

Agenda

ANNUAL GENERAL MEETING

Invitation and agenda to the annual general meeting of Van Lanschot Kempen NV, to be held in the auditorium of the Van Lanschot Tower, Leonardo da Vinciplein 60, 's-Hertogenbosch, the Netherlands, on Wednesday 22 May 2019 at 2.00 pm.



INVITATION

Dear holders of Van Lanschot Kempen shares and
depository receipts for shares,

It is with great pleasure that I invite you to attend the
Van Lanschot Kempen NV annual general meeting on
Wednesday 22 May 2019. The meeting will start at 2.00
pm in the auditorium of the Van Lanschot Tower, Leonardo
da Vinciplein 60, 's-Hertogenbosch, the Netherlands.

At the meeting, Karl Guha, Chairman of the Statutory
Board, and Constant Korthout, Chief Financial Officer/
Chief Risk Officer, will discuss our 2018 financial year.

The enclosed agenda provides a comprehensive overview
of all the topics that will come up at the meeting, and you
will find our 2018 annual report and other AGM-related
documents at vanlanschotkempen.com/results and
vanlanschotkempen.com/agm.

If you would like to come, please read on to find out what
you should do next. You will also find other information key
to attending the meeting.

I look forward to welcoming you to the Van Lanschot
Kempen offices in 's-Hertogenbosch on 22 May.

Best regards,

Willy Duron

Chairman of the Supervisory Board of
Van Lanschot Kempen NV

's- Hertogenbosch, the Netherlands, 10 April 2019

AGENDA

Agenda to the annual general meeting of Van Lanschot Kempen NV on Wednesday 22 May 2019 at 2.00 pm

1. Opening

2. Annual report 2018

- a.) Report of the Supervisory Board (discussion)
- b.) Report of the Statutory Board for 2018 (discussion)
- c.) Elaboration on strategy implementation (discussion)

3. Financial statements 2018

- a.) Implementation of Statutory Board remuneration policy in 2018 (discussion)
- b.) Adoption of 2018 financial statements (voting item)
- c.) Payment of a cash dividend of €1.45 per Class A ordinary share (voting item)

4. Discharge of the Statutory and Supervisory Boards

- a.) Discharge of the members of the Statutory Board from liability for their conduct of Van Lanschot Kempen's affairs in the 2018 financial year (voting item)
- b.) Discharge of the members of the Supervisory Board from liability for their supervision of Van Lanschot Kempen's affairs in the 2018 financial year (voting item)

5. Appointment of the auditors (voting item)

6. Composition of the Supervisory Board

- a.) Notification of vacancies and profiles; opportunity to make a recommendation (voting item in the event of such recommendation)
- b.) Reappointment of Willy Duron as a member of the Supervisory Board (voting item)
- c.) Reappointment of Bernadette Langius as a member of the Supervisory Board (voting item)

7. Grant of authority to repurchase own shares and/or depositary receipts for such shares (voting item)

8. Authorisation of the Statutory Board to (i) issue ordinary shares and (ii) limit or exclude pre-emption rights

- a.) Authorisation of the Statutory Board to issue ordinary shares (voting item)
- b.) Authorisation of the Statutory Board to limit or exclude pre-emption rights when ordinary shares are issued (voting item)

9. Any other business and closure of meeting

Availability of documents

Prior to the meeting, the following documents may be obtained by shareholders and holders of depositary receipts at no cost from the Van Lanschot Kempen NV offices at Hooge Steenweg 29, 5211 JN 's-Hertogenbosch, the Netherlands:

- The agenda with explanatory notes;
- The report of the Supervisory Board;
- The 2018 directors' report by the Statutory Board;
- The 2018 financial statements and other information;
- Information specified in Article 2:142 (3) of the Dutch Civil Code;
- The notifications as required by law and the Articles of Association.

These documents have also been posted on vanlanschotkempen.com/agm and at vanlanschotkempen.com/results.

Registration date

Those parties who are entered in the designated registers or sub-registers following the close of trading on Wednesday 24 April 2019 (the registration date) and who have given notice in the manner described below will be entitled to attend and/or vote at the meeting. The following registers or sub-registers have been designated:

- The records kept by intermediaries, as referred to in the Dutch Securities (Bank Giro Transactions) Act ("Wet giraal effectenverkeer"), in the case of holders of depositary receipts for Class A ordinary shares in Van Lanschot Kempen NV;
- Van Lanschot Kempen's shareholders' register, in the case of holders of registered shares in Van Lanschot Kempen NV.

