

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own financial, legal or other advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.

This notice contains regulated information

The date of this notice is 12 June 2024



VAN LANSCHOT KEMPEN N.V.

(incorporated under the laws of the Netherlands with limited liability and having its statutory seat in 's-Hertogenbosch, the Netherlands)

Legal Entity Identifier (LEI:) 724500D8WOYCL1BUCB80

(the "**Issuer**" and "**Arranger**" and "**Dealer**")

and

VAN LANSCHOT CONDITIONAL PASS-THROUGH COVERED BOND COMPANY 2 B.V.

(incorporated under the laws of the Netherlands with limited liability and having its statutory seat in Amsterdam, the Netherlands)

Legal Entity Identifier (LEI:) 72450002S537KMRY3C85

(the "**CBC**")

EUR 500,000,000 0.40 per cent. Fixed Rate Covered Bonds due September 2024 (consisting of a single series with two tranches: the first tranche of EUR 300,000,000 0.40 per cent. Fixed Rate Covered Bonds due September 2024 issued on 2 September 2019 and a second tranche of EUR 200,000,000 0.40 per cent. Fixed Rate Covered Bonds due September 2024 issued on 3 July 2023. ISIN: XS2049422004)

Under Van Lanschot Kempfen N.V.'s

EUR 2,500,000,000 Conditional Pass-Through Covered Bond Programme 2

(the "**Covered Bonds**" and the holders thereof, the "**Covered Bondholders**")

The capitalised terms used in this notice shall bear the same meanings given to them in the master definitions agreement originally dated 16 July 2019, as lastly amended and restated on 25 May 2023, entered into by, *inter alia*, the Issuer and the CBC (the "**Master Definitions Agreement**").

The Issuer hereby gives notice to all Covered Bondholders of the occurrence of the following events as per date of this notice:

- (a) the Covered Bonds are amended such that:
- (i) the Maturity Date is extended from 2 September 2024 to 2 September 2028 and therewith the Extended Due for Payment Date is extended from 2 September 2056 to 2 September 2060; and
 - (ii) the interest rate is increased as of the Amendment Date for the Fixed Rate period following such date (i) for the period from (and including) the Amendment Date to (but excluding) the Maturity Date or, if earlier, the date on which a Breach of Amortisation Test Notice has been served (payable annually in arrear): from 0.40 per cent. Fixed Rate per annum to 1.30 per cent. Fixed Rate per annum, and (ii) if payment of the Guaranteed Final Redemption Amount

is deferred in whole or in part, for the period from (and including) the Maturity Date or, if earlier, the date on which a Breach of Amortisation Test Notice has been served to (and excluding) the Extended Due for Payment Date (payable monthly in arrear): is increased from 0.40 per cent. Fixed Rate per annum to 1.30 per cent. Fixed Rate per annum,

in each case on 12 June 2024 (the "**Amendment Date**") in accordance with and pursuant to the amendments and resolutions adopted in the Covered Bondholders' Extraordinary Resolution; and

- (b) the Issuer, the Security Trustee and the CBC have signed the Deed of Amendment and Restatement and the amended and restated Final Terms have been delivered to the clearing system to replace the original Final Terms in accordance with the Agency Agreement and the original Final Terms have, to the extent required, been cancelled and replaced.

Further information will be available for inspection on the following website of the Issuer:
<https://www.vanlanschotkempen.com/en-nl/about-us/investor-relations/debt-investors/library>