JZ/1687818/dv (DIP 1207)

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N.V. BANK NEDERLANDSE GEMEENTEN
(incorporated with limited liability under the laws of the Netherlands and having its statutory domicile in The Hague)

Euro 90,000,000,000
Debt Issuance Programme

Series No.: 1207

Issue of
GBP 50,000,000 1.375 per cent. Notes 2015 due 9 December 2019
(the "**Notes**")

(to be consolidated, become fungible and form a single Series with:
the existing GBP 250,000,000 1.375 per cent. Notes 2015 due 9 December 2019
issued on 18 February 2015 as Series 1200

FINAL TERMS

The date of these Final Terms is 13 March 2015.

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Joint Lead Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Joint Lead Manager has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU.

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions ("**Terms and Conditions**") set forth in page 61 to page 95 of the base prospectus dated 19 June 2014, as supplemented by the supplemental prospectus dated 25 August 2014 and the supplemental prospectus dated 9 March 2015 (the "**Base Prospectus**") issued in relation to the Euro 90,000,000,000 debt issuance programme of N.V. Bank Nederlandse Gemeenten which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the Notes described herein is only available on the basis of a combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing, upon the oral or written request of any persons, at the specified offices of the Paying Agent. Copies may be obtained at the specified offices of the Paying Agent. A summary of the Notes is attached to these Final Terms.

These Final Terms do not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation; and no action is being taken to permit an offering of the Notes or the distribution of these Final Terms in any jurisdiction where such action is required.

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PART A – CONTRACTUAL TERMS

The terms of the Notes are as follows:

1.	Issuer:	N.V. Bank Nederlandse Gemeenten
2.	Series Number:	1207
		The Notes will, on the Exchange Date (as defined below), be consolidated, become fungible and form a single Series with the existing
		GBP 250,000,000 1.375 per cent. Notes 2015 due 9 December 2019 issued on 18 February 2015 as Series 1200
		(together the "**Original Notes**")
3.	Specified Currency or Currencies:	British Pounds Sterling ("**GBP**")
4.	Aggregate Nominal Amount:	GBP 50,000,000
		After the Notes are consolidated and become fungible with the Original Notes on the Exchange Date, the Aggregate Principal Amount of the Series will be GBP 300,000,000, consisting of the Aggregate Principal Amount of the Notes, being GBP 50,000,000, and the Aggregate Principal Amount of the Original Notes.
5.	Issue Price:	99.249 per cent. of the Aggregate Nominal Amount *plus* 27 days' interest accrued at the rate of 1.375 per cent. per annum in respect of the period from (and including) the Interest Commencement Date to (but excluding) the Issue Date
6.	(i) Specified Denomination(s):	GBP 1,000
	(ii) Calculation Amount:	GBP 1,000
7.	(i) Issue Date:	17 March 2015
	(ii) Interest Commencement Date:	18 February 2015
8.	Maturity Date:	9 December 2019
9.	Interest Basis:	1.375 per cent. Fixed Rate
		(further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
		(further particulars specified below)
11.	Investor Put/Issuer Call Options:	Not Applicable
12.	Date Board approval for issuance of Notes obtained:	10 March 2015

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	**Fixed Rate Note Provisions**	Applicable
	(i) Fixed Rate(s) of Interest:	1.375 per cent. per annum payable annually in arrear

	(ii)	Interest Payment Date(s):	9 December in each year from and including 9 December 2015 up to and including the Maturity Date, subject to adjustment for payment purposes only in accordance with the Following Business Day Convention
	(iii)	Fixed Coupon Amount(s):	GBP 13.75 per Calculation Amount
	(iv)	Broken Amount(s):	Short first coupon: GBP 11.08 per Calculation Amount, payable on the Interest Payment Date falling on 9 December 2015
	(v)	Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Regular Date(s):	9 December in each year
14.	**Floating Rate Note Provisions**		Not Applicable
15.	**Zero Coupon Note Provisions**		Not Applicable
16.	**Dual Currency Interest Note Provisions**		Not Applicable
17.	**Reverse Floater Interest Note Provisions**		Not Applicable
18.	**Step-Down Interest Note Provisions**		Not Applicable
19.	**Step-Up Interest Note Provisions**		Not Applicable
20.	**Dual Currency Redemption Note Provisions**		Not Applicable

