

# Negotiable Commercial Paper

(Negotiable European Commercial Paper - NEU CP)<sup>1</sup>

Trade name of the notes defined in article D.213-1 of the French monetary and financial code

## Not guaranteed programme

INFORMATION MEMORANDUM (IM)	
Name of the programme	DE VOLKSBANK N.V., NEU CP (ID Programme 1618)
Name of the issuer	DE VOLKSBANK N.V.
Type of programme	NEU CP
Writing language	English
Programme size	4 000 000 000 EUR Four billion EUR
Guarantor(s)	Not applicable
Rating(s) of the programme	Rated by Moody's
Arranger(s)	CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK
Introduction advisor	None
Legal advisor	Clifford Chance Europe LLP
Issuing and paying agent(s) (IPA)	SOCIETE GENERALE
Dealer(s)	BNP PARIBAS CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK ING BANK N.V. SOCIETE GENERALE
Date of the information memorandum (dd/mm/yyyy)	28/05/2025

Drawn up pursuant to articles L. 213-0-1 to L. 213-4-1 of the French monetary and financial code

A copy of the information memorandum is sent to:

**BANQUE DE FRANCE**  
**Direction générale de la stabilité financière et des opérations (DGSO)**  
**Direction de la mise en œuvre de la politique monétaire (DMPM)**  
**S2B-1134 Service des Titres de Créances Négociables (STCN)**  
**39, rue Croix des Petits Champs**  
**75049 PARIS CEDEX 01**

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The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities:

<https://www.banque-france.fr/fr/strategie-monetaire/marches/titres-creances-negociables>

Information marked « Optional » may not be provided by the issuer because French regulations do not require it

<sup>1</sup>Trade name of the notes defined in article D.213-1 of the French monetary and financial code

The NEU CP has not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) and may, subject to certain exceptions, not be offered or sold within the United States of America or to, or for the account or benefit of, US persons.

This Information Memorandum is available, free of charge, at (i) the office of the Issuing and Paying Agent (as appointed below) 29, boulevard Haussmann 75009 Paris, France and (ii) at the office of de Volksbank N.V. at 1, Croeselaan, 3521 BJ Utrecht, the Netherlands and (iii) on the website of de Volksbank N.V. at <https://www.devolsbank.nl>.

#### **MIFID II product governance / Professional investors and Eligible Counterparties only target market –**

Solely for the purposes of the Issuer’s and any other manufacturer’s product approval process in respect of a particular NEU CP issue, the target market assessment in respect of any of the NEU CP to be issued off this Programme has led to the conclusion that: (i) the target market for the NEU CP is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); and (ii) all channels for distribution of the NEU CP to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the NEU CP (a “**distributor**”) should take into consideration the Issuer’s and any other manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the NEU CP (by either adopting or refining the Issuer’s and any other manufacturer’s target market assessment) and determining appropriate distribution channels. Solely by virtue of appointment as Arranger or Dealer, as applicable, on this Programme, neither the Arranger nor the Dealers nor any of their respective affiliates will be a manufacturer for the purpose of EU Delegated Directive 2017/593.

#### **EU Bank Recovery and Resolution Directive**

Directive 2014/59/EU, as amended by Directive (EU) 2019/879 of the European Parliament and of the Council of 20 May 2019, by Regulation (EU) 2022/2036 of the European Parliament and of the Council of 19 October 2022 and by Directive 2024/1174 of the European Parliament and of the Council of 11 April 2024 (the “**BRRD**”) and Regulation (EU) No 806/2014, as amended by Regulation (EU) 2019/877 of the European Parliament and of the Council of 20 May 2019 and by Directive 2024/1174 of the European Parliament and of the Council of 11 April 2024 (the “**SRM Regulation**”) set out a common European recovery and resolution framework. The SRM Regulation establishes a single resolution board (consisting of representatives from the ECB, the European Commission and the relevant national authorities) (the “**SRB**”) that will manage the failing of any bank in the Euro area and in other EU member states participating in the European

Banking Union (as defined therein). The SRB is also granted the same resolution tools as those set out in the BRRD, including a bail-in tool. In a Dutch context, De Nederlandsche Bank (DNB) is the national resolution authority.