Registration

Holders of registered shares

Holders of registered shares wishing to attend the meeting should notify Van Lanschot Kempen in the manner described in the convening notices sent to them.

Holders of depositary receipts

Holders of depositary receipts for Class A ordinary shares who wish to attend the meeting either in person or through an authorised representative must submit a notification in writing via their bank between Thursday 25 April 2019 and Friday 17 May 2019 by 5.00 pm at the latest, sent to the following address:

Van Lanschot NV
Beethovenstraat 300
1077 WZ Amsterdam
Email: proxyyvoting@kempen.nl
Fax: +31 20 348 95 49

This notification should also enclose a statement by the intermediary that the relevant depositary receipts were registered in the name of the depositary receipt holder on the registration date. Holders of depositary receipts will receive acknowledgement of receipt via their bank that will admit them to the meeting.

Powers of attorney

Holders of depositary receipts for Class A ordinary shares who wish to be represented by an authorised representative must provide a written power of attorney, without prejudice to the above registration requirements. This must be received by Van Lanschot NV no later than 5.00 pm on Friday 17 May 2019.

Voting proxies for holders of depositary receipts

Stichting Administratiekantoor van gewone aandelen A Van Lanschot Kempen will grant a proxy to holders of depositary receipts for Class A ordinary shares in Van Lanschot Kempen, if they have registered their depositary receipts on time and in accordance with instructions.

The holders of depositary receipts will be able to use this proxy at the meeting to exercise their voting rights on the shares held for them by the Stichting in exchange for which their depositary receipts were issued. There is no need for them to apply for proxies, as these will be available to them when signing the meeting attendance list.

Proxies are granted pursuant to and with due observance of Article 16 of the Stichting's administration conditions. If the depositary receipt holder's right to attend the meeting is exercised by a representative authorised in writing, the Stichting will grant the proxy to them.

Voting instructions

Holders of depositary receipts for Class A ordinary shares who are unable to attend the meeting may issue voting instructions to an independent party, i.e. IQ EQ Financial Services BV (IQ-EQ) (formerly SGG Financial Services BV), or to the Company Secretary. They must register in accordance with instructions and complete a form to issue voting instructions, which is available from IQ-EQ (on +31 20 522 25 12, email registers@iqeq.com). This form can also be downloaded from Van Lanschot Kempen's website (vanlanschotkempen.com/agm) and must be completed and received by IQ-EQ or the Company Secretary, and processed by the intermediary via the electronic voting platform (EVO platform), no later than 5.00 pm on Friday 17 May 2019.

Registration of attendance

Holders of shares and/or depositary receipts may exercise their rights to attend and vote at the meeting only if they have registered. Registration of attendance will be based on the acknowledgement of receipt and will take place at the entrance to the meeting room between 1.00 pm and the start of the meeting. Attendees may be asked to prove their identity.

Transport

We recommend coming to the meeting by public transport, as the Van Lanschot Tower is only a few minutes' walk from 's-Hertogenbosch railway station. Those driving to the meeting can park their cars in the Paleiskwartier car park, a short walk from the Van Lanschot Tower. Complimentary car park exit tickets are available.

Visitors with a physical disability making it hard or impossible to negotiate the distance between the car park and the Van Lanschot Tower can contact us at SecretariaatRvB@vanlanschotkempen.com prior to the meeting to reserve a parking space under the Van Lanschot Tower.

NOTES

Notes to the agenda of the annual general meeting of Lanschot Kempen NV on Wednesday 22 May 2019

Agenda item 2: Annual report 2018

a.) Report of the Supervisory Board (discussion)

The Supervisory Board will elaborate on its report for 2018. For the report of the Supervisory Board, please refer to pages 76 through 82 of Van Lanschot Kempen's 2018 annual report.

b.) Report of the Statutory Board for 2018 (discussion)

The Statutory Board will elaborate on its management report for 2018.

c.) Elaboration on strategy implementation (discussion)

The Statutory Board will elaborate on the implementation of and next steps in Van Lanschot Kempen's wealth management strategy.

