

FINAL TERMS

13 December 2012

ABN AMRO Bank N.V.

(incorporated with limited liability in The Netherlands with its statutory seat in Amsterdam, acting through its head office)

Issue of EUR 10,000,000 10YR Floating Rate Covered Bonds

**Guaranteed as to payment of principal and interest by
ABN AMRO Covered Bond Company B.V.
under the €25,000,000,000
Covered Bond Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 21 November 2012 (the "**Base Prospectus**") which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC), as amended (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus, as so supplemented. Full information on the Issuer and the offer of the Covered Bonds is only available on the basis of the combination of these Final Terms and the Base Prospectus, as so supplemented. The Base Prospectus and the Supplemental Base Prospectuses are available for viewing at Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands and copies may be obtained from Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands or by e-mail request from bonds.listing@abnamro.com.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU provided, however, that all references in this document to the "Prospectus Directive" in relation to any Member State of the European Economic Area refer to Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the relevant Member State)), and include any relevant implementing measure in the relevant Member State.

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| 1. | (i) | Issuer: | ABN AMRO Bank N.V., acting through its head office |
| | (ii) | CBC: | ABN AMRO Covered Bond Company B.V. |
| 2. | (i) | Series Number: | CB141 |
| | (ii) | Tranche Number: | 1 |

3. Specified Currency or Currencies: EUR

4. Aggregate Nominal Amount of Covered Bonds admitted to trading:
 - (i) Series: EUR 10,000,000
 - (ii) Tranche: EUR 10,000,000

5. Issue Price: 99.803 per cent. of the Aggregate Nominal Amount

6. (i) Specified Denominations: EUR 100,000

(ii) Calculation Amount: EUR 100,000

7. (i) Issue Date: 14 December 2012

(ii) Interest Commencement Date: 14 December 2012

8. Final Maturity Date: Interest Payment Date falling in or nearest to December 2022

9. Interest Basis: 3 Month Euribor + 0.36 per cent. Floating Rate (further particulars specified below)

10. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Covered Bonds will be redeemed on the Final Maturity Date at 100 per cent. Of their nominal amount.

11. Change of Interest Basis or Redemption/ Payment Basis: Not Applicable

12. Call Option(s): Not Applicable

13. (i) Status of the Covered Bonds: Unsubordinated, unsecured, guaranteed

(ii) Status of the Guarantee: Unsubordinated, secured (indirectly, through a parallel debt), unguaranteed

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Covered Bond Provisions** Not Applicable
15. **Floating Rate Covered Bond Provisions** Applicable
- (i) Interest Period(s): 3 months starting on (and including) each Specified Interest Payment Date to (but excluding) the following Specified Interest Payment Date, it being understood that the first Interest Period starts from (and including) the Interest Commencement Date
 - (ii) Specified Interest Payment Dates: Each 14th day of March, June, September and December, starting on 14 March 2013 to and including the Final Maturity Date, subject to adjustment in accordance with the Business Day Convention
 - (iii) First Interest Payment Date: 14 March 2013
 - (iv) Business Day Convention: Modified Following Business Day Convention
 - (v) Unadjusted No
 - (vi) Additional Business Centre(s): Not Applicable
 - (vii) Manner in which the Rate(s) of Interest and Interest Amount(s) is/are to be determined: Screen Rate Determination
 - Calculation Agent: Principal Paying Agent
 - Screen Rate Determination:
 - Reference Rate: EURIBOR
 - (viii) Interest Determination Date(s): Second day on which TARGET2 is open prior to the start of each Interest Period
 - (ix) Relevant Screen Page: Reuters EURIBOR 01
 - (x) ISDA Determination: Not Applicable
 - (xi) Margin(s): + 0.36 per cent. per annum
 - (xii) Minimum Rate of Interest: Not Applicable

- (xiii) Maximum Rate of Interest: Not Applicable
- (xiv) Day Count Fraction: Actual/360
16. **Zero Coupon Covered Bond Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

17. **Issuer Call** Not Applicable
18. **Final Redemption Amount of each Covered Bond** EUR 100,000 per Calculation Amount
19. **Early Redemption Amount of each Covered Bond**