The conditions for the implementation of a resolution measure by virtue of the SRM Regulation are fulfilled when (i) the resolution authority (the SRB) or the supervisory authority (the ECB) concerned determines that the institution is failing or likely to fail, (ii) any measure other than a measure of resolution cannot be reasonably contemplated in order to avoid failure within a reasonable amount of time, and (iii) a resolution measure is necessary in order to attain the objectives of the resolution (in particular to guarantee the continuity of critical functions of the institution, avoiding serious negative effects on financial stability, protecting resources of the State by a maximum reduction recourse by the defaulting institution to exceptional public financial support, and protection of covered depositors, as well as the funds and assets of clients) and the compulsory liquidation of the institution according to a classic collective insolvency proceedings would not allow for achieving these resolution objectives under the same conditions.

If the Issuer would be deemed no longer viable (or one or more other conditions apply) the resolution authority may decide to write-down, cancel or convert relevant debt instruments of the Issuer, such as the NEU CP, independently (i.e. separate from a resolution action) or do so in combination with a resolution action (such as the application of a transfer tool and/or the bail-in tool). If the Issuer would be deemed to fail or likely to fail and the other resolution conditions would also be met, the resolution authority may decide to place the Issuer under resolution. It may decide to apply certain resolution tools. These resolution tools include the sale of business tool, the bridge institution tool and the asset separation tool, each of which, in summary, provides for a transfer of certain assets and/or liabilities of the institution under resolution to a third party. In addition, the SRM Regulation provides for the bail-in tool. The bail-in tool may be applied to recapitalise the Issuer (whether or not in combination with one of the aforementioned transfer tools) or convert into (claims which may give rights to) Common Equity Tier 1 instruments or reduce the principal amount of claims or debt instruments (such as the NEU CP) of the Issuer that have been transferred pursuant to one of the aforementioned transfer tools.

In addition to the resolution tools described above, the resolution authority may decide to terminate or amend any agreement (including a debt instrument, such as the NEU CP) to which the Issuer is a party or replace the Issuer as a party thereto. Furthermore, the resolution authority may, subject to certain conditions, suspend the exercise of certain rights of counterparties vis-à-vis the Issuer or suspend the performance of payment or delivery obligations of the Issuer. In addition, certain counterparty rights may be excluded.

The exercise of any power under the BRRD or SRM Regulation or any suggestion of such exercise regarding the Issuer could have a significant negative impact on the rights of the holders of NEU CP, on the price or the value of their investment in the NEU CP and/or on the capacity of the Issuer to satisfy its obligations regarding the NEU CP and by consequence, investors could lose all of their investment.

## 1. DESCRIPTION OF THE ISSUANCE PROGRAMME

Articles D. 213-9, 1° and D 213-11 of the French monetary and financial code and Article 6 of the Order of 30 May 2016 and subsequent amendments

1.1	Name of the programme	DE VOLKSBANK N.V., NEU CP (ID Programme 1618)
1.2	Type of programme	NEU CP
1.3	Name of the issuer	DE VOLKSBANK N.V.
1.4	Type of issuer	Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code
1.5	Purpose of the programme	In order to meet its general funding needs, the Issuer will issue NEU CP from time to time in accordance with Articles L. 213-1 to L. 213-4-1 and D. 213-1 to D. 213-14 of the <i>Code monétaire et financier</i> and all applicable regulations.
1.6	Programme size (maximum outstanding amount)	4 000 000 000 EUR Four billion EUR
1.7	Form of the notes	Notes of the Programme are issued in dematerialised bearer form and recorded in the books of authorised intermediaries (book entry system) in accordance with French laws and regulations. No physical document will be issued in respect of the NEU CP.
1.8	Yield basis	<p>The remuneration is unrestricted.</p> <p>Benchmark indice(s) :</p> <p>The variable/adjustable rates are indexed to the usual rates of the money markets.</p> <p>Compensation rules(s) :</p> <p>If the Issuer issues NEU CP with remuneration linked to an index, or an index clause, the Issuer shall only issue NEU CP with remuneration linked to usual money market indexes, such as but not restricted to: €STR, SOFR and SONIA (each a <b>Reference Rate</b>). However, the Issuer undertakes to inform the Banque de France, when a NEU CP is issued, if the remuneration is linked to an index or varies pursuant to an indexation clause which does not relate to a standard interbank, money market or bond market rate.</p> <p>Such remuneration formulas shall not result in a redemption below par, including for NEU CP with a negative yield basis.</p> <p>The Issuer may not issue NEU CP with potentially variable principal payments. At their maturity date, the principal of the NEU CP shall always equal par.</p> <p>In the case of an issue of NEU CP embedding an option of repurchase, as mentioned in paragraph 1.10 below, the conditions of remuneration of such NEU CP will be set when such NEU CP will be initially issued and shall not be further modified, including when such an embedded option of repurchase will be exercised.</p> <p><b>Reference Rate discontinuation:</b></p> <p>In the case where (i) the Reference Rate ceases to be</p>