One of the next steps of our strategy is the legal merger of Van Lanschot NV and Kempen & Co NV, which is scheduled to take place on 31 December 2019, subject to regulatory approval. Currently, Van Lanschot Kempen has an Executive Board consisting of the members of the Statutory Board of Van Lanschot Kempen and the Statutory Board of Kempen & Co. With the legal merger coming into effect, the Executive Board will cease to exist and the members of the Statutory Board of Kempen & Co will become members of the Statutory Boards of Van Lanschot Kempen and of Van Lanschot, subject to regulatory approval. The composition of the Executive Board of Van Lanschot Kempen is 33% female and this will then also apply to the Statutory Boards of Van Lanschot Kempen and Van Lanschot.

Agenda item 3: Financial statements 2018

a.) Implementation of Statutory Board remuneration policy in 2018 (discussion)

This agenda item covers the discussion of the Statutory Board remuneration policy in 2018; see the pages on remuneration in the directors' report, pages 73 through 75, from "Statutory Board remuneration policy" up to and including "Evaluation of the Statutory Board remuneration policy", and pages 208 and 209 of the 2018 financial statements.

b.) Adoption of 2018 financial statements (voting item)

Discussion of the 2018 financial statements as prepared by the Statutory Board and as approved by the Supervisory Board. We propose that the 2018 financial statements be adopted.

c.) Payment of a cash dividend of €1.45 per Class A ordinary share (voting item)

Our aim is to distribute between 50% and 70% of our underlying net result attributable to shareholders as a dividend.

For 2018, we propose a dividend pay-out of €1.45 in cash per Class A ordinary share. The Statutory Board has decided, with the approval of the Supervisory Board, to add to the reserves the amount remaining from the net profit available for shareholders. Based on the number of shares in issue and shares Van Lanschot Kempen keeps in treasury shares at 31 December 2018, this would mean a total dividend payment of €59.5 million and the addition of €15.2 million to reserves. These figures imply a pay-out ratio of 61.1% of the underlying net result attributable to shareholders. For more information about our dividend policy and 2018 dividend, see pages 96-97 of our 2018 annual report.

The dividend will be payable in cash from Monday 3 June 2019. The ex-dividend date is set for Friday 24 May 2019 and the record date is Monday 27 May 2019.

Agenda item 4: Discharge of the Statutory and Supervisory Boards

a.) Discharge of the members of the Statutory Board from liability for their conduct of Van Lanschot Kempen's affairs in the 2018 financial year (voting item)

We propose that the members of the Statutory Board be discharged from liability for their conduct of Van Lanschot Kempen's affairs during the 2018 financial year, under Article 31 (2) of its Articles of Association. This discharge will apply to their conduct of affairs as apparent from:

- Van Lanschot Kempen's financial statements, and/or
- Information otherwise provided to the general meeting prior to the adoption of the financial statements.

The members of the Statutory Board throughout the 2018 financial year were Karl Guha, Constant Korthout, Arjan Huisman and Richard Bruens.

- b.) Discharge of the members of the Supervisory Board from liability for their supervision of Van Lanschot Kempen's affairs in the 2018 financial year (voting item)

We propose that the members of the Supervisory Board be discharged from liability for their supervision of Van Lanschot Kempen's affairs during the 2018 financial year, under Article 31 (2) of its Articles of Association. This discharge will apply to their supervision as apparent from:

- Van Lanschot Kempen's financial statements, and/or
- Information otherwise provided to the general meeting prior to the adoption of the financial statements.

The members of the Supervisory Board throughout the 2018 financial year were Willy Duron, Jeanine Helthuis, Bernadette Langius, Lex van Overmeire and Manfred Schepers. Maarten Muller was appointed to the Supervisory Board with effect from 31 May 2018 and Frans Blom with effect from 5 October 2018. Godfried van Lanschot stepped down as a member of the Supervisory Board with effect from 31 May 2018.

Agenda item 5: Appointment of the auditors

(voting item)

PricewaterhouseCoopers Accountants NV (PwC) were reappointed external auditors for the 2018 and 2019 financial years at the annual general meeting of 31 May 2018.

At the end of 2018, we conducted an assessment of the way the auditors had functioned in the financial year. The outcome of the assessment was that there were no objections to reappointing PwC as external auditors. Based on this conclusion, PwC were put forward for appointment as the auditors for the 2020 financial year. Assessment, conclusions and recommendation were discussed in meetings of the Audit and Compliance Committee. Based on these, the committee recommended appointing PwC as the auditors for the 2020 financial year. This recommendation was arrived at in an independent deliberation process. The Supervisory Board has decided, on the advice of the Audit and Compliance Committee, to recommend to the annual general meeting that PwC be reappointed as external auditors to Van Lanschot Kempen NV for the 2020 financial year.