PROVISIONS RELATING TO REDEMPTION

21.	Issuer Call Option:	Not Applicable
22.	Investor Put Option:	Not Applicable
23.	Final Redemption Amount:	GBP 1,000 per Calculation Amount
24.	Early Redemption Amount(s) payable per Calculation Amount on redemption (a) for taxation reasons (Condition 6(b)) or (b) on the occurrence of an event of default (Condition 7):	GBP 1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.	Form of Notes:	Bearer Notes
26.	Temporary Global Note exchangeable for Definitive Notes:	Not Applicable
27.	Temporary Global Note exchangeable for a Permanent Global Note:	Applicable. The Notes will initially be represented upon issue by a temporary global note (the "**Temporary Global Note**") in bearer form without interest coupons attached, which will be exchangeable upon certification as to non-U.S. beneficial ownership 40 days after the Issue Date (the "**Exchange Date**") in accordance with the terms thereof, for interests in a permanent global

		note (the "**Permanent Global Note**").
		Where a Global Note is to be cleared through Euroclear, Clearstream Luxembourg or any other relevant clearing system and is exchangeable for Definitive Notes at any time or where Definitive Notes will definitely be issued, the Notes may only be issued in such denominations as Euroclear, Clearstream Luxembourg or any such other relevant clearing system will permit at that time. In particular, the Notes may not have denominations that include integral multiples of an amount if such amount is not divisible by the minimum denomination of such Notes.
28.	Permanent Global Note exchangeable for Definitive Notes:	Applicable, but only as set out in Condition 1(e), except that in each case a Permanent Global Note which forms part of a securities deposit (*girodepot*) with Euroclear Netherlands shall only be exchangeable within the limited circumstances as described in the Netherlands Securities Giro Act (*Wet giraal effectenverkeer*) and such exchange will be made in accordance therewith, the Euroclear Netherlands' terms and conditions and operational documents
29.	Registered Notes:	Not Applicable
30.	New Global Note:	Applicable
31.	New Safekeeping Structure:	Not Applicable
32.	Additional Financial Centre(s) or other special provisions relating to payment dates:	TARGET2
33.	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	Not Applicable
34.	Details relating to Installment Notes:	Not Applicable
35.	Redenomination:	Not Applicable

DISTRIBUTION

36.	Method of distribution		Non-Syndicated
	(i)	If syndicated, names and addresses of Dealers:	Not Applicable
	(ii)	Date of Subscription Agreement:	Not Applicable
	(iii)	Stabilizing Manager(s) (if any):	Not Applicable
37.	If non-syndicated, name and address of Dealer:		Nomura International plc 1 Angel Lane London EC4R 3AB United Kingdom

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38.	Total commission and concession:	Not Applicable
39.	U.S. Selling Restrictions:	Regulation S Category 2; TEFRA D Rules applicable
40.	Public Offer:	Not Applicable
41.	General Consent:	Not Applicable
42.	Other conditions to consent:	Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the Luxembourg Stock Exchange of the Notes described herein pursuant to the Euro 90,000,000,000 Debt Issuance Programme of the Issuer.

Signed on behalf of N.V. BANK NEDERLANDSE GEMEENTEN:

By: Mr. D.H. de Vries
Duly authorised

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PART B – OTHER INFORMATION

1. **LISTING**

Admission to trading:	Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date. The Original Notes were admitted to trading on the Luxembourg Stock Exchange with effect from 18 February 2015.

