

NOTICE TO COVERED BONDHOLDERS

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7 October 2025



KNAB N.V.

*(incorporated under the laws of the Netherlands with limited liability
and having its statutory seat in Amsterdam, the Netherlands and previously acting under the name Aegon Bank N.V.)*
Legal Entity Identifier (LEI:) 549300772D1G8JPIUR96
(the "**Issuer**")

and

KNAB SB COVERED BOND COMPANY B.V.

*(incorporated under the laws of the Netherlands with limited liability
and having its statutory seat in Amsterdam, the Netherlands and previously acting under the name Aegon SB Covered
Bond Company B.V.)*
Legal Entity Identifier (LEI:) 724500L0Q5358S10JB45
(the "**CBC**" and "**Guarantor**")

NOTICE OF RESULTS OF MEETING AND ADJOURNMENT OF MEETING

to the eligible holders of its outstanding:

	ISIN / Common Code	Outstanding Principal Amount
EUR 500,000,000 0.375 per cent. fixed rate covered bonds due June 2036	XS2351073098 / 235107309	EUR 500,000,000
EUR 500,000,000 3.375 per cent. fixed rate covered bonds due June 2030	XS2642546399 / 264254639	EUR 500,000,000
EUR 500,000,000 3.485 per cent. fixed rate covered bonds due November 2028	XS2714460719 / 271446071	EUR 500,000,000
EUR 500,000,000 3.505 per cent. fixed rate covered bonds due November 2029	XS2714464117 / 271446411	EUR 500,000,000
EUR 500,000,000 3.186 per cent. fixed rate covered bonds due May 2032	XS2831056101 / 283105610	EUR 500,000,000
EUR 250,000,000 zero coupon covered bonds due June 2034	XS2843020525 / 284302052	EUR 250,000,000
EUR 500,000,000 2.471 per cent. fixed rate covered bonds due February 2027	XS3002396680 / 300239668	EUR 500,000,000
EUR 500,000,000 2.471 per cent. fixed rate covered bonds due February 2027	XS3002404021 / 300240402	EUR 500,000,000
EUR 500,000,000 2.471 per cent. fixed rate covered bonds due February 2027	XS3002404294 / 300240429	EUR 500,000,000

(each a "**Series**" and together the "**Covered Bonds**")

On 12 September 2025, the Issuer gave a Notice of Meeting in respect of the Covered Bonds for the purpose of soliciting a consent to inclusion of a new clause in the Trust Deed permitting a merger between the Issuer as disappearing entity and BAWAG P.S.K. Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse Aktiengesellschaft ("**BAWAG**") or any of its affiliates as acquiring entity as a result of which the Issuer will be converted into a passported branch of BAWAG in the Netherlands (the "**Merger**"), without requiring further consent from the Covered Bondholders, subject to certain conditions, as proposed by the Issuer (the "**Proposed Amendments**") for approval by a programme resolution of the Covered Bondholders, all as further described in the consent solicitation memorandum dated 12 September 2025 (the "**Consent Solicitation Memorandum**"). The full terms and conditions of the Consent Solicitation were contained in the Consent Solicitation Memorandum prepared by the Issuer.

A meeting of the Covered Bondholders (the "**Meeting**") was held earlier today in connection with the Consent Solicitation and the Issuer now announces the results of the Meeting.

Capitalised terms used but not defined herein shall have the meanings set out in the Consent Solicitation Memorandum.

1. RESULTS OF MEETING

The Meeting was held earlier today, and **NOTICE IS HEREBY GIVEN** to the Covered Bondholders that the Meeting is:

adjourned

due to the required quorum not being obtained and, accordingly, an adjourned Meeting will be held on 21 October 2025 at 10:00 a.m..

2. TIMETABLE FOR THE CONSENT SOLICITATION

Set out below is a timetable showing possible outcomes for the timing of the Consent Solicitation and the adjourned Meeting, which will depend, among other things, on timely receipt (and non-revocation) of instructions, the rights of the Issuer (where applicable) to extend, waive any condition (other than the Consent Conditions) of, amend and/or terminate the Consent Solicitation (other than the terms of the Programme Resolution) and subsequently cancel the adjourned Meeting described in the Consent Solicitation Memorandum and the satisfaction of the Consent Conditions at the adjourned Meeting, as applicable. Accordingly, the actual timetable may differ significantly from the timetable below.

Event	Date/Time
<i>Announcement of adjourned Meeting</i>	
Announcement of adjourned Meeting was made simultaneously with announcement of Consent Solicitation.	12 September 2025.
<i>Expiration Deadline</i>	
Final deadline for receipt by the Tabulation Agent of valid Consent Instructions or Ineligible Holder Instructions.	10:00 a.m. (Central European Time) on 17 October 2025.
This will also be the deadline for making any other arrangements to attend or to be represented or to vote at the adjourned Meeting.	
<i>Adjourned Meeting</i>	
Adjourned Meeting, to be held at the offices of NautaDutilh N.V., Beethovenstraat 400, 1082 PR Amsterdam, the Netherlands.	The adjourned Meeting will commence at 10:00 a.m. (Central European Time) on 21 October 2025.
The quorum required for an adjourned Meeting to consider the Programme Resolution is one or more Covered Bondholders actually	

present or represented and holding or representing Covered Bonds whatever the Principal Amount Outstanding of the Covered Bonds so held or represented.

Announcement of results of adjourned Meeting

Announcement of the results of the adjourned Meeting and, if the Programme Resolution is passed, satisfaction (or not) of the Eligibility Condition.

As soon as reasonably practicable after the adjourned Meeting.

Delivery of notice of such results to Euroclear and Clearstream, Luxembourg for communication to its account holders and an announcement released on the news service of Euronext Amsterdam.

Effective Date

If the Programme Resolution is passed at the initial adjourned Meeting and the Eligibility Condition is satisfied, the Proposed Amendments described in the Consent Solicitation Memorandum are expected to be implemented within one (1) month from the adjourned Meeting, as applicable (or such later date as determined by the Issuer) (the date of implementation, the "**Effective Date**").

Effective Date.

Payment Date

Payment of any Early Participation Fee.

23 October 2025, in case the Programme Resolution is passed at the adjourned Meeting and the Consent Conditions are satisfied.

3. MISCELLANEOUS

Further information relating to the Consent Solicitation can be obtained directly from the Solicitation Agent and the Tabulation Agent:

Solicitation Agent

Coöperatieve Rabobank U.A.
Croeselaan 18
3521 CB Utrecht
The Netherlands
Tel.: +31 30 216 9724
Attn.: FI DCM Origination
Email: fm.eu.dcmfi@rabobank.com

Tabulation Agent

Kroll Issuer Services Limited
The News Building
3 London Bridge Street
London SE1 9SG
United Kingdom
Tel.: +44 207 704 0880
Email: knab@is.kroll.com
Attn.: David Shilson / Scott Boswell
Website: <https://deals.is.kroll.com/knab>

DISCLAIMER: This announcement must be read in conjunction with the Consent Solicitation Memorandum which contains important information which should be read carefully before any decision is made with respect to the Consent Solicitation. If any Covered Bondholder is in any doubt as to the action it should take or is unsure of the impact of the implementation of the Proposed Amendments, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser.

The distribution of the Consent Solicitation Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession the Consent Solicitation Memorandum comes are required by each of the Issuer, the CBC, the Solicitation Agent and the Tabulation Agent to inform themselves about, and to observe, any such restrictions.