Agenda item 6: Composition of the Supervisory Board

- a.) Notification of vacancies and profiles; opportunity to make a recommendation (voting item in the event of such recommendation)

In accordance with the retirement rotation schedule, the terms of office of Willy Duron and Bernadette Langius will end on the day of the general meeting to be held in 2019. Individual profiles have been drawn up for the vacancies arising in the Supervisory Board as a result (attached to this agenda as Appendices 1 and 2). Willy Duron is currently one of the two members of the Supervisory Board recommended for appointment by the Works Councils under their enhanced right of recommendation. As a result, the Works Councils have a joint enhanced right of recommendation with regard to the vacancy arising on the ending of Willy Duron's term of office. Article 23 (3) of Van Lanschot Kempen's Articles of Association describes what this enhanced right of recommendation entails.

Bernadette Langius is available for reappointment. At the request of the Supervisory Board, Willy Duron has made himself available for reappointment for a term of two years.

The general meeting will be given an opportunity to make recommendations to fill the vacancies that will arise in the Supervisory Board, in keeping with Article 23 (2) of Van Lanschot Kempen's Articles of Association. If the meeting chooses to exercise this right, its recommendations will be put to the vote.

- b.) Reappointment of Willy Duron as a member of the Supervisory Board (voting item)

If the annual general meeting does not make a recommendation, then the Supervisory Board will nominate Willy Duron for reappointment by the general meeting for a term of two years. In that event, his term will end on the day of the annual general meeting held in 2021.

On 22 May 2019, Willy Duron will have been a member of the Supervisory Board for 12 years, the last three of which as its Chairman.

Although the recruitment and selection process got under way in good time, the Supervisory Board has arrived at the conclusion that it will take more time to find a suitable successor for Willy Duron as a member and chair of the Supervisory Board. For this reason, the Supervisory Board has asked Willy Duron to make himself available for reappointment as a member of the Supervisory Board for a period of two years, to which he has consented. This timeframe should provide scope for Van Lanschot Kempen to find a suitable successor for Willy Duron.

Willy Duron has performed his duties as Chairman of the Supervisory Board expertly, professionally and to the full satisfaction of the Supervisory Board since 2016. He has a wealth of financial sector knowledge and experience, and he previously served as Chairman

of the KBC Managing Board. His curriculum vitae is included in Appendix 3 to these notes, which also has the information specified in Article 23 (4) of Van Lanschot Kempen's Articles of Association. Willy Duron qualifies as an independent Supervisory Board member within the meaning of best practice provision 2.1.8 of the Dutch Corporate Governance Code. Both as a member and as the Chairman of the Van Lanschot Kempen Supervisory Board, he has invariably taken a highly independent stance in taking his responsibilities and fulfilling his role. He will continue to do so for an additional period of two years that should give Van Lanschot Kempen time to complete a careful process of selecting his successor.

If Willy Duron and Bernadette Langius (see agenda item 6 c.) are indeed reappointed as members of the Supervisory Board, the Supervisory Board will have seven members, five men and two women. Consequently, our ambition to have 30% female representation on the Supervisory Board will be nearly achieved.

The Works Councils have used their enhanced right of recommendation to put forward Willy Duron for reappointment to the Supervisory Board for a period of two years.

c.) Reappointment of Bernadette Langius as a member of the Supervisory Board (voting item)

If the annual general meeting does not make a recommendation, then the Supervisory Board will nominate Bernadette Langius for reappointment by the annual general meeting for a term of four years. In that event, her term will end on the day of the annual general meeting held in 2023.

The Supervisory Board believes that the nomination of Bernadette Langius matches the profile drawn up for the vacancy, as the required knowledge and experience is clearly evidenced in her curriculum vitae. Bernadette Langius has acquired the pertinent competencies in the various education and training courses she has taken and positions she has held over the years. Her curriculum vitae is included in Appendix 4 to these notes, which also has the information specified in Article 23 (4) of Van Lanschot's Articles of Association. In addition, she qualifies as an independent Supervisory Board member within the meaning of best practice provision 2.1.8 of the Dutch Corporate Governance Code.