		<p>representative of an industry accepted rate for debt market instruments (as determined by the Issuer (in consultation with an independent financial adviser with appropriate expertise appointed by the Issuer) and acting in good faith); (ii) it has become unlawful or otherwise prohibited pursuant to any law, regulation or instruction from a competent authority to use the Reference Rate with respect to the NEU CP; (iii) the Reference Rate ceases to be published for a period of at least five business days or ceases to exist; or (iv) a public statement is made by the administrator of the Reference Rate or its supervisor that the Reference Rate has changed materially or is no longer considered as representative of an industry-accepted rate for debt market instruments, then the rate of interest for the remainder of the maturity of the NEU CP shall be equal to the Reference Rate which applied to the last preceding Interest Period for which the Reference Rate was available.</p> <p><b>Interest Period</b> means the period beginning on (and including) the issue date of the NEU CP and ending on (but excluding) the first interest payment date and each successive period beginning on (and including) an interest payment date and ending on (but excluding) the next succeeding interest payment date (all as specified in the relevant trade confirmation for the relevant NEU CP).</p>
<b>1.9</b>	<b>Currencies of issue</b>	Euro or any other currency authorized by applicable laws and regulations in force in France at the time of the issue
<b>1.10</b>	<b>Maturity</b>	<p>The NEU CP may be repaid before maturity in accordance with applicable French laws and regulations. The early repayment option, if any, shall be explicitly specified in the confirmation form in respect of any relevant issuance of such NEU CP.</p> <p>The Issuer reserves the right to repurchase the NEU CP subject to, and in compliance with, applicable French laws and regulations.</p> <p>The NEU CP issued under the Programme may also carry one or more embedded option(s) of repurchase before the term (held by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>An option of repurchase of NEU CP, if any, shall be explicitly specified in the confirmation form of any related issuance of NEU CP.</p> <p>In any case, the overall maturity of any NEU CP embedded with an option of repurchase, shall always conform to laws and regulations in force in France at the time of the issue.</p> <p>The term (maturity date) of the NEU CP shall be determined in accordance with laws and regulations applicable in France, which imply that, at the date hereof, the term of the NEU CP shall not be longer than one year (365 days or 366 days in a leap year), from the issue date.</p>
<b>1.11</b>	<b>Minimum issuance amount</b>	200 000 EUR or any other amount above the stated value (or equivalent amount in the relevant foreign currency)
<b>1.12</b>	<b>Minimum denomination of the notes</b>	By virtue of regulation (Article D 213-11 of the French monetary and financial code), the legal minimum face value of the commercial paper within the framework of this program is 200 000 euros or the equivalent in the currencies selected at the time of issuance
<b>1.13</b>	<b>Status of the notes</b>	<p>Senior Unsecured</p> <p>Information about the status of the notes :</p>