2. **RATINGS**

The Notes are expected to be rated:

Standard & Poor's Credit Market Services Europe Limited:	AA+ (stable outlook)
Fitch Ratings Limited:	AAA (negative outlook)
Moody's Investors Service Limited:	Aaa (negative outlook)

3. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER**

Except for the commissions payable to the Joint Lead Managers, described in the first paragraph under "Plan of Distribution" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

4 **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

(i)	Reasons for the offer:	The net proceeds of the issue of the Notes will be used by the Issuer for general corporate purposes
(ii)	Estimated net proceeds:	GBP 49,675,377.55
(iii)	Estimated total expenses:	EUR 2,475.00 (listing fee)

5. **INDICATION OF YIELD**

1.541 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

6. **HISTORIC INTEREST RATES**

Not Applicable

7. **PERFORMANCE OF RATES OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT**

Not Applicable

8. **OPERATIONAL INFORMATION**

CUSIP Number:	Not Applicable
ISIN Code:	Until the Exchange Date, the Notes will have a temporary ISIN Code XS1204191966. After the Notes are consolidated with the Original Notes on the Exchange Date, the Notes will have the same ISIN Code as the Original Notes, being XS1190712320.
Common Code:	Until the Exchange Date, the Notes will have a temporary Common Code 120419196. After the Notes are consolidated with the Original Notes on the Exchange Date, the Notes will have the same Common Code as the Original Notes, being

	119071232.
Valor:	Not Applicable
Clearing System:	Euroclear. Euroclear's offices are situated at 1 Boulevard du Roi Albert II, B-1210 Brussels, Belgium Clearstream, Luxembourg. Clearstream, Luxembourg's offices are situated at 42 Avenue J.F. Kennedy, 1855 Luxembourg
Delivery:	Delivery against payment
Names and addresses of Paying Agent(s):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation "yes" means that the Notes are intended upon issue to be deposited with Euroclear or Clearstream, Luxembourg as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the European Central Bank being satisfied that Eurosystem eligibility criteria have been met.

9. **TERMS AND CONDITIONS OF THE OFFER**

Not Applicable

10. **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms which, when read together with the Base Prospectus referred to above, contains all information that is material in the context of the issue of the Notes

11. **THIRD PARTY INFORMATION**

Not Applicable

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SUMMARY OF THE NOTES

Summaries are made up of disclosure requirements known as "**Elements**". These Elements are numbered in Sections A – E (A.1 – E.7). This Summary contains all the Elements required to be included in a summary for this type of securities and the Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements. Even though an Element may be required to be inserted in a summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element should be included in the summary with the mention of 'Not applicable'.

	Section A – Introduction and Warnings	
A.1	**Introduction and warnings:**	This summary should be read as an introduction to the Base Prospectus. Any decision to invest in the Notes should be based on consideration of the Base Prospectus as a whole including any documents incorporated by reference by the investor. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member State, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.
A.2	**Consent to use of the Base Prospectus:**	Not Applicable. No Public Offer of the Notes will be made.
	Section B – The Issuer	
B.1	**The legal and commercial name of the Issuer:**	The legal name of the Issuer is N.V. Bank Nederlandse Gemeenten. The commercial name of the Issuer is BNG Bank.
B.2	**The domicile and legal form of the Issuer, the legislation under which the Issuer operates and its country of incorporation:**	BNG Bank is a public company with limited liability (*naamloze vennootschap*) incorporated under the laws of the Netherlands, having its statutory seat at The Hague, the Netherlands. BNG Bank is registered in the trade register of the Netherlands Chamber of Commerce under no. 27008387.
B.4b	**A description of any known trends affecting the Issuer and the industries in which it operates:**	BNG Bank's business and results of operations are affected by local and global economic conditions, perceptions of those conditions and future economic prospects. More than five years after the beginning of the global economic and financial crisis, the world economy is showing signs of recovery in 2014, but downward revisions to growth forecasts in some economies highlight continued fragilities and downside risks. Risks to growth and stability stem mainly from continued imbalances – among and within countries – and from uncertainty about how economies will respond as the extraordinary monetary policy measures, including the quantitative easing programs, implemented during the global financial and economic crisis are unwound. Although the prospects