Bernadette Langius has been a member of the Supervisory Board for four years. She is a member of the Risk Committee and the Remuneration Committee, and took over the chairmanship of the latter committee on 1 June 2018. At her initiative and under her

leadership, Van Lanschot Kempen embarked on its engagement programme with shareholders and proxy advisers in the autumn of 2018. For more information on this engagement programme, see pages 74 and 75 of our 2018 annual report.

Agenda item 7: Grant of authority to repurchase own shares and/or depositary receipts for such shares (voting item)

Every year, the general meeting is asked to grant Van Lanschot Kempen general authority to repurchase ordinary shares and/or depositary receipts. Where there are grounds to do so, this authority gives Van Lanschot Kempen the opportunity to repurchase shares and/or receipts at short notice, without the need to first convene an extraordinary general meeting.

This general authority to repurchase shares or depositary receipts will expire in November 2019 and we therefore propose that the Statutory Board be granted fresh authority to repurchase ordinary shares and/or depositary receipts for a period of 18 months as from the date of this annual meeting.

The authority means that the Statutory Board may repurchase paid-up Class A ordinary shares and/or depositary receipts for such shares in Van Lanschot Kempen's capital on the stock markets or elsewhere, up to 10% of the issued capital from the date of the authority so granted (i.e. 22 May 2019).

The approval of the Supervisory Board is required for the repurchase, and the price of the ordinary shares or depositary receipts to be repurchased:

- Must be at least equal to the nominal value of the Class A ordinary shares;
- May not exceed the highest price at which the depositary receipts for Class A ordinary shares in Van Lanschot Kempen are traded on the stock market on the day of purchase.

Agenda item 8: Authorisation of the Statutory Board to (i) issue ordinary shares and (ii) limit or exclude pre-emption rights

As stipulated in Article 6 of Van Lanschot Kempen's Articles of Association, the general meeting determines the term and extent of the powers of the Statutory Board to:

- Issue shares;
- Grant rights to acquire shares.

At most, this may relate to all unissued shares in the authorised share capital as it currently stands or as it may be at any time in the future. The same applies to the powers of the Statutory Board to restrict or exclude pre-emption rights when ordinary shares are issued, as laid down in Article 7 of the Articles of Association.

The authorisation of the Statutory Board to make these decisions can be reconfirmed by the annual general meeting.

On 31 May 2018, the general meeting authorised the Statutory Board to decide to issue ordinary shares, including the power to grant rights to acquire shares. At the same time, it agreed to authorise the Statutory Board to have the power to limit or exclude pre-emption rights when ordinary shares are issued, including the power to limit or exclude pre-emption rights when granting rights to acquire shares. All these powers expire in November 2019, and that is why we propose that the powers of the Statutory Board in relation to ordinary shares be extended.

Authorisation of the Statutory Board is being requested so that circumstances requiring an issue of shares can be responded to promptly. If such circumstances arise, the Statutory Board may, within the limits of the powers it has been granted, issue shares without first convening an extraordinary general meeting.

A decision by the Statutory Board to issue shares or to limit or exclude pre-emption rights requires the approval of the Supervisory Board.

- a) Authorisation of the Statutory Board to issue ordinary shares (voting item)

We propose that the Statutory Board be authorised to decide on issuing Class A ordinary shares A for a period of 18 months from the date of this annual general meeting, in keeping with Article 6 of Van Lanschot Kempen's Articles of Association. This proposal also includes the power to grant rights to acquire these shares. We propose that the powers of the Statutory Board to issue Class A ordinary shares and to grant rights to acquire such shares be restricted to 10% of the issued capital at the date of the meeting (22 May 2019). If and when this authorisation is granted, it will replace the one granted by the annual general meeting in 2018.

- b) Authorisation of the Statutory Board to limit or exclude pre-emption rights when ordinary shares are issued (voting item)

We propose authorising the Statutory Board to be able to decide to limit or exclude pre-emption rights when Class A ordinary shares are issued for a period of 18 months from the date of this annual general meeting, in keeping with Article 7 of the Articles of Association. This also includes the power to limit or exclude pre-emption rights when granting rights to acquire shares. We propose that these authorisations are restricted to

10% of the issued capital at the date of the meeting (22 May 2019). If and when this authorisation is granted, it will replace the one granted by the annual general meeting in 2018.