		The NEU CPs will constitute direct, unsecured and unsubordinated obligations of the Issuer ranking at least <i>pari passu</i> with other present and future direct, unsecured and unsubordinated obligations of the Issuer, except those which may be mandatorily preferred by law.
1.14	Governing law that applies to the programme	French law
1.15	Listing of the notes/Admission to trading on a regulated market	<p>Yes</p> <p>All, or part only, of the NEU CP issued under this Programme may be admitted to trading on Euronext Paris in accordance with Regulation 2017/1129 of the European Parliament and of the Council of 14/06/2017, as amended or superseded.</p> <p>Whether an issue of NEU CP is admitted to trading on Euronext Paris can be verified on the website of Euronext Paris at the following address:</p> <p><a href="https://live.euronext.com/markets/paris/fixed-income/list#">https://live.euronext.com/markets/paris/fixed-income/list#</a></p>
1.16	Settlement system	Euroclear France
1.17	Rating(s) of the programme	<p>Moody's : moodys.com/credit-ratings/de-Volksbank-NV-credit-rating-600021158/summary</p> <p>Ratings can be reviewed at any time by the rating agencies. Investors are invited to refer to the websites of the agencies concerned for the current rating</p>
1.18	Guarantor	Not applicable
1.19	Issuing and Paying Agent(s) (IPA) - exhaustive list -	SOCIETE GENERALE
1.20	Arranger	CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK
1.21	Placement method	<p>Dealer(s) :</p> <p>BNP PARIBAS CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK ING BANK N.V. SOCIETE GENERALE</p> <p>The Issuer may subsequently select to replace any dealer, insure the placement himself, or appoint other dealers; an updated list of such dealers shall be disclosed to investors upon request to the Issuer</p>
1.22	Selling restrictions	<p><b><u>General Restrictions</u></b></p> <p>The Issuer, the Dealers, any initial subscriber, if any, of the NEU CP issued under the Programme shall not take any action, and any subsequent holder shall be deemed to have undertaken not to take any action, that would allow the offering to the public of the NEU CP or the possession or distribution of the Information Memorandum or any other document related to the NEU CP in any country where the distribution of any such instrument or document would contravene the laws and regulations in force, and shall not offer or sell, neither directly nor indirectly, the NEU CP in any manner other than in compliance with such laws and regulations in force in any such country.</p>

The Issuer, each Dealer or other initial subscriber, if any, shall agree, and any further holder of the NEU CP shall be deemed to have agreed, to comply with the laws and regulations in force in the country in which it shall offer or sell such NEU CP or hold or distribute the Information Memorandum and to obtain all authorisations or consents required under any laws and regulations in force in all countries for that purpose.

#### **Prohibition of Sales to EEA Retail Investors**

The NEU CP shall not be offered, sold or otherwise made available to any retail investor in the EEA.

For these purposes, a “**retail investor**” means a person who is one (or more) of:

(i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or

(ii) a customer within the meaning of Directive (EU) 2016/97 on insurance distribution (as amended, the “**IDD**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II.

Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the “**PRiIPs Regulation**”) for offering or selling the NEU CP or otherwise making them available to retail investors in the EEA has been or will be prepared, and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRiIPs Regulation.

#### **France**

Each Dealer and any initial subscriber has represented and agreed and any further holder of the NEU CP will be deemed to have represented and agreed on the date on which it purchases the NEU CP that it has only offered or sold and will only offer or sell, directly or indirectly, any NEU CP to qualified investors (*investisseurs qualifiés*) as referred to in Article L. 411-2 of the French Code monétaire et financier and defined in Article 2(e) of the Prospectus Regulation, and 6 it has only distributed, or caused to be distributed in France to such qualified investors, this Information Memorandum, any confirmations or any other offering material relating to the NEU CP.

#### **United Kingdom**

##### **Prohibition of sales to UK Retail Investors :**

The NEU CP are not intended to be offered, sold or otherwise made available to and, with effect from the date of this Information Memorandum, should not be offered, sold or otherwise made available to any retail investor in the United Kingdom.

For these purposes :

(a) the expression “retail investor” means a person who is one (or more) of the following: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the “FSMA”) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue

of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA; and

(b) the expression an "offer" includes the communication in any form and by any means of sufficient information on the terms of the offer and the NEU CP to be offered so as to enable an investor to decide to purchase or subscribe for the NEU CP.

**Other regulatory restrictions :**

Each Dealer or other initial subscriber, if any, shall represent and agree, and any subsequent holder of the NEU CP shall be deemed to have represented and agreed, that:

(i) (a) it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business; and

(b) it has not offered or sold and will not offer or sell any NEU CP other than to persons whose ordinary business activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses or who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses where the issue of such NEU CP would otherwise constitute a contravention of Section 19 of the Financial Services and Markets Act 2000 (the "**FSMA**") by the Issuer;

(ii) it has only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of any NEU CP in circumstances in which section 21(1) of the FSMA does not apply to the Issuer; and

(iii) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to such NEU CP in, from or otherwise involving the United Kingdom.

