

NSI

General Meeting of Shareholders

to be held on Wednesday, 17 April 2019 at 2.00 pm at Motion Building, Radarweg 60, 1043 NT Amsterdam

AGENDA

1. Chairman opens the meeting
2. Report of the Management Board on the 2018 financial year
3. Report of the Supervisory Board on the 2018 financial year
 - a. Application of the remuneration policy for the 2018 financial year
4. Adoption of the financial statements for the 2018 financial year (*vote*)
5. Dividend policy of NSI
6. Declaration of the final dividend for 2018 (*vote*)
7. Discharge of the members of the Management Board for the policy pursued in the 2018 financial year (*vote*)
8. Discharge of the members of the Supervisory Board for the supervision exercised during the 2018 financial year (*vote*)
9. Revision of the remuneration policy for the Management Board (*vote*)
10. Authorisations
 - a. Proposal to authorise the Management Board to issue ordinary shares (subject to the approval of the Supervisory Board) (*vote*)
 - b. Proposal to authorise the Management Board to limit or exclude pre-emptive rights upon the issuance of ordinary shares (subject to the approval of the Supervisory Board) (*vote*)
 - c. Proposal to authorise the Management Board to buy back ordinary shares in the company's own capital (subject to the approval of the Supervisory Board) (*vote*)
11. Outlook for 2019
12. Any other business
13. Closing

The language in which the General Meeting of Shareholders will be conducted is Dutch.

The agenda items above are explained in further detail in the shareholders' circular.

HOW TO REGISTER FOR THE MEETING

The full agenda for the General Meeting, with supplementary notes and a copy of the 2018 annual report and financial statements are available at the company's offices and via www.nsi.nl. Copies of these are also available free of charge via ABN AMRO Bank N.V. ("ABN AMRO"), by phoning: + 31 20 344 2000 or by sending an email to: corporate.broking@nl.abnamro.com.

Registration of meeting rights

Persons who (1) are registered in one of the registers or sub registers mentioned below as of 20 March 2019 (the "Registration date") after the processing of all new registrations and cancelled registrations as of this date and (2) have signed up in the manner described below can participate in the meeting. For shareholders, the administrations of the intermediaries as defined in the Securities (Bank Giro Transactions) Act (the "Intermediaries"), which show who is entitled to the particular shares as of the Registration date, are designated as registers or sub registers.

Registration and sign-up

Shareholders or their authorised representatives who wish to participate in this meeting can sign up in writing from 21 March 2019 until no later than 5.30 pm CET on 10 April 2019 with the Intermediary whose administration holds their shares or via www.abnamro.com/evoting. No later than at 11 am CET on 11 April 2019, the Intermediaries must provide ABN AMRO with an electronic statement via www.abnamro.com/intermediary stating the number of shares held by the particular holder on the Registration date and being reported for registration. ABN AMRO will send these holders an admission ticket via the Intermediary.

Voting by proxy

Shareholders who cannot attend the meeting can also grant the company a voting instruction, without prejudice to the provisions concerning sign-up stated above. A voting instruction can be granted electronically via www.abnamro.com/evoting until 10 April 2019 at the latest. If a shareholder does not have an opportunity to grant a voting instruction electronically, a voting instruction can also be granted in writing. For this, the form available from

the company free of charge must be completed and returned to the company no later than 10 April 2019.

Number of issued shares and number of voting rights

As of 6 March 2019, the number of issued shares in the company is 18,574,298.