Disclaimer carefully. Some of the statements in this document are not (historical) facts, but are 'forward-looking statements' ('Statements'). The Statements are based on our beliefs, assumptions and expectations of future performance, taking into account information that was available to ASR Nederland at the moment of drafting of the document. The Statements may be identified by words such as 'expect', 'should', 'could', 'shall' and similar expressions. The Statements can change as a result of possible events or factors. ASR Nederland warns that the Statements could entail certain risks and uncertainties, so that the actual results, business, financial condition, results of operations, liquidity, investments, share price and prospects of ASR Nederland could differ materially from the Statements.

The actual results of ASR Nederland could differ from the Statements, because of: (1) changes in general economic conditions; (2) changes of conditions in the markets in which ASR Nederland is engaged; (3) changes in the performance of financial markets in general; (4) changes in the sales of insurance and/or other financial products; (5) the behavior of customers, suppliers, investors, shareholders and competitors; (6) changes in the relationships with principal intermediaries or partnerships or termination of relationships with principal intermediaries or partnerships; (7) the unavailability and/ or unaffordability of reinsurance; (8) deteriorations in the financial soundness of customers, suppliers or financial institutions, countries/states and/or other counterparties; (9) technological developments; (10) changes in the implementation and execution of ICT systems or outsourcing; (11) changes in the availability of, and costs associated with, sources of liquidity; (12) consequences of a potential (partial) termination of the European currency: the Euro or the European Union; (13) changes in the frequency and severity of insured loss events; (14) catastrophes and terrorist related events; (15) changes affecting mortality and morbidity levels and trends and changes in longevity; (16) changes in laws and regulations and/or changes in the interpretation thereof, including without limitation IFRS and taxes; (17) changes in the policies of governments and/or regulatory- or supervisory authorities; (18) changes in ownership that could affect the future availability of net operating loss, net capital and built-in loss; (19) changes in conclusions with regard to accounting assumptions and methodologies; (20) adverse developments in legal and other proceedings and/or investigations or sanctions taken by supervisory authorities; (21) risks related to mergers, acquisitions, and divestments (22) other financial risks such as currency movements, interest rate fluctuations, liquidity, and credit risks could influence future results and (23) the other risks and uncertainties detailed in the Risk Factors section contained in recent public disclosures made by ASR Nederland.

The foregoing list of factors and developments is not exhaustive. Any Statements made by or on behalf of ASR Nederland only refer to the date of drafting of the document, except as required by applicable law. ASR Nederland disclaims any obligation to update or revise and publish any expectations, as a result of new information or otherwise. Neither ASR Nederland nor any of its directors, officers, employees do give any statement, warranty or prediction on the anticipated results as included in the document. The Statements in this /document represent, in each case, only one of multiple possible scenarios and should not be viewed as the most likely or standard scenario.

All figures in this document are unaudited. All amounts quoted in these financial statements are in euros and rounded to the nearest million, unless otherwise indicated. Calculations are made using unrounded figures. As a result rounding differences can occur.

ASR Nederland has taken all reasonable care in the reliability and accurateness of this press release. Nevertheless, it is possible that information contained in this message is incomplete or incorrect. ASR Nederland does not accept liability for any damage resulting from this press release in case the information in this press release is incorrect or incomplete.