

Date: 3 September 2013

**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 €25,000,000 1.1020 per cent. Senior Unsecured Fixed Rate Notes due September 2016 (the "Notes")**

**under the Programme for the issuance of Medium Term Notes**

**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 2 July 2013 as supplemented by a supplement dated 26 August 2013, 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](http://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.

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.

1.	Issuer:	ABN AMRO Bank N.V.
2.	(i) Series Number:	138
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:	EUR ("€")
4.	Aggregate Nominal Amount:	
	– Tranche:	€25,000,000
	– Series:	€25,000,000
5.	Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount
6.	(a) Specified Denominations:	€100,000
	(b) Calculation Amount	€100,000

7.	(i)	Issue Date:	5 September 2013
	(ii)	Interest Commencement Date:	Issue Date
8.		Maturity Date:	5 September 2016
9.		Interest Basis:	1.1020 per cent. Fixed Rate  (further particulars specified below)
10.		Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11.		Change of Interest Basis:	Not Applicable
12.		Put/Call Options:	Not Applicable
13.		Status of the Notes:	Senior

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14.		<b>Fixed Rate Note Provisions</b>	Applicable
	(i)	Rate(s) of Interest:	1.1020 per cent. per annum payable in arrear on each Interest Payment Date
	(ii)	Interest Payment Date(s):	5 September in each year up to and including the Maturity Date in each case subject to adjustment in accordance with the Following Business Day Convention, Unadjusted
	(iii)	Fixed Coupon Amount(s):	€1,102 per Calculation Amount
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Determination Date(s):	5 September in each year
15.		<b>Floating Rate Note Provisions</b>	Not Applicable
16.		<b>Zero Coupon Note Provisions</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

17.		Issuer Call:	Not Applicable
18.		Investor Put:	Not Applicable
19.		Regulatory Call:	Not Applicable

- |     |   |                                 |
|-----|---|---------------------------------|
| 20. | Final Redemption Amount of each Note:   | €100,000 per Calculation Amount |
| 21. | Early Redemption Amount(s) payable on redemption for taxation reasons or on event of default: | €100,000 per Calculation Amount |
| 22. | Variation or Substitution:  | Not Applicable                  |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |     |   |  |
|-----|---|--|
| 23. | 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  |
| 24. | Additional Financial Centre(s):   | Not Applicable   |
| 25. | Talons for future Coupons to be attached to definitive Notes (and dates on which such Talons mature):   | No   |
| 26. | For the purposes of Condition 13, notices to be published in the Financial Times (generally yes, but not for domestic issues):  | Yes  |
| 27. | 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  |
| 28. | Calculation Agent as referred to in Condition 5(d):   | Not Applicable   |

**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 5 September 2013. |
| (ii) | Estimate of total expenses related to admission to trading: | €2,200  |

### **2. RATINGS**

Ratings: The Notes to be issued have not been rated:

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

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer

### **4. YIELD (*Fixed Rate Notes only*)**

Indication of yield: 1.1020 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.

### **5. HISTORIC INTEREST RATES**

Not Applicable

### **6. OPERATIONAL INFORMATION**

- |       |  |                                    |
|-------|--|------------------------------------|
| (i)   | ISIN Code:   | XS0968636240                       |
| (ii)  | Common Code:   | 096863624                          |
| (iii) | WKN:   | A1HQJA                             |
| (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 initial Paying Agent(s) (if   | ABN AMRO Bank N.V.<br>Kemelstede 2 |

any):	4817 ST Breda The Netherlands
(vii) Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(viii) Intended to be held in a manner which would allow Eurosystem eligibility:	Yes

Note that the designation "yes" 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 ECB being satisfied that Eurosystem eligibility criteria have been met. The Notes will be deposited initially upon issue with one of the ICSDs acting as common safekeeper.

## **7. DISTRIBUTION**

(i) Method of distribution:	Non-syndicated
(ii) If syndicated, names of Managers and underwriting commitments:	Not Applicable
(iii) Stabilising Manager(s) (if any):	Not Applicable
(iv) If non-syndicated, name of relevant Dealer:	J.P. Morgan Securities plc
(v) U.S. Selling Restrictions:	Regulation S Category 2; TEFRA D