**United States of America**

The NEU CP have not been and will not be registered under the U.S. Securities Act of 1933, as amended, (the "**Securities Act**") and may not be offered or sold within the United States of America, or to, or for the account or benefit of, U.S. persons except in certain transactions exempt from the registration requirements of the Securities Act. Terms used in this paragraph have the meanings given them by Regulation S under the Securities Act ("**Regulation S**").

Each Dealer or investor represents and agrees and any subsequent holder of the NEU CP shall be deemed to have represented and agreed that, except as permitted by the dealer agreement, it has not offered, or sold, and will not offer or sell, neither directly nor indirectly, the NEU CP within the United States of America or to U.S. persons or for the account or benefit of any U.S. person (i) as part of their distribution at any time and (ii) otherwise until the day immediately following 40 days after the completion of the offering . Terms used in this paragraph have the meanings given them by Regulation S.

The NEU CP are being offered and sold outside the United States to non-U.S. persons (in reliance on Regulation S).

In addition, until 40 days after the commencement of the offering of the NEU CP, any offer or sale of the NEU CP



		within the United States by any Dealer (whether or not participating in the offering) may violate the registration requirements of the Securities Act.
<b>1.23</b>	<b>Taxation</b>	The Issuer is not bound to indemnify any holder of the NEU CP in case of taxes (inclusive of withholdings taxes), including taxes (inclusive withholdings taxes) which are payable under French law, in respect of the principal of, or the interest on, the NEU CP, except for any stamp or registration taxes payable by the Issuer under French law.
<b>1.24</b>	<b>Involvement of national authorities</b>	Banque de France
<b>1.25</b>	<b>Contact(s)</b>	Service: de Volksbank N.V., Financial Markets & Treasury Tel: +31 (0)30 2143345 / +31 (0)30 2143343 Email: vfm.fo-cashmanagement@devolksbank.nl
<b>1.26</b>	<b>Additional information on the programme</b>	Optional
<b>1.27</b>	<b>Language of the information memorandum which prevails</b>	English
<b>1.28</b>	<b>Extra financial rating(s) of the programme</b>	Not applicable

## 2 DESCRIPTION OF THE ISSUER

Article D. 213-9, 2° of the French monetary and financial code and Article 7 of the Order of 30 May 2016 and subsequent amendments

2.1	Legal name	DE VOLKSBANK N.V.
2.2	Legal form/status, governing law of the issuer and competent courts	<p>Legal form/status :</p> <p>Public limited liability company under Dutch law (naamloze vennootschap)</p> <p>Governing law of the issuer :</p> <p>Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code</p> <p>Additional information regarding the governing law :</p> <p>de Volksbank N.V., a public limited liability company ("<i>naamloze vennootschap</i>"), was incorporated under Dutch law on 18/12/1990 as a result of the merger of several regional savings banks. The corporate seat of de Volksbank is in Utrecht, the Netherlands, and is subject to Dutch law and to the jurisdiction of the courts of the Netherlands.</p> <p>Competent courts : Dutch law</p>
2.3	Date of incorporation	18/12/1990
2.4	Registered office or equivalent (legal address) and main administrative office	<p>Registered office :</p> <p>Croeselaan 1 3521BJ UTRECHT NETHERLANDS</p>
2.5	Registration number, place of registration and LEI	<p>Registration number : 16062338</p> <p>LEI : 724500A1FNICHSDF2I11</p>
2.6	Issuer's mission summary	<p>The Issuer aims to meet specific financial needs of its customers in a people-oriented, efficient and sustainable manner. The Issuer's mission is 'banking with a human touch'. The Issuer achieves this by creating value for all its stakeholders: its customers, society at large, its employees and its shareholder. The Issuer aims for optimum total value rather than maximisation of a single value. Together with its brands the Issuer strives for strong customer relationships and increasing its social impact.</p> <p>The Issuer has a focus on the Dutch market, offering understandable and transparent mortgage, savings and payment products to private individuals and smaller companies. de Volksbank also offers insurance and investment services and aims to maintain its strong liquidity profile and capital structure.</p> <p>The Issuer is currently pursuing a multi-brand strategy with ASN Bank, BLG Wonen, RegioBank and SNS.</p> <p>Each of these brands has its own distinctive profile that meets the needs of its customer group. A single back office, a powerful IT organisation and a central staff organisation allow de Volksbank to operate effectively and efficiently.</p> <p>On 16 December 2024, the Issuer announced that its current</p>

