

Stichting Administratiekantoor van gewone aandelen A Van Lanschot

Agenda

to the meeting of holders of depositary receipts for Class A ordinary shares of Van Lanschot NV to be held on Tuesday 15 November 2016 at 4.00 pm in the Grote Vergaderzaal, Hooge Steenweg 29, 's-Hertogenbosch, the Netherlands.

1. Opening
2. Discussion of 2015 annual report by the Board and update of subsequent activities in 2016
3. Opportunity to recommend individuals for Board appointment
4. Any other business and closing

Explanatory note to item 2:

The report of the Board of Stichting Administratiekantoor van gewone aandelen A Van Lanschot (hereinafter referred to as: 'the Stichting') can be found on Van Lanschot's corporate website (corporate.vanlanschot.nl/share-information).

Explanatory notes to item 3:

A vacancy has occurred on the Board due to the retirement by rotation of Mr A.L.M. Nelissen. Mr Nelissen cannot be re-elected as he has served the maximum of three consecutive terms on the Board. The Board proposes appointing Ms C.M.P. Mennen-Vermeule for a term of four years. Ms Mennen-Vermeule is Chief Financial Officer of BrandLoyalty Group and has ample experience in executive positions in the corporate sector and in the field of finance and economics. A short biography of Ms Mennen-Vermeule is attached.

The meeting will be given an opportunity to recommend individuals to fill the vacancy. Whoever is put forward should unconditionally subscribe to the Stichting's objectives and be prepared to accept their appointment. This person should be independent from Van Lanschot NV and be otherwise eligible for appointment as envisaged in the Stichting's Articles of Association. These articles may be found on Van Lanschot's corporate website (corporate.vanlanschot.nl/share-information).

The individual put forward for appointment to the vacancy which has occurred on the retirement of Mr Nelissen must be experienced in an executive position in the corporate sector and in the field of finance and economics. Preferably, he or she will have an affinity with 's-Hertogenbosch and the surrounding area.

Any proposed recommendation must be made in writing and the following documents enclosed: (i) a curriculum vitae of the individual in question showing at least the expertise and independence relevant to the appointment and (ii) a statement of the individual in question showing that they agree to such an appointment and its preconditions. These documents must be received at the address of the Stichting as given below by 5.00 pm on Monday 8 November 2016 at the latest.

The basic assumption when the Board appoints any new Board member will be that the Board is confident that working with the individual will be productive.

Registration

Holders of depositary receipts of Class A ordinary shares who wish to attend the meeting either in person or by proxy are requested to register in writing via an intermediary where they are registered as holders of depositary receipts of Class A ordinary shares with Kempen & Co NV (hereinafter referred to as 'Kempen'), Beethovenstraat 300, 1077 WZ Amsterdam, (fax +31 (0)20 348 95 49 or email proxyvoting@kempen.nl) by 5.00 pm on 10 November 2016 at the latest. For the purpose of registration this intermediary must submit a statement showing the number of depositary receipts held by the holder in question as per 1 November 2016 (the 'Registration Date'). Proof of registration will then be sent as soon as possible and give admission to the meeting.

Holders of depositary receipts who wish to be represented by a proxy holder will have to grant a written proxy without prejudice to the above requirement of registration. Kempen must have received this proxy no later than 5.00 pm on 10 November 2016. The proxy holder will be admitted to the meeting on the basis of the proof of registration made out in the name of the person they represent.

Holders of admission tickets may be asked to show proof of identification.

's-Hertogenbosch, the Netherlands, 27 October 2016
The Board of Stichting Administratiekantoor van gewone aandelen A Van Lanschot
Hooge Steenweg 29
5211 JN 's-Hertogenbosch

Appendix

Short biography of Ms C.M.P. Mennen-Vermeule

Claudia Mennen-Vermeule started her career as an accountant with PricewaterhouseCoopers. In 2005 she joined Dockwise, where she served as Vice President of Finance and interim CFO. Between 2010 and 2012 Ms Mennen-Vermeule was CFO at Green Gas International. In 2012, she was appointed to her current position as CFO at BrandLoyalty Group. Ms Mennen-Vermeule is a member of the Supervisory Board of AgriFood Capital and a member of the Supervisory Council of the Stedelijk Museum 's-Hertogenbosch.