#### **FINAL TERMS**

# COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A. (RABOBANK NEDERLAND)

(a cooperative (coöperatie) formed under the laws of the Netherlands with its statutory seat in Amsterdam)

# COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A. (RABOBANK NEDERLAND) AUSTRALIA BRANCH

(Australian Business Number 70 003 917 655)

(a cooperative (coöperatie) formed under the laws of the Netherlands with its statutory seat in Amsterdam)

# COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A. (RABOBANK NEDERLAND) SINGAPORE BRANCH

(Singapore Company Registration Number S86FC3634A) (a cooperative (coöperatie) formed under the laws of the Netherlands with its statutory seat in Amsterdam)

EUR 160,000,000,000

Global Medium-Term Note Programme

Due from seven days to perpetuity

SERIES NO: 2658A TRANCHE NO: 3

ZAR 200,000,000 6.00 per cent. Fixed Rate Notes 2013 due 7 December 2017 (the "Notes")

(to be consolidated and form a single series with the ZAR 300,000,000 6.00 per cent. Fixed Rate Notes 2012 due 7 December 2017 issued on 7 December 2012 and the ZAR 400,000,000 6.00 per cent. Fixed Rate Notes 2012 due 7 December 2017 issued on 10 January 2013 (the "Existing Notes"))

Issue Price: 101.425 per cent. (plus ZAR 4,241,095.89 (this being 129 days' accrued interest from and including 7 December 2012 to but excluding 15 April 2013))

**Rabobank International** 

**TD Securities** 

The date of these Final Terms is 11 April 2013

#### 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 9 May 2012 and the supplemental prospectuses dated 15 June 2012, 23 August 2012, 19 November 2012 and 28 February 2013 (together, the "Base Prospectus") which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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 Notes will be issued on the terms of these Final Terms read together with the Base Prospectus. The Issuer accepts responsibility for the information contained in these Final Terms which, when read together with the Base Prospectus, contains all information that is material in the context of the issue of the Notes. The Base Prospectus is available for viewing at, and copies may be obtained from, Rabobank Nederland at Croeselaan 18, 3521 CB Utrecht, the Netherlands and the principal office in England of the Arranger and of the Paying Agent in Luxembourg, Amsterdam and Paris and www.bourse.lu.

Each potential investor in the Notes must determine the suitability of that investment in light of its own circumstances. A potential investor should not invest in Notes which are complex financial instruments unless it has the expertise (either alone or with a financial adviser) to evaluate how the Notes will perform under changing conditions, the resulting effects on the value of the Notes and the impact this investment will have on the potential investor's overall investment portfolio.

1	Issuer	:	Coöperatieve Centrale Raiffeisen- Boerenleenbank B.A. (Rabobank Nederland)
2	(i)	Series Number:	2658A
	(ii)	Tranche Number:	3
	(if fungible with an existing Series, details of that Series, including the date on which the Notes become fungible)		to be consolidated and form a single series with the Existing Notes on the Issue Date
3	Specified Currency or Currencies:		South African Rand ("ZAR")
4	Aggregate nominal amount:		
	(i)	Series:	ZAR 900,000,000
	(ii)	Tranche:	ZAR 200,000,000
5	Issue	Price:	101.425 per cent. of the aggregate nominal amount (plus ZAR 4,241,095.89 (this being 129 days' accrued interest in respect of the period from, and including the Interest Commencement Date to, but excluding, the Issue Date))
6	(i)	Specified Denominations:	ZAR 10,000
	(ii)	Calculation Amount:	ZAR 10,000

7 (i) Issue Date: 15 April 2013 (ii) Interest Commencement Date 7 December 2012 (if different from the Issue Date): 8 Maturity Date: 7 December 2017 9 Domestic Note (if Domestic Note, there will be no gross-up for withholding tax): Interest Basis: 6.00 per cent. Fixed Rate 10 (further particulars specified below) Redemption/Payment Basis: 11 Redemption at par 12 Change of Interest or Redemption/Payment Not Applicable Basis: Alternative Currency Equivalent: 13 Applicable (i) Alternative Currency: U.S. dollars (ii) Alternative Currency Adjudication Deutsche Bank AG, London Branch Agent: (iii) Alternative Currency Calculation Deutsche Bank AG, London Branch Agent: Rate Calculation Jurisdiction: (iv) Republic of South Africa (v) Rate Calculation Business Days: Two (2) Business Days (vi) Specified Time: Not Applicable (vii) Scheduled Payment Currency As specified in the Conditions Disruption Events: (viii) Settlement Rate Option: Not Applicable (ix) **USD Settlement Rate Option:** Not Applicable (x) Maximum Days of Postponement: Five (5) Business Days 14 Put/Call Options/Obligatory Redemption: Not Applicable 15 Status of the Notes: Senior (i) (ii) Date approval for issuance of Notes Not Applicable obtained: Method of distribution: Syndicated PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE 17 **Fixed Rate Note Provisions** Applicable Rate of Interest: (i) 6.00 per cent. per annum payable annually in arrear (ii) Interest Payment Date: 7 December in each year, commencing on 7 December 2013 (the "First Interest Payment Date") and ending on and including the Maturity