		for the Dutch economy in 2014 are moderately favorable, the economy in the Netherlands remains weak. BNG Bank's business is impacted generally by the business and economic environment in which it operates, which itself is impacted by factors such as changes in interest rates, securities prices, credit and liquidity spreads, exchange rates, consumer spending, business investment, real estate valuations, government spending, inflation, the volatility and strength of the capital markets and other de-stabilising forces such as geopolitical tensions or acts of terrorism. The introduction of, and changes to, taxes, levies or fees applicable to BNG Bank's operations (such as the imposition of a financial transactions tax and bank levy) could have an adverse effect on its business and/or results of operations. Although it is difficult for BNG Bank to predict what impact all of the recent regulatory changes, developments and heightened levels of scrutiny will have on BNG Bank, the enactment of legislation and regulations in the Netherlands, changes in other regulatory requirements and the transitioning to direct supervision by the ECB, have resulted in increased capital and liquidity requirements and/or increased operating costs and have impacted, and are expected to continue to impact, BNG Bank's business.
B.5	**Description of the Issuer's group and the Issuer's position within the group:**	The outstanding shares in the share capital of BNG Bank are held by the Dutch State (50%), with the remainder held by more than 95% of Dutch municipalities, 11 of the 12 Dutch provinces, and one water board. BNG Bank has a number of wholly owned subsidiaries that provide services ancillary to the principal activity of BNG Bank of lending to the public sector. These subsidiaries are: • BNG Vermogensbeheer B.V. (previously BNG Capital Management B.V.) • BNG Gebiedsontwikkeling B.V. • Hypotheekfonds voor Overheidspersoneel B.V.
B.9	**Profit forecast or estimate:**	Not applicable. BNG Bank has not made any public profit forecasts or profit estimates.
B.10	**Qualifications in the Auditors' report:**	Not applicable. The audit reports with respect to BNG Bank's audited financial statements as of and for the financial years ended 31 December 2013, 31 December 2012 and 31 December 2011 incorporated by reference in the Base Prospectus are unqualified.
B.12	**Selected Financial Information - Material/ Significant Change:**	The selected historical key financial information for BNG Bank is set out below:

	2013	**2012**	**2011**	**2010**	**2009**
	(€ millions, except percentages, per share and employee data)				
Total Assets	131,183	142,228	136,460	118,533	104,496
Loans and Advances	92,074	90,725	90,775	86,851	79,305
of which granted to or guaranteed by public authorities	81,701	79,666	78,548	75,247	67,164
of which reclassified from	2,259	2,603	3,219	3,724	4,226

the financial assets available-for-sale item					
Equity excluding Unrealised Revaluation	2,918	2,718	2,450	2,321	2,204
of which Unrealised Revaluation	512	34	(553)	(62)	49
Equity per share (in Euros)[1]	52.41	48.81	44.00	41.68	39.58
Equity as a % of Total Assets[1]	2.3%	2.0%	1.8%	2.0%	2.1%
BIS-Ratio core capital (tier 1)[2]	24%	22%	20%	20%	19%
BIS-Ratio total capital[3]	24%	22%	21%	20%	20%
Profit before tax	397	460	339	337	350
Net Profit	283	332	256	257	278
Profit per Share (in Euros)	5.08	5.96	4.60	4.61	4.98
Dividend (in Cash)	71	83	64	128	139
Dividend as a % of Consolidated Net Profit	25%	25%	25%	50%	50%
Dividend per Share (in Euros)	1.27	1.49	1.15	2.30	2.49
Employees (in FTEs) at Year-End[4]	273	279	278	276	277
- of which Subsidiaries	29	36	41	45	58

1 *Excluding the revaluation reserve and cash flow hedge reserve.*

2 *Core (Tier 1) regulatory capital as a percentage of risk-weighted amounts.*

3 *Total regulatory capital as a percentage of risk-weighted amounts.*

4 *As of 2010, this includes only those FTEs that affect BNG Bank's staff costs. The comparative figures have been adjusted.*

Material/Significant Change

There has been no material adverse change in the prospects of BNG Bank since 31 December 2013, nor has there been any significant change in the financial or trading position of BNG Bank or its subsidiaries, taken as a whole, which has occurred since 30 June 2014.