		<p>retail brands ASN Bank, RegioBank and SNS will continue to operate under the banner of ASN Bank with effect from 2025. To ensure a smooth transition, the Issuer's customers will migrate to the new ASN Bank in stages. Implementation will start in 2025 and is expected to be completed within three years.</p> <p>The information in this section is a summary of the legal and financial status of the Issuer. For more information, please see the "de Volksbank Annual Report 2024" (the "2024 Annual Report") in Appendix 2 and the website: <a href="http://www.devolsbank.nl">www.devolsbank.nl</a>.</p>
2.7	Brief description of current activities	<p>The Issuer operates in the Dutch financial sector. Our product range comprises: payments, mortgages, sustainable funds, SME loans, savings and (third party) insurance products. Our customers are mainly based in the Netherlands.</p> <p>The Issuer currently has the following four bank brands each displaying its own identity and image: ASN Bank, BLG Wonen, RegioBank and SNS.</p> <p>Four Bank Brands</p> <ul style="list-style-type: none"> <li>• ASN Bank seeks to make sustainability accessible to all Dutch people, enabling them to use their money to do the right thing for people, animals and nature;</li> <li>• BLG Wonen enables a society in which people can live contentedly in a manner that suits their wishes and financial situation. Now and in the future;</li> <li>• RegioBank is committed to stimulate the quality of life in Dutch communities by taking on the role of community builder and contributing to social and economic vitality; and</li> <li>• SNS helps people achieve their goals and dreams by focusing on the growth of each individual. SNS believes that if everyone is allowed to grow in their own way, it will make the Netherlands stronger.</li> </ul> <p>On 16 December 2024, the Issuer announced its decision to, as part of its transformation programme to simplify its organisational structure, consolidate all its retail brands into one brand: ASN Bank. By joining forces, the current brands, i.e. ASN Bank, SNS, RegioBank, BLG Wonen and de Volksbank, will be united into one strong brand that builds on the already existing distinctive social profile of ASN Bank. The phased implementation towards a single brand will take approximately three years in order to ensure a smooth transition for customers and other stakeholders. Detailed information about de Volksbank's business activity is described in the 2024 Annual Report on pages 6 and 15-17, the key figures are available on page 9, the profit and loss account on page 26 and the breakdown of income by activity is available on pages 267 to 274.</p> <p><b>Financial reports de Volksbank</b></p> <p>On 14/03/2025, de Volksbank published its 2024 Annual Report. The 2024 Annual Report is available on the website <a href="http://www.devolsbank.nl">www.devolsbank.nl</a> and in Appendix 2.</p> <p>Please note that de Volksbank's 2023 Annual Report (the "2023 Annual Report") is also available in Appendix 3.</p>
2.8	Capital	381 187 230,32 EUR

