

Annual Meeting of Depository Receipt Holders of the Foundation for the Administration of Triodos Bank Shares (SAAT)

19 May 2017





1. Opening and announcements

Annual Meeting of the Depository Receipt Holders

Agenda

1. Opening and announcements
2. Report of the Board of SAAT 2016
3. Appointment and reappointment of members of the Board of SAAT
 - a. Appointment of Mr. K.J.L. Schoors *
 - b. Reappointment of Mr. M.E. Nawas *
4. Approval of the amendment of the terms of administration of SAAT *
5. Any other business
6. Close

* Items requiring voting: other items are for discussion



2. Report of the Board of SAAT 2016

Foundation for the Administration of Triodos Bank Shares (SAAT)

Terms of administration of SAAT:

Article 6

The foundation shall independently exercise the voting rights attached to the shares owned by it.

In doing so, it shall be guided by:

- the interests of the depository receipt holders
- the interests of the Bank
- as well as by the principles expressed in the objects of the Bank.

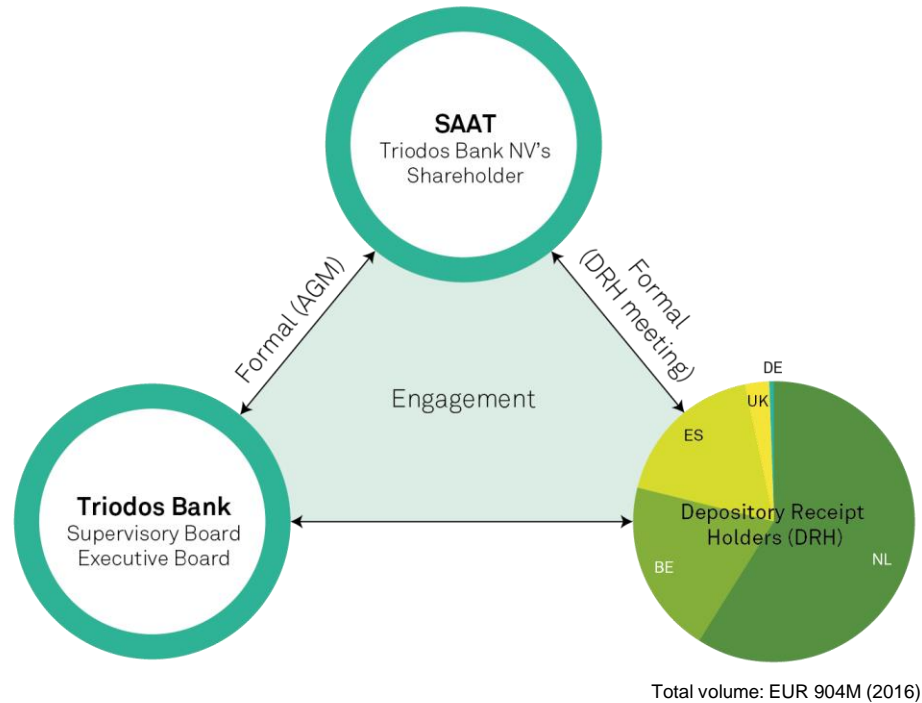
Articles of Association Triodos Bank NV:

Article 2.2

With the exercising of banking business, the company aims to contribute to social renewal, based on the principle that every human being should be able to develop in freedom, has equal rights and is responsible for the consequences of his economic actions for fellow human beings and for the earth. All in the widest sense of the word.

Foundation for the Administration of Triodos Bank Shares (SAAT)

Role of SAAT



Stichting Administratiekantoor Aandelen (SAAT) Triodos Bank

Bringing our role to life

Areas of focus in our engagement with Triodos Bank:

1. Mission
2. Independence of the bank
3. Return

Stichting Administratiekantoor Aandelen Triodos Bank (SAAT)

Engagement calendar

Audiences	Event	Timing
Customers, co-workers, depository receipt holders	Local annual meetings in UK, Germany, The Netherlands, Belgium, Spain	annual
Supervisory Board Triodos Bank	Informal annual meeting	annual
Depository Receipt Holders	AGM in the Netherlands (Amsterdam)	19 May 2017
Executive Board Triodos Bank	Regular meetings	Several times a year
Depository Receipt Holders	Online survey	October 2017
Management teams of local branches, EB, SB, SAAT	Visits to branches	annual
Triodos Bank senior management, SB, SAAT and independent experts	Theme days	annual
Executive Board, Supervisory Board	3-chairs meeting	3-4 times a year
Investors	Annual meetings of the Triodos Investment Management funds	annual

2. Report of the Board of SAAT 2016

Themes for 2017





3. (Re-)appointment of members of the Board of SAAT

Rotation schedule Board of SAAT

This rotation schedule has been adopted by the Board of SAAT in accordance with article 5 (3) of the Charter of the Board of SAAT¹

Board	Year of first appointment	Year of first reappointment	End of current term	Ultimate date of retirement ²
Josephine de Zwaan (Chair)	2010	2013	2020	2022
Marjatta van Boeschoten	2009	2012	2018	2021
Frans de Clerck	2010	2013	2018	2022
Willem Lageweg	2016	-	2020	2028
Mike Nawas	2014	-	2017	2026
New candidate	2017	-	-	2029

1. At the 2015 AGM, it was decided to amend the term of appointment from 3 to 4 years. The new term is applicable for (re)appointments after June 2015.

2. Based on the possibility of appointment for a maximum period of 12 years.

3. (Re-)appointment of members of the Board of SAAT

3a. Appointment of Mr. K.J.L. Schoors

3b. Reappointment of Mr. M.E. Nawas

3a. Appointment of a member of the Board of SAAT

Mr. K.J.L. Schoors



3a. Appointment of a member of the Board of SAAT

Mr. K.J.L. Schoors



3b. Reappointment of a member of the Board of SAAT

Mr. M.E. Nawas





4. Approval of the amendment of the terms of administration of SAAT



5. Any other business



6. Close