Appendix 1:

PROFILE FOR SUPERVISORY BOARD MEMBER VAN LANSCHOT KEMPEN NV AND VAN LANSCHOT NV

Description of position

With the departure of one of the current members of the Supervisory Board of Van Lanschot Kempen NV and Van Lanschot NV, a vacancy has opened up for the position of member of the Supervisory Board.

Appointment is subject to the successful completion of the suitability and integrity screening by De Nederlandsche Bank.

The Supervisory Board supervises policies pursued by the Statutory Board and the general conduct of business at Van Lanschot Kempen and its affiliates. In addition, the Supervisory Board provides advice to the Statutory Board. In performing its duties, the Supervisory Board is guided by the interests of Van Lanschot Kempen and its affiliates, and ensures balanced and effective decision-making that takes account of the interests of all stakeholders. The Supervisory Board is responsible for the effectiveness and quality of its own performance.

This position must be filled by a person who meets several of the following criteria (though not necessarily entirely):

Knowledge and experience

- Knowledge of the banking industry in a broad sense, including the products, services and markets in which Van Lanschot Kempen is active;
- Broad managerial experience at a listed company, preferably in the financial sector;
- Business economics expertise;
- Knowledge and experience in governance, organisation and communication;
- Knowledge of and/or experience with sound and controlled operational policies and processes;
- Experience in international business;
- Knowledge of and experience with maintaining relationships with regulators and other stakeholders, such as DNB, AFM and the Dutch finance ministry;
- Expertise and experience in the social arena.

Competencies

- Great social skills and empathy. Ability to connect with fellow Supervisory Board members and company directors. Ability to bring together and inspire people;
- Wide-ranging board and organisational experience and a good feel for social relations in the Netherlands;
- The ability and enough time to follow the main aspects of Van Lanschot's overall policies and those of its affiliates, as well as Van Lanschot Kempen's general business, and to assist and advise the Statutory and Executive Boards in preparing and implementing policies;
- Strong leadership qualities that allow the individual to lead the Supervisory Board. An ability to encourage an open and critical debate within the Supervisory Board and to ensure that divergent views are expressed and discussed as part of the decision-making process.
- The ability to conduct meetings efficiently and effectively, and to create an open and positive climate in which everyone feels able to participate as equals.
- The ability to arrive at a balanced and independent view of the basic risks facing Van Lanschot Kempen and its affiliates;
- In-depth knowledge of Van Lanschot Kempen's role in society and of the interests of all parties involved in Van Lanschot Kempen;
- The ability to carefully weigh up all interests and arrive at decisions in a balanced and consistent manner;
- The ability to adopt an independent and critical stance in relation to the other members of the Supervisory, Statutory and Executive Boards;
- Conduct that is beyond reproach; honesty and integrity;
- Strong communication skills and a real team player;

Other

- Willingness and ability to discharge their role properly both within the Supervisory Board and on any other committee of the Supervisory Board on which they serve;
- Academic credentials and professional experience.

Appendix 2:

PROFILE FOR SUPERVISORY BOARD MEMBER VAN LANSCHOT KEMPEN NV AND VAN LANSCHOT NV

Description of position

With one of the current members of the Supervisory Board of Van Lanschot Kempen NV and Van Lanschot NV coming to the end of their first term in office, a vacancy has opened up for the position of member of the Supervisory Board.

Appointment is subject to the successful completion of the suitability and integrity screening by De Nederlandsche Bank.

The Supervisory Board supervises policies pursued by the Statutory Board and the general conduct of business at Van Lanschot Kempen and its affiliates. In addition, the Supervisory Board provides advice to the Statutory Board. In performing its duties, the Supervisory Board is guided by the interests of Van Lanschot Kempen and its affiliates, and ensures balanced and effective decision-making that takes account of the interests of all stakeholders. The Supervisory Board is responsible for the effectiveness and quality of its own performance.