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons, or on acceleration following an Issuer Event of Default as against the Issuer or a CBC Event of Default or other early redemption: As set out in Condition 6 (*Redemption and Purchase*)

GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

20. Form of Covered Bonds: Bearer form
- Temporary Global Covered Bond exchangeable for a Permanent Global Covered Bond which is exchangeable for Definitive Covered Bonds only upon an Exchange Event, subject to mandatory provisions of applicable laws and regulations
21. New Global Note Yes

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| 22. | Exclusion of set-off | Not Applicable |
| 23. | Additional Financial Centre(s): | Not Applicable |
| 24. | Talons for future Coupons or Receipts to be attached to Definitive Covered Bonds (and dates on which such Talons mature): | No |
| 25. | Consolidation provisions: | The provisions of Condition 16 (<i>Further Issues</i>) apply |

DISTRIBUTION

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| 26. | (i) If syndicated, names of Managers: | Not Applicable |
| | (ii) Stabilising Manager(s) (if any): | Not Applicable |
| 27. | If non-syndicated, name of relevant Dealer(s): | Norddeutsche Landesbank Girozentrale |
| 28. | U.S. selling restrictions: | Reg S Compliance Category and TEFRA D |
| 29. | ERISA: | No |
| 30. | Applicable Netherlands / Global selling restriction: | As set out in the Base Prospectus, and with respect to the Netherlands:

exclusively to persons or legal entities which are qualified investors (as defined in the Prospectus Directive) in The Netherlands |
| 31. | Additional selling restrictions: | Not Applicable |

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading on NYSE Euronext in Amsterdam (“Euronext Amsterdam”) the issue of Covered Bonds described herein pursuant to the Programme for the issuance of Covered Bonds of ABN AMRO Bank N.V.

RESPONSIBILITY

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

Signed on behalf of the Issuer:

By:

Duly authorised

By:

Duly authorised

Signed on behalf of the CBC:

By:

Duly authorised

By:

Duly authorised

PART B – OTHER INFORMATION

1. LISTING

- (i) Listing: NYSE Euronext in Amsterdam
- (ii) Admission to trading: Application has been made for the Covered Bonds to be admitted to trading on NYSE Euronext in Amsterdam as soon as possible on or after 14 December 2012
- (iii) Estimate of total expenses related to admission to trading: EUR 5,350

2. RATINGS

- Ratings: The Covered Bonds to be issued have not been specifically rated. The rating allocated to Covered Bonds under the Programme generally is:
- S&P: AAA
- Moody's: Aaa
- Fitch: AAA
- Standard & Poor's Credit Market Services Europe Limited, Fitch Ratings Ltd. and Moody's Investors Service Limited are established in the European Economic Area and are registered under Regulation (EC) No. 1060/2009, as amended

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

Save as discussed in *Subscription and Sale*, so far as the Issuer is aware, no person involved in the issue of the Covered Bonds has an interest material to the offer.

4. REASONS FOR THE OFFER

- Reasons for the offer: The net proceeds from this issue of Covered Bonds will be used by the Issuer for general corporate purposes

5. OPERATIONAL INFORMATION

- (i) ISIN: XS0866439879

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| (ii) | Common Code: | 086643987 |
| (iii) | Intended to be held in a manner which would allow Eurosystem eligibility: | Yes

Note that the designation "Yes" simply means that the Covered Bonds are intended upon issue to be deposited with Euroclear, or Clearstream, Luxembourg as common safekeeper and does not necessarily mean that the Covered Bonds 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 |
| (iv) | 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 |
| (v) | Delivery: | Delivery against payment |
| (vi) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |

7. DISTRIBUTION

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| (i) | Method of distribution: | Non-syndicated |
| (ii) | (a) If syndicated, names of Managers: | Not Applicable |
| (b) | Stabilising Manager(s) (if any): | Not Applicable |
| (iii) | If non-syndicated, name of Dealer(s): | Norddeutsche Landesbank Girozentrale |
| (iv) | U.S. selling restrictions: | Reg S Compliance Category/TEFRA D |
| (v) | ERISA: | No |
| (vi) | Applicable Netherlands / Global selling restriction: | Not Applicable |
| (vii) | Additional selling restrictions: | As set out in the Base Prospectus |