

NOTICE TO COVERED BONDHOLDERS

FOR DISTRIBUTION ONLY OUTSIDE THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS TO PERSONS OTHER THAN "U.S. PERSONS" (AS DEFINED IN REGULATION S UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT")). NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO, OR TO ANY PERSON LOCATED OR RESIDENT IN, ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.

21 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 ADJOURNED 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 to convene the Meeting (as defined below) and the Adjourned Meeting (as defined below) 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.

Following the adjournment of the meeting of the Covered Bondholders convened on 7 October 2025 (the "**Meeting**"), which was adjourned for want of quorum, the Meeting of the Covered Bondholders was resumed earlier today (the "**Adjourned Meeting**") in connection with the Consent Solicitation and the Issuer now announces the results of the Adjourned Meeting.

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

1. RESULTS OF ADJOURNED MEETING

The Adjourned Meeting was held earlier today, and **NOTICE IS HEREBY GIVEN** to the Covered Bondholders that the Programme Resolution in relation to the Proposed Amendments was:

duly passed

in accordance with the required quorum and majority, the Eligibility Condition was satisfied in relation thereto and the Consent Solicitation has not been terminated, and accordingly, the Proposed Amendments are expected to be implemented within one (1) month from the day of the Adjourned Meeting (or such later date as determined by the Issuer).

- 63.12 per cent. of the Principal Amount Outstanding held by Eligible Covered Bondholders was represented at the Adjourned Meeting.
- 100 per cent. of total votes validly cast by Eligible Covered Bondholders were in favour of the Programme Resolution.
- 100 per cent. of total votes were cast by Eligible Covered Bondholders.

2. 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.