This position must be filled by a person who meets several of the following criteria (though not necessarily entirely):

Knowledge and experience

- Managerial experience in private industry or knowledge of and experience with governance, organisation and communication;
- Extensive knowledge of and experience with private banking;
- Knowledge of and experience with remuneration and/or experience as a remuneration committee chair;
- Knowledge of and experience with diversity and inclusion;
- Knowledge of the banking industry in a broad sense, including the products, services and markets in which Van Lanschot Kempen is active;
- Knowledge of and/or experience with sound and controlled operational policies and processes;
- Experience in international business;

Competencies

- Wide-ranging board and organisational experience and a good feel for social relations in the Netherlands;
- The ability and enough time to follow the main aspects of Van Lanschot's overall policies and those of its affiliates, as well as Van Lanschot Kempen's general business, and to assist and advise the Statutory and Executive Boards in preparing and implementing policies;
- The ability to arrive at a balanced and independent view of the basic risks facing Van Lanschot Kempen and its affiliates;
- In-depth knowledge of Van Lanschot Kempen's role in society and of the interests of all parties involved in Van Lanschot Kempen;
- The ability to carefully weigh up all interests and arrive at decisions in a balanced and consistent manner;
- The ability to adopt an independent and critical stance in relation to the other members of the Supervisory, Statutory and Executive Boards;
- Conduct that is beyond reproach; honesty and integrity;
- Strong communication skills and a real team player;
- Great social skills and empathy. Ability to connect with fellow Supervisory Board members and company directors.

Other

- Willingness and ability to discharge their role properly both within the Supervisory Board and on any other committee of the Supervisory Board on which they serve;
- Academic credentials and professional experience;
- Preferably female.

Appendix 3: Curriculum Vitae of Willy Duron

Curriculum vitae	
Name	Willy W. Duron
Date of birth	1 January 1945
Education	<ul style="list-style-type: none"> – KU Leuven, Actuarial Science (1966-69) – Ghent University, Mathematics (1962-66)
Work experience	<ul style="list-style-type: none"> – Several Supervisory Directorships (2006-18); <ul style="list-style-type: none"> • Agfa –Gevaert NV (2008-18) • Tigenix NV (2008-18) • Ethias NV (2015-17) • Vanbreda Risk & Benefits NV (2006-15) • Ravago SA (2006-15) • KU Leuven (2004-12) – Leuven University hospitals <ul style="list-style-type: none"> • Member of management committee (2006-15) – KBC Group NV (1998-06) <ul style="list-style-type: none"> • Chairman (2003-06) – ABB (1970-97) <ul style="list-style-type: none"> • Director/Deputy Director-General (1993-97)
Other supervisory directorships and board positions	<ul style="list-style-type: none"> – Windvision BV <ul style="list-style-type: none"> • Chairman of the board (2013 - present)

Willy Duron currently holds no shares in Van Lanschot Kempen NV's share capital.

Appendix 4: Curriculum Vitae of Bernadette Langius

Curriculum vitae	
Name	Bernadette J.M. Langius
Date of birth	13 August 1960
Education	<ul style="list-style-type: none"> – NCD Nyenrode Commissarissen Cyclus (2007) – IMD Orchestrating Winning Performance Program, Lausanne (2006) – A range of internal and external training programmes (1984-2002) including: <ul style="list-style-type: none"> • ABN AMRO senior management programme • Change management courses at VU University Amsterdam and Groningen University • Global consortium programme with ABB, Boeing and BHP – Inter-University Faculty of Business Administration in Delft, Masters (1981-1984) – Leyden University, BA English Language and Literature (1978-81)
Work experience	<ul style="list-style-type: none"> – Several Supervisory directorships and other key positions (2011-17) <ul style="list-style-type: none"> • Plan Nederland (2009-17) • Dutch National Ballet (2009-16) • AIESEC Amsterdam (2011-15) – VU University (2011-15) <ul style="list-style-type: none"> • Member of Executive Board (business operations portfolio) • Member of VU-VUMC Foundation Board • Member of HR Steering Committee of the Association of Universities in the Netherlands (VSNU) (2012-15) – ABN AMRO (1984-2010), including: <ul style="list-style-type: none"> • CEO of Commercial Banking Nederland (2009-10) • CEO of Private Banking Nederland (2006-09) • Head of Intellectual Capital Development (2002-06) • Focus 2005 Programme Manager (2000-02)
Other supervisory directorships and board positions	<ul style="list-style-type: none"> – BDO Netherlands <ul style="list-style-type: none"> • Member and vice-president of Supervisory Board and member of the Audit Committee (2016 - present) – Ingenico e-Payments NL <ul style="list-style-type: none"> • Member of Supervisory Board and member of Audit Committee (2016 - present) – IBM Netherlands BV <ul style="list-style-type: none"> • Member of Supervisory Board (2015 – present)

Bernadette Langius currently holds no shares in Van Lanschot Kempen NV's share capital.