

KBC Bank Naamloze vennootschap (company with limited liability) Havenlaan 2 - 1080 Brussels VAT BE 0462.920.226 (RLP Brussels)

BOND HOLDER'S PROXY for the purposes of participating with an advisory vote at the Annual General Meeting of SHAREHOLDERS of KBC Bank NV on 26 April 2017

The undersigned, (full name and address of the bond holder; for a legal person, full name and registered office)
holder of (number) bonds
(name of issue)
issued by KBC Bank NV, hereby declares that he/she/it grants a proxy to
Mr/Ms

in pursuance of and in compliance with the provisions of Article 28 of the Articles of Association, in order to represent him/her/it with an advisory vote at the Annual General Meeting of the https://shareholders.org/ of KBC Bank NV, whose agenda is set forth below, which will be held at the company's registered office, 1080 Brussels, Havenlaan 2, at 11 a.m. on Wednesday, 26 April 2017.

Agenda of the Annual General Meeting

- 1. Review of the combined annual report of the Board of Directors of KBC Bank NV on the company and consolidated annual accounts for the financial year ending on 31 December 2016.
- 2. Review of the statutory auditor's reports on the company and consolidated annual accounts of KBC Bank NV for the financial year ending on 31 December 2016.
- 3. Review of the consolidated annual accounts of KBC Bank NV for the financial year ending on 31 December 2016.
- 4. Resolution to approve the company annual accounts of KBC Bank NV for the financial year ending on 31 December 2016.
- 5. Resolution to approve the proposed profit distribution of KBC Bank NV for the financial year ending on 31 December 2016, whereby 1 134 883 317.68 euros will be paid as a gross

dividend, i.e. a gross dividend per share of 1.24 euros, and 17 506 769.60 euros allocated for employee profit-sharing bonuses. Further to payment of an interim dividend in the sum of 604 050 798.12 euros, the balance of gross dividend remaining to be paid is 530 832 519.56 euros.

- 6. Resolution to grant discharge to the directors of KBC Bank NV for the performance of their duties during the 2016 financial year.
- 7. Resolution to grant discharge to the statutory auditor of KBC Bank NV for the performance of its duties during the 2016 financial year.

8. Appointments

- a. Resolution to definitively appoint Ms Katelijn Callewaert, co-opted by the Board of Directors on 15 December 2016, as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- b. Resolution to definitively appoint Mr Matthieu Vanhove, co-opted by the Board of Directors on 15 December 2016, as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- c. Resolution to definitively appoint Mr Walter Nonneman, co-opted by the Board of Directors on 15 December 2016, as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- d. Resolution to reappoint Mr Johan Thijs as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- e. Resolution to reappoint Mr John Hollows as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- f. Resolution to reappoint Mr Luc Popelier as director for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- g. Resolution to appoint Mr Hendrik Scheerlinck as director, as of 5 May 2017, for a period of four years, i.e. until the close of the Annual General Meeting in 2021.
- h. Resolution to appoint Mr Erik Luts as director, as of 5 May 2017, for a period of four years, i.e. until the close of the Annual General Meeting in 2021.

9. Other business

In order to avoid confusion, please note that this proxy concerns the Annual General Meeting of the Shareholders of KBC Bank NV, whose shares are not sold to the public.

<u>Bondholders</u> are entitled to attend the Annual General Meeting of Shareholders, but they have only <u>advisory voting capacity</u>.

Drawn up and signed(*) in <i>(place)</i>
on (date)
or nower of attorney')