# Date

	(iii)	Fixed Coupon Amount:	ZAR 600.00 per Calculation Amount		
	(iv)	Broken Amount:	Not Applicable		
	(v)	Day Count Fraction (Condition 1(a)):	Actual/Actual-ICMA		
	(vi)	Determination Date (Condition 1(a)):	7 December in each year		
	(vii)	Business Day Convention:	Not Applicable		
	(viii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable		
18	Floating Rate Note Provisions Not Applicable				
19	Invers	e Floating Rate Note Provisions	Not Applicable		
20	Range	e Accrual Note Provisions	Not Applicable		
21	Zero (	Coupon Note Provisions	Not Applicable		
22	CMS Linked Note Provisions		Not Applicable		
23	Index	Linked Interest Note Provisions	Not Applicable		
24	<b>Equity Linked Interest Note Provisions</b>		Not Applicable		
25	FX Linked Interest Note Provisions		Not Applicable		
26	<b>Dual Currency Note Provisions</b>		Not Applicable		
27	Intere	st Trigger Event	Not Applicable		
28	Knocl	k-in Event	Not Applicable		
PROVISIONS RELATING TO REDEMPTION					
29	Call Option		Not Applicable		
30	Put O	ption	Not Applicable		
31	excep Notes	Redemption Amount (all Notes t Equity Linked Redemption , Index Linked Redemption Notes X Linked Notes) of each Note	ZAR 10,000 per Calculation Amount		
32	Final Redemption Amount (Index Linked Redemption Notes) of each Note		Not Applicable		
33		Redemption Amount (Equity d Redemption Notes) of each Note	Not Applicable		
34	Final Redemption Amount (FX Linked Redemption Notes) of each Note		Not Applicable		
35	Early	Redemption Amount			

Early Redemption Amount(s) payable per Calculation Amount and/or the method of calculating the same (if required or if different from that set out in the Conditions) on redemption (a) on the occurrence of an event of default (Condition 14) or (b) for illegality (Condition 7(j)) or (c) for taxation reasons (Condition 7(c)), or (d) in the case of Equity Linked Redemption Notes, following certain corporate events in accordance with Condition 7(g) or (e) in the case of Index Linked Redemption Notes, following an Index Modification, Index Cancellation or Index Disruption Event (Condition 7(h)) or (f) in the case of Equity Linked Redemption Notes, Index Linked Redemption Notes or FX Linked Notes, following an Additional Disruption Event (if applicable) (Condition 7(i)):

As set out in the Conditions

### 36 Obligatory Redemption

Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

#### 37 Form of Notes

#### **Bearer Notes**

Temporary Global Note exchangeable for a permanent Global Note not earlier than 40 days after the Issue Date nor later than 40 days prior to the First Interest Payment Date (i.e. 28 October 2013) which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note.

New Global Notes:

No

Financial Centre(s) (Condition 11(h)) or other special provisions relating to payment dates:

London, Johannesburg and TARGET

39 Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):

No

40 Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:

Not Applicable

41 Details relating to Instalment Notes:

Not Applicable

Amount of each instalment, date on which each payment is to be made:

42 Redenomination, renominalisation and

reconventioning provisions:

Not Applicable

43 Consolidation provisions:

Not Applicable

44 Other terms or special conditions:

Not Applicable

**DISTRIBUTION** 

**45** (i) If syndicated, names and

addresses of Managers:

Joint Lead Managers:

Coöperatieve Centrale Raiffeisen-Boerenleenbank B.A. (Rabobank

International)

Thames Court
One Queenhithe
London EC4V 3RL
United Kingdom

The Toronto-Dominion Bank

60 Threadneedle Street London EC2R 8AP United Kingdom

(ii) Date of Subscription Agreement:

11 April 2013

(iii) Stabilising Manager(s) (if any):

Not Applicable

(iv) Managers' Commission:

1.600 per cent. selling concession

0.275 per cent. management and underwriting

commission.

