

ING Groep N.V. Annual General Meeting 2025

Agenda

for the Annual General Meeting of ING Groep N.V. to be held at Muziekgebouw aan 't IJ, Piet Heinkade 1, 1019 BR Amsterdam, the Netherlands on Tuesday, April 22, 2025, 2:00pm CEST.

This meeting can be followed live via video webcast at www.ing.com/ads.

Agenda

To the holders of American depositary receipts of shares of ING Groep N.V.

The Annual General Meeting (AGM) of ING Groep N.V. (ING Group) will be held on Tuesday, April 22, 2025 at 2:00pm CEST at Muziekgebouw aan 't IJ, Piet Heinkade 1, 1019 BR Amsterdam.

The AGM can also be followed live via video webcast at www.ing.com/ads.

Availability of meeting documents

The following meeting documents are available:

- The Agenda and the Explanatory Notes to the Agenda, including the announcements that are required by virtue of the law and the Articles of Association of ING Group.
- The 2024 Annual Report, including the Financial Statements, the reports of the Executive Board (including the Sustainability Statement) and the Supervisory Board, the Remuneration Report and other information.

The meeting documents are available via www.ing.com/ads or can be viewed and/or obtained free of charge at the offices of ING Group at Bijlmerdreef 106, 1102 CT Amsterdam.

Questions on the agenda items may be submitted by sending an email to: media.relations@ing.com.

The notarial record of the AGM of 22 April 2024 is available via www.ing.com/agm.

Amsterdam, March 7, 2025

Executive Board

Supervisory Board

Agenda items

Agenda item 1

Opening remarks and announcements.

Agenda item 2

- Report of the Executive Board (including the Sustainability Statement) for 2024 (discussion item).
- Report of the Supervisory Board for 2024 (discussion item).
- Remuneration Report for 2024 (advisory voting item).
- Financial Statements (annual accounts) for 2024 (voting item).

Agenda item 3

- Dividend and distribution policy (discussion item).
- Dividend for 2024 (voting item).

Agenda item 4

- Discharge of the members of the Executive Board in respect of their duties performed during the year 2024 (voting item).
- Discharge of the members of the Supervisory Board in respect of their duties performed during the year 2024 (voting item).

Agenda item 5

Appointment of the external auditor to provide assurance on the Sustainability Statement (voting item).

Agenda item 6

Composition of the Executive Board:

- Reappointment of Steven van Rijswijk (voting item).
- Reappointment of Ljiljana Čortan (voting item).

Agenda item 7

Composition of the Supervisory Board:

- Reappointment of Margarete Haase (voting item).
- Reappointment of Lodewijk Hijmans van den Bergh (voting item).
- Appointment of Petri Hofsté (voting item).
- Appointment of Stuart Graham (voting item).

Agenda item 8

- Authorization of the Executive Board to issue ordinary shares (voting item).
- Authorization of the Executive Board to issue ordinary shares with or without pre-emptive rights of existing shareholders (voting item).

Agenda item 9

Authorization of the Executive Board to acquire ordinary shares in ING Group's own capital (voting item).

Agenda item 10

Reduction of the issued share capital by cancelling ordinary shares acquired by ING Group pursuant to the authority under agenda item 9 (voting item).

Attending the meeting and proxy voting

Attending the meeting

Only holders of American depository shares (ADS) who were ADS holders on the US record date of Tuesday, **March 18, 2025** (US Record Date), are eligible to attend the meeting and to exercise voting rights (via JPMorgan).

Any ADS holder who wishes to attend the meeting in the Netherlands should contact the JPMorgan Service Centre on +1 800 990 1135 (from the US) or +1 651 453 2128 (from outside the US) no later than Friday, **April 11, 2025**, 9 a.m. (EST). An ADS holder will be entitled to attend the meeting if that person held ADSs on the US Record Date.

Proxy voting

Registered ADS holders as of the US Record Date, are asked to complete and return the distributed proxy card to JPMorgan by the time and date stated on the card. A pre-paid envelope is supplied for this purpose.

ADS holders are requested to contact the JPMorgan Service Centre at +1 800 990 1135 (from the US) or +1 651 453 2128 (from outside the US) for further assistance.

Those ADS holders not holding their ADSs via JPMorgan in nominee form are asked to contact their Custodian Bank or Broker to exercise their voting rights.

Contact

ING Groep N.V.
Commercial Register of
Amsterdam, no. 33231073
Bijlmerdreef 106
1102 CT Amsterdam
P.O. Box 1800, 1000 BV Amsterdam
The Netherlands

Website

www.ing.com



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