

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: 2810A

TRANCHE NO: 3

NOK 250,000,000 2.375 per cent. Fixed Rate Notes 2014 due 17 January 2018 (the “Notes”)

(to be consolidated and form a single series with the NOK 500,000,000 2.375 per cent. Fixed Rate Notes 2014 due 17 January 2018 issued on 17 January 2014 and the NOK 250,000,000 2.375 per cent. Fixed Rate Notes 2014 due 17 January 2018 issued on 16 April 2014 (the “Existing Notes”))

Issue Price: 101.805 per cent. (plus NOK 2,358,732.88 (this being 145 days' accrued interest from and including 17 January 2014 to but excluding 11 June 2014))

Rabobank International

TD Securities

The date of these Final Terms is 6 June 2014

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Manager has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions set forth in the base prospectus dated 8 May 2013 (the “**Conditions**”) which are incorporated by reference in the base prospectus dated 7 May 2014 (the “**Base Prospectus**”) which constitutes a base prospectus for the purposes of Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU) (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, the Base Prospectus and the Conditions. 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 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:	2810A
	(ii) Tranche Number:	3
	(iii) Date on which the Notes become fungible:	The Notes shall be consolidated, form a single series and be interchangeable for trading purposes with the Existing Notes on the Issue Date.
3	Specified Currency or Currencies:	Norwegian Krone (“ NOK ”)
4	Aggregate nominal amount:	
	(i) Series:	NOK 1,000,000,000
	(ii) Tranche:	NOK 250,000,000
5	Issue Price:	101.805 per cent. of the aggregate nominal amount (plus NOK 2,358,732.88 (this being 145 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:	NOK 10,000
	(ii)	Calculation Amount:	NOK 10,000
7	(i)	Issue Date:	11 June 2014
	(ii)	Interest Commencement Date (if different from the Issue Date):	17 January 2014
8		Maturity Date:	17 January 2018
9		Domestic Note (if Domestic Note, there will be no gross-up for withholding tax):	No
10		Interest Basis:	2.375 per cent. Fixed Rate (further particulars specified below)
11		Redemption/Payment Basis:	Redemption at par
12	(i)	Change of Interest Basis:	Not Applicable
	(ii)	Variation Notice:	Not Applicable
13		Alternative Currency Equivalent:	Not Applicable
14		Put/Call Options/ Automatic Early Redemption:	Not Applicable
15	(i)	Status of the Notes:	Senior
	(ii)	Date approval for issuance of Notes obtained:	Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16		Fixed Rate Note Provisions	Applicable
	(i)	Rate of Interest:	2.375 per cent. per annum payable annually in arrear
	(ii)	Interest Payment Date(s):	17 January in each year, commencing on 17 January 2015 (the " First Interest Payment Date ") and ending on the Maturity Date.
	(iii)	Fixed Coupon Amount:	NOK 237.50 per Calculation Amount
	(iv)	Broken Amount:	Not Applicable
	(v)	Day Count Fraction (Condition 1(a)):	Actual/Actual-ICMA
	(vi)	Determination Date(s) (Condition 1(a)):	Not Applicable
17		Floating Rate Note Provisions	Not Applicable
18		Inverse Floating Rate Note Provisions	Not Applicable
19		Range Accrual Note Provisions	Not Applicable
20		Zero Coupon Note Provisions	Not Applicable

- 21 **CMS Linked Note Provisions** Not Applicable
- PROVISIONS RELATING TO REDEMPTION**
- 22 **Call Option** Not Applicable
- 