46 If non-syndicated, name and address of

Dealer:

Not Applicable

47 Applicable TEFRA exemption:

D Rules

48 Additional selling restrictions:

Not Applicable

49 Non-exempt Offer:

Not Applicable

**GENERAL** 

Additional steps that may only be taken

following approval by an Extraordinary Resolution in accordance with Condition

Not Applicable

15(a):

In the case of Notes listed on Euronext

Amsterdam:

Not Applicable

## LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the EUR 160,000,000,000 Global Medium-Term Note Programme of Rabobank Nederland.

# **RESPONSIBILITY**

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

Signed on behalf of the Issuer:

By:

Duly authorised

## PART B - OTHER INFORMATION

### 1 Listing

(i) Listing:

Luxembourg Stock Exchange

(ii) Admission to trading:

Application will be made for the Notes to be admitted to trading on the Luxembourg Stock Exchange's Regulated Market with effect from the Issue Date.

The Notes are to be consolidated and form a single series with the Existing Notes, which are listed and admitted to trading on the Luxembourg Stock Exchange's Regulated Market.

(iii) Estimate of total expenses related to admission to trading:

**EUR 400** 

## 2 Ratings

Rating:

The Notes to be issued are expected to be rated:

Fitch:

AA

Moody's:

Aa2

Standard & Poor's: AA-

As defined by Fitch, an AA rating means that the Notes are judged to be of a very high credit quality and denotes expectations of very low default risk. It indicates very strong capacity for payment of financial commitment and is not significantly vulnerable to foreseeable events.

As defined by Moody's, obligations rated Aa2 are judged to be of high quality and are subject to very low credit risk. The modifier 2 indicates that the obligation ranks in the mid-range of its generic rating category.

As defined by Standard & Poor's, an AA- rating means that the Notes have a high rating assigned by Standard & Poor's and that the Issuer's capacity to meet its financial commitment on the obligation is very strong. The 'AA' rating is modified by the addition of a minus (-) sign to show relative standing within the 'AA' rating category.

Each of Fitch, Moody's and Standard & Poor's is established in the EU and registered under Regulation (EC) No 1060/2009 (the "CRA Regulation").

## 3 Interests of natural and legal persons involved in the issue

Save as disclosed 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: See "Use of Proceeds" wording in Base

Prospectus

(ii) Estimated net proceeds: ZAR 203,141,095.89 (which includes ZAR

4,241,095.89 (this being 129 days' accrued interest in respect of the period from, and including the Interest Commencement Date to,

but excluding, the Issue Date)

(iii) Estimated total expenses: ZAR 3,950,000, comprising a selling concession

of ZAR 3,200,000, a combined management and underwriting commission of ZAR 550,000

and Managers' expenses of ZAR 200,000.

5 Yield (Fixed Rate Notes only) 5.634 per cent. per annum

Indication of yield: 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 (Floating Rate Notes only)

Not Applicable

7 Performance of index/formula, explanation of effect on value of investment and associated risks and other information concerning the underlying (Index-Linked Notes only)

Not Applicable

8 Performance of rates of exchange and explanation of effect on value of investment (Dual Currency Notes only)

Not Applicable

9 Performance of underlying, explanation of effect on value of investment and associated risks and information concerning the underlying (Equity-Linked Notes only)

Not Applicable

10 Performance of underlying, explanation of effect on value of investment and associated risks and information concerning the underlying (FX Linked Notes only)

Not Applicable

### 11 Operational information

(i) Intended to be held in a manner which would allow Eurosystem eligibility:

No

(ii) ISIN: XS0860702512

(iii) Common Code: 086070251

(iv) German WKN-code: A1HDCU

(v) Private Placement number: Not Applicable

(vi) Any clearing system(s) other than Not Applicable Euroclear and Clearstream,

Luxembourg and the relevant

number(s):

(vii) The Depository Trust Company: Not Applicable

(viii) Delivery: Delivery against payment

(ix) Names and addresses of additional Not Applicable Paying/Delivery Agent(s) (if any):

(x) Names (and addresses) of Deutsche Bank AG, London Branch

Calculation Agent(s): Winchester House

1 Great Winchester Street

London EC2N 2DB United Kingdom

12 General Not Applicable