		<p>Decomposition of the capital :</p> <p>As at the date of this Information Memorandum, the authorised share capital of the Issuer consists of 4,200,040 shares of €453.79 and amounts to €1,905,936,151.60. The issued share capital of the Issuer consists of 840,008 shares of €453.79 and amounts to €381,187,230.32 and has been fully paid up.</p>
2.8.1	<b>Amount of capital subscribed and fully paid</b>	381 187 230,32 EUR
2.8.2	<b>Amount of capital subscribed and not fully paid</b>	0 EUR
2.9	<b>List of main shareholders</b>	<p>References to the relevant pages of the annual report or reference document :</p> <p>Page 53 of de Volksbank N.V. of the 2024 Annual Report.</p> <p>Shareholders :</p> <p>“Stichting administratiekantoor beheer financiële Instellingen” (“NLFI”), on behalf of the Dutch State, is the sole shareholder of the Issuer and all shares of the Issuer are directly held by NLFI. (100.00 %)</p>
2.10	<b>Regulated markets on which the shares or debt securities of the issuer are listed</b>	<p>Regulated markets on which the debt securities are listed :</p> <p>Shares of the Issuer are not listed. The euro-commercial papers issued under the Euro-Commercial Paper Programm</p> <p>e the Issuer are not listed. The Issuer has euro medium term notes and covered bonds listed on Euronext Amsterdam and on the Luxembourg Stock Exchange.</p> <p>Longest-Last Maturity Date for debt securities listed on the Regulated Market :</p> <p>01/01/2046</p>
2.11	<b>Composition of governing bodies and supervisory bodies</b>	<p>References to the relevant pages of the annual report where the composition of governing bodies and supervisory bodies is provided :</p> <p>The composition of governing bodies and supervisory bodies is provided in pages 34-40 of the 2024 Annual Report.</p> <p>As of the date of this Information Memorandum, the composition of the board is as follows :</p> <p>The Supervisory Board is composed as follows:</p> <ul style="list-style-type: none"> <li>- Gerard van Olphen, Chairman of the Supervisory Board</li> <li>- Jos van Lange, Vice-Chairman of the Supervisory Board</li> <li>- Jeanine Helthuis, Member of the Supervisory Board</li> <li>- Petra van Hoeken, Member of the Supervisory Board</li> <li>- Aloys Kregting, Member of the Supervisory Board</li> </ul> <p>The Executive Board is composed as follows:</p> <ul style="list-style-type: none"> <li>- Roland Boekhout, Chief Executive Officer</li> <li>- André Haag, Chief Financial Officer</li> <li>- Saskia Hoskens, Chief Risk Officer</li> <li>- Isold Heemstra, Chief Customer Officer</li> <li>- Gwendolyn van Tunen, Chief Financial Crime Officer</li> </ul>
2.12	<b>Accounting method for consolidated accounts (or failing that, for the annual accounts)</b>	<p>Accounting method for consolidated accounts :</p> <p>IFRS</p>

		Accounting method for annual accounts : Part 9 of Book 2 of the Dutch Civil Code
<b>2.13</b>	<b>Accounting year</b>	Starting on 01/01 ending on 31/12
<b>2.13.1</b>	<b>Date of the last general annual meeting of shareholders (or equivalent thereof) which has ruled on the last financial year accounts</b>	17/04/2025
<b>2.14</b>	<b>Fiscal year</b>	Starting on 01/01 ending on 31/12
<b>2.15</b>	<b>Auditors of the issuer, who have audited the issuer's annual accounts</b>	
<b>2.15.1</b>	<b>Auditors</b>	Holder(s) :  EY Accountants B.V. (2024)/ Ernst & Young Accountants LLP (2023) Antonio Vivaldistraat 150 1083 HP Amsterdam
<b>2.15.2</b>	<b>Auditors report on the accuracy of the accounting and financial information</b>	The independent auditor's report relating to the Issuer's financial statements for the year ended 31/12/2024 is included in the 2024 Annual Report on pages 285-291 and independent auditor's report relating to the Issuer's financial statements for the year ended 31/12/2023 is included in the 2023 Annual Report on pages 255-263. Both Annual Reports are available on the website <a href="http://www.devолksbank.nl">www.devолksbank.nl</a> .  Please note that both Annual Reports are also available in the Appendices.
<b>2.16</b>	<b>Other equivalent programmes of the issuer</b>	The Issuer has the following programmes in place for financing purposes:  * de Volksbank N.V. EUR 25,000,000,000 Debt Issuance Programme;  * de Volksbank N.V. EUR 15,000,000,000 Covered Bond Programme; and  * de Volksbank N.V. EUR 4,000,000,000 Euro-Commercial Paper Programme.  The Prospectuses and the Information Memorandum of the programmes mentioned above can be found on website: <a href="http://www.devолksbank.nl">www.devолksbank.nl</a> .
<b>2.17</b>	<b>Rating of the issuer</b>	S&P Global Ratings Europe Limited : <a href="http://devолksbank.nl/assets/files/Bulletin-de-Volksbank-30-January-2025.pdf?v=1738591178static">devолksbank.nl/assets/files/Bulletin-de-Volksbank-30-January-2025.pdf?v=1738591178static</a>  Moody's : <a href="http://devолksbank.nl/assets/files/Credit-opinion-de-Volksbank-31-March-2025.pdf?v=1743497927static">devолksbank.nl/assets/files/Credit-opinion-de-Volksbank-31-March-2025.pdf?v=1743497927static</a>  Fitch Ratings : <a href="http://devолksbank.nl/assets/files/Rating-report-de-Volksbank-30-October-2024.pdf?v=1730303991">devолksbank.nl/assets/files/Rating-report-de-Volksbank-30-October-2024.pdf?v=1730303991</a>
<b>2.18</b>	<b>Additional information on the issuer</b>	Information on the Issuer relevant to the investors: <a href="https://www.devолksbank.nl/en/investor-relations">https://www.devолksbank.nl/en/investor-relations</a>