B.13	**Recent material events particular to the Issuer's solvency:**	Not applicable. There are no recent events particular to BNG Bank which are to a material extent relevant to the evaluation of BNG Bank's solvency.
B.14	**Extent to which the Issuer is dependent upon other entities**	BNG Bank has a number of wholly owned subsidiaries that provide services ancillary to the principal activity of BNG Bank of lending to the public sector.

	within the group:	
B.15	**Principal activities of the Issuer:**	BNG Bank is a specialised lender to local and regional authorities as well as to public-sector institutions such as utilities, housing, healthcare, welfare and educational institutions, and is the largest public-sector lender in the Netherlands and the principal bank for the Dutch public sector in terms of loans, advances and inter-governmental money transfers. BNG Bank also provides limited lending to public-private partnerships.
B.16	**Extent to which the Issuer is directly or indirectly owned or controlled:**	BNG Bank's shareholders are exclusively Dutch public authorities. The Dutch State's shareholding is 50%, with the remainder held by more than 95% of Dutch municipalities, 11 of the 12 Dutch provinces, and one water board.
B.17	**Credit ratings assigned to the Issuer or its debt securities:**	The Notes are expected to be rated: Standard & Poor's Credit Market Services Europe Limited: AA+ (stable outlook) Fitch Ratings Limited: AAA (negative outlook) Moody's Investors Service Limited: Aaa (negative outlook)
	Section C – Securities	
C.1	**Type and class of the Notes and Security Identification Number:**	Type: debt instruments. The Notes are Fixed Rate Notes and are in bearer form. The Notes are issued as Series Number 1207. The Aggregate Nominal Amount of the Notes is GBP 50,000,000. ISIN Code: XS1204191966 Common Code: 120419196
C.2	**Currencies:**	The Specified Currency of the Notes is British Pounds Sterling ("**GBP**").
C.5	**A description of any restrictions on the free transferability of the Notes:**	The Issuer and the Dealer have agreed certain customary restrictions on offers, sale and delivery of Notes and of the distribution of offering material. U.S. Selling Restrictions: Regulation S Category 2; TEFRA D Rules applicable.
C.8	**Description of the rights attached to the Notes:**	***Ranking (status)*** The Notes constitute direct and unsecured obligations of the Issuer and rank *pari passu* without any preference among themselves and with all other present and future unsecured and unsubordinated obligations of the Issuer save for those preferred by mandatory operation of law. ***Negative Pledge*** So long as any Notes remain outstanding the Issuer will not secure any other loan or indebtedness represented by bonds, notes or any other publicly issued debt securities which are, or are capable of being, traded or listed on any stock exchange or over-the-counter or similar securities market without securing the Notes equally and rateably with such other loan or indebtedness.

		Taxation All amounts payable (whether in respect of principal, redemption amount, interest or otherwise), in respect of the Notes, will be made free and clear of and without withholding or deduction for or on account of any present or future taxes, duties, assessments or governmental charges of whatever nature imposed or levied by or on behalf of the Netherlands or any political subdivision thereof or any authority or agency therein or thereof having power to tax, unless the withholding or deduction of such taxes, duties, assessments or charges is required by law. In that event, subject to certain exceptions, the Issuer will pay such additional amounts as may be necessary in order that the net amounts receivable by the Holders after such withholding or deduction shall equal the respective amounts which would have been receivable in the absence of such withholding or deductions. ***Events of Default*** The Terms and Conditions of the Notes contain the following events of default: (i) if default is made in the payment of any interest due on the Notes or any of them and such default continues for a period of 30 days; or (ii) if the Issuer fails to perform or observe any of its other obligations under the Notes and (except where such failure is incapable of remedy, when no such notice will be required) such failure continues for a period of 60 days next following the service on the Issuer of notice requiring the same to be remedied; or (iii) if any order shall be made by a competent court or other authority or resolution passed for the dissolution or winding-up of the Issuer or for the appointment of a liquidator or receiver of the Issuer or of all or substantially all of its respective assets or if the Issuer enters into a composition with its creditors or a declaration in respect of the Issuer is made to apply the emergency regulation (*noodregeling*) under Chapter 3, Section 3.5.5.1 of the Dutch Financial Supervision Act (*Wet op het financieel toezicht*) as amended, modified or re-enacted from time to time, admits in writing that it cannot pay its debts generally as they become due, initiates a proceeding in bankruptcy, or is adjudicated bankrupt. ***Meetings*** Meetings of Noteholders may be convened to consider matters affecting their interests generally. These provisions permit defined majorities to bind all Noteholders including Noteholders who did not attend and vote at the relevant meeting and Noteholders who voted in a manner contrary to the majority. ***Governing Law*** The Notes and all related contractual documentation will be governed by, and construed in accordance with, the laws of the Netherlands.
C.9	**Interest, maturity and redemption provisions, yield and**	***Interest*** The Notes are Fixed Rate Notes. The Notes bear interest from and including 18 February 2015 (the "**Interest Commencement Date**") at a rate of 1.375 per cent. per annum payable annually in

