

ABN AMRO Bank N.V.
(incorporated in The Netherlands with its statutory seat in Amsterdam and registered in the Commercial Register of the Amsterdam Chamber of Commerce under number 34334259)

**Issue of €1,250,000,000 4.125 per cent. Senior Fixed Rate Notes due March 2022 (the “Notes”)
under the Programme for the issuance of Medium Term Notes**

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 (2003/71/EC) (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 Dealer 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 Dealer 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.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “**Conditions**”) set forth in the base prospectus dated 21 September 2011 as supplemented by a supplement dated 22 November 2011, a second supplement dated 14 December 2011 and a third supplement dated 20 March 2012, which together constitute a base prospectus (the “**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 offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at www.abnamro.com/debtinvestors and during normal business hours at the registered office of the Issuer at Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands and copies may be obtained from the Issuer at that address.

- | | | |
|----|-----------------------------------|--------------------|
| 1. | Issuer: | ABN AMRO Bank N.V. |
| 2. | (i) Series Number: | 73 |
| | (ii) Tranche Number: | 1 |
| 3. | Specified Currency or Currencies: | EUR (€) |
| 4. | Aggregate Nominal Amount: | |
| | – Tranche: | €1,250,000,000 |
| | – Series: | €1,250,000,000 |

5. Issue Price of Tranche: 99.570 per cent. of the Aggregate Nominal Amount
6. (a) Specified Denominations: €1,000
(b) Calculation Amount €1,000
7. (i) Issue Date: 28 March 2012
(ii) Interest Commencement Date: 28 March 2012
8. Maturity Date: 28 March 2022
9. Interest Basis: 4.125 per cent. Fixed Rate
(further particulars specified below)
10. Redemption/Payment Basis: Redemption at par
11. Change of Interest Basis or Redemption/ Payment Basis: Not Applicable
12. Put/Call Options: Not Applicable
13. Status of the Notes: Senior
14. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. **Fixed Rate Note Provisions** Applicable
- (i) Rate(s) of Interest: 4.125 per cent. per annum payable annually in arrear
- (ii) Interest Payment Date(s): 28 March in each year up to and including the Maturity Date (subject to Following Business Day Convention)
- (iii) Fixed Coupon Amount(s): €41.25 per Calculation Amount
- (iv) Broken Amount(s): Not Applicable
- (v) Day Count Fraction: Actual/Actual (ICMA), unadjusted
- (vi) Determination Date(s): 28 March in each year
- (vii) Other terms relating to the method of calculating interest for Fixed Rate Notes: None
16. **Floating Rate Note Provisions** Not Applicable

17. **Zero Coupon Note Provisions** Not Applicable
18. **Index Linked Interest Note Provisions** Not Applicable
19. **Dual Currency Interest Note Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

20. Issuer Call: Not Applicable
21. Investor Put: Not Applicable
22. Regulatory Call: Not Applicable
23. Final Redemption Amount of each Note: €1,000 per Calculation Amount
24. Early Redemption Amount(s) payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 6(f)): As set out in Condition 6(f)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. Form of Notes:
- (a) Form: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for definitive Notes only upon an Exchange Event
- (b) New Global Note: Yes
26. Additional Financial Centre(s) or other special provisions relating to Payment Day: Not Applicable
27. Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature): No
28. Details relating to Instalment Notes including the amount of each instalment (each an “Instalment Amount”) and the date on which each payment is to be made (each an “Instalment Date”): Not Applicable

29. Other final terms: Not Applicable
30. For the purposes of Condition 13, notices to be published in the Financial Times (generally yes, but not for domestic issues): Yes
31. Whether Condition 7(a) of the Notes applies (in which case Condition 6(b) of the Notes will not apply) or whether Condition 7(b) and Condition 6(b) of the Notes apply: Condition 7(b) and Condition 6(b) apply

DISTRIBUTION

32. (i) If syndicated, names of Managers: ABN AMRO Bank N.V.
Citigroup Global Markets Limited
DZ BANK AG Deutsche Zentral-Genossenschaftsbank, Frankfurt am Main
Goldman Sachs International
The Royal Bank of Scotland plc
- DekaBank Deutsche Girozentrale
Landesbank Baden-Württemberg
- (ii) Date of Syndication Agreement: 26 March 2012
- (iii) Stabilising Manager(s) (if any): Not Applicable
33. If non-syndicated, name and address of relevant Dealer: Not Applicable
34. Total commission and concession: 0.325 per cent. of the Aggregate Nominal Amount
35. U.S. Selling Restrictions: Reg. S Compliance Category; TEFRA D
36. Non exempt Offer: Not Applicable
37. Additional Selling Restrictions: Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for the issue and admission to trading on NYSE Euronext in Amsterdam of the Notes described herein pursuant to the Programme for the issuance of Medium Term Notes of ABN AMRO Bank N.V.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of ABN AMRO Bank N.V.:

By: _____
Duly authorised

By: _____
Duly authorised

PART B – OTHER INFORMATION**1. LISTING AND ADMISSION TO TRADING**

- | | |
|--|---|
| (i) Listing and Admission to trading | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on NYSE Euronext in Amsterdam with effect from the Issue Date. |
| (ii) Estimate of total expenses related to admission to trading: | €7,000 |

2. RATINGS

Ratings: The Notes to be issued have been rated:

S&P:	A+
Moody's:	Aa3
Fitch:	A+
DBRS:	A high

Each of Standard & Poor's Credit Market Services France SAS, Fitch France S.A.S., Moody's Investors Service Ltd. and DBRS Ratings Limited is established in the European Union and is registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**"). DBRS Ratings Limited intends to endorse ratings by DBRS, Inc., as needed.

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue 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: | <i>See "Use of Proceeds" on page 94 of the Base Prospectus</i> |
| (ii) Estimated net proceeds | €1,244,625,000 |
| (iii) Estimated total expenses: | €19,000 |

5. **YIELD**

Indication of yield: 4.178 per cent.

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 INDEX/FORMULA, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

8. **PERFORMANCE OF RATE OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT**

Not Applicable

9. **OPERATIONAL INFORMATION**

- (i) ISIN Code: XS0765299572
- (ii) Common Code: 076529957
- (iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of initial Paying Agent(s) (if any): ABN AMRO Bank N.V.
Kemelstede 2
4817 ST Breda
The Netherlands
- (vi) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vii) Intended to be held in a manner which would allow Eurosystem eligibility: Yes

Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs 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 satisfaction of the Eurosystem eligibility criteria.

10. TERMS AND CONDITIONS OF THE OFFER

Not Applicable