		<p>On 22 February 2023, the Dutch Minister of Finance informed the House of Representatives of the Ministry's intention to take a directional decision about the future of de Volksbank. On 10 June 2024, NLFI concluded that it considers a private sale or an IPO to be realistic options for the future of the bank. On 1 October 2024, the Minister requested that both NLFI and de Volksbank start preparing for both options in the form of a dual track approach. NLFI will subsequently advise the Minister on the next steps. A final decision on the future of de Volksbank will be made when NLFI has determined that the bank is ready for privatisation.</p>
<b>2.19</b>	<b>Issuer's extra-financial rating(s)</b>	Optional

### 3. CERTIFICATION OF INFORMATION

Articles D. 213-5 et D. 213-9, 4° of the French monetary and financial code and subsequent amendments

#### Certification of information of the issuer DE VOLKSBANK N.V.

3.1	Person(s) responsible for the information memorandum concerning the programme of DE VOLKSBANK N.V., NEU CP for the issuer	Mr Eric Spiertz, Managing Director Financial Markets & Treasury, de Volksbank N.V. Mr Edwin de Hoogen, Manager Money Markets, Financial Markets & Treasury, de Volksbank N.V.
3.2	Declaration of the person(s) responsible for the information memorandum concerning the programme of DE VOLKSBANK N.V., NEU CP for the issuer	To the best of my knowledge, the information provided by the issuer in the financial documentation, including the French summary (if relevant) is accurate, precise and does not contain any omissions likely to affect its scope or any false or misleading information
3.3	Date (DD/MM/YYYY), place of signature, signature	28/05/2025

#### 4. INFORMATION CONCERNING THE ISSUER'S REQUEST OF THE STEP LABEL

An application for a STEP label for this Programme will be made to the STEP Secretariat [in relation to the Notes eligible under the STEP Market Convention]. Information as to whether the STEP label has been granted for this Programme [in relation to such Notes] may be made available on the STEP market website (initially [www.stepmarket.org](http://www.stepmarket.org)). This website is not sponsored by the Issuer and the Issuer is not responsible for its content or availability.

Unless otherwise specified in this Information Memorandum, the expressions “STEP”, “STEP Market Convention”, “STEP label”, “STEP Secretariat”, and “STEP market website” shall have the meaning assigned to them in the Market Convention on Short-Term European Paper dated 19 October 2023 and adopted by ACI FMA and The European Money Markets Institute (as amended from time to time).



## APPENDICES

Further to articles D.213-9 of the French monetary and financial code and L.232-23 of the French commercial code, financial information mentioned in Article D213-9 of the French monetary and financial code should be made available to any person upon request

Appendice 1	Documents available to the shareholders annual general meeting or the equivalent <sup>2</sup>	<u>Annual general meeting 2025</u> Annual report for the financial year ended 31/12/2024  <u>Annual general meeting 2024</u> Annual report for the financial year ended 31/12/2023
Appendice 2	Annual report  Year 2025	Rapport annuel <a href="https://www.devолksbank.nl/assets/files/annual-report-2024.pdf?v=1741951070">https://www.devолksbank.nl/assets/files/annual-report-2024.pdf?v=1741951070</a>
Appendice 3	Annual report  Year 2024	<a href="https://static.devолksbank.nl/files/integrated-annual-report-2023.pdf?v=1709884557">https://static.devолksbank.nl/files/integrated-annual-report-2023.pdf?v=1709884557</a>