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	representative of the Noteholders:	arrear on 9 December in each year. Indication of yield: 1.541 per cent. per annum ***Maturity*** The maturity date of the Notes is 9 December 2019 (the "**Maturity Date**"). Unless previously redeemed or purchased and cancelled, the Issuer will redeem the Notes at GBP 1,000 per Calculation Amount in British Pounds Sterling on the Maturity Date. ***Early Redemption*** BNG Bank will be permitted to redeem all (but not some only) Notes if, as a result of any change in or amendment to applicable law (which change or amendment is announced and becomes effective on or after the Issue Date of the first Tranche of such Notes), BNG Bank determines that it would or will be required to pay additional amounts in accordance with Condition 8 with respect to payments relating to such Notes. In addition, the Notes may be redeemed prior to their maturity date in certain circumstances, including pursuant to an Issuer Call Option and an Investor Put Option. ***Issuer Call Option*** Not applicable ***Investor Put Option*** Not applicable
C.10	**Derivative component in interest payments:**	Not applicable. The securities issued under the Programme do not have a derivative component in the interest payment.
C.11	**Listing and admission to trading:**	Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from the Issue Date.
C.21	**Indication of the market where the securities will be traded and for which prospectus has been published:**	See the above element, C.11.
	Section D – Risks	
D.2	**Key information on the key risks that are specific to the Issuer:**	By investing in Notes issued under the Programme, investors assume the risk that BNG Bank may become insolvent or otherwise unable to make all payments due in respect of the Notes. There is a wide range of factors which individually or together could result in BNG Bank becoming unable to make all payments due in respect of the Notes. It is not possible to identify all such factors or to determine which factors are most likely to occur. The inability of BNG Bank to pay interest, principal or other amounts on or in connection with any Notes may occur for other reasons. Additional risks and uncertainties not presently known to the Issuer or that it currently believes to be immaterial could also have a material impact on its business operations. BNG Bank has identified a number of factors which could materially adversely affect its

		business and ability to make payments due under the Notes. These factors include: • local and global economic and financial market conditions; • the weakening of the nascent economic recovery in Europe; • liquidity risks and adverse capital and credit market conditions; • volatility in interest rates, credit spreads and markets; • rating downgrades; • risk management through derivatives and other risk management methods; • counterparty risk exposure; • significant regulatory developments and changes in the approach of BNG Bank's regulators; • amendments to the regulation on Treasury Banking; • IT and other systems; and • third parties to which it has outsourced.
D.3	**Key information on the key risks that are specific to the Notes:**	There are also risks associated with the Notes. These include: Risks related to the market for the Notes: • liquidity risk; • exchange rate risk and exchange controls; • interest rate risk; and • credit rating risk. Factors which might affect an investor's ability to make an informed assessment of the risks associated with Notes issued under the Programme. Risks related to Notes generally: • modification and waiver of the terms and conditions of the Notes; • adverse tax consequences for the holder of Notes; • risks related to Notes held in global form; • restrictions on transfer; • risks related to nominee arrangements; • possible change to Dutch law or administrative practice; • implemented and proposed banking legislation for ailing banks; and • decrease of net proceeds on the Notes received by an investor due to the EU Savings Directive.
Section E – Offer		
E.2b	**Reasons for the offer and use of proceeds:**	The net proceeds of the issue of the Notes will be used by the Issuer for general corporate purposes.

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E.3	**Terms and Conditions of the Offer:**	Not Applicable.
E.4	**Interests of natural and legal persons involved in the issue of the Notes:**	Except for the commissions payable to Barclays Bank PLC and The Royal Bank of Scotland plc as Joint Lead Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.
E.7	**Estimated expenses charged by the Issuer:**	There are no expenses charged to the investor by the Issuer.