



KBC BANK
Naamloze vennootschap (company with limited liability)
Havenlaan 2 – 1080 Brussels
VAT BE 0462.920.226 (RLP Brussels)

www.kbc.com

Convening notice for the Annual General Meeting of KBC Bank NV, that will be held at the company's registered office at Havenlaan 2, 1080 Brussels, on Wednesday 29 April 2020 at 11 a.m.

Agenda for the Annual General Meeting

1. Review of the combined annual report of the Board of Directors of KBC Bank NV on the company and consolidated annual accounts for the financial year ending on 31 December 2019.
2. Review of the statutory auditor's reports on the company and consolidated annual accounts of KBC Bank NV for the financial year ending on 31 December 2019.
3. Review of the consolidated annual accounts of KBC Bank NV for the financial year ending on 31 December 2019.
4. Resolution to approve the company annual accounts of KBC Bank NV for the financial year ending on 31 December 2019.
5. Resolution to approve the proposed profit distribution of KBC Bank NV for the financial year ending on 31 December 2019, whereby 1 144 677 189.00 euros will be paid as a gross dividend, i.e. a gross dividend per share of 1.15 euros, and 18 242 830.68 euros allocated as categorized profit premium to the employees as stipulated in the collective labour agreement of 9 February 2018 with regard to the categorized profit premium concerning financial year 2019.
6. Resolution to grant discharge to the directors of KBC Bank NV for the performance of their duties during the 2019 financial year.
7. Resolution to grant discharge to the statutory auditor of KBC Bank NV for the performance of its duties during the 2019 financial year.
8. At the request of the statutory auditor and following favourable endorsement by the Audit Committee, resolution to raise the statutory auditor's fee for financial year 2019, by increasing it to 1 975 819 euros.
9. Appointments
 - a. Resolution to appoint Mr Koenraad Debackere as director for a period of four years, i.e. until the close of the Annual General Meeting of 2024.

- b. Resolution to reappoint Mrs Sonja De Becker as director for a period of four years, i.e. until the close of the Annual General Meeting in 2024.
- c. Resolution to reappoint Mr Daniel Falque as director for a period of four years, i.e. until the close of the Annual General Meeting in 2024.
- d. Resolution to re-appoint Mr Bo Magnusson as an independent director for a period of four years, i.e. until the close of the Annual General Meeting of 2024.

10. Other business

**Information for shareholders and bond holders
regarding the Annual General Meeting**

Pursuant to Article 27 of the Articles of Association, the holders of registered bonds must give written notice to the registered office, at least four business days prior to the Annual General Meeting i.e. by Thursday 23 April 2020, at the latest, of their intention to attend the Annual General Meeting with advisory voting capacity.

Holders of book-entry bonds that wish to be admitted to the Annual General Meeting with advisory voting capacity must, at the latest on the same date, deposit at the registered office a certificate drawn up by the recognised account holder or by the clearing house attesting to the non-availability of the bonds until the date of the Annual General Meeting.

Holders of bearer bonds only issued abroad or subject to foreign law that want to attend the Annual General Meeting with advisory voting capacity must deposit their bonds at the registered office at the latest on the same date.

In order to avoid confusion, please note that the present notice of meeting concerns KBC Bank NV, whose shares are privately held. This notice is published to comply with legal requirements.

The notice calling the Annual General Meeting of KBC Group NV, which will be held on Thursday 7 May 2020, is published separately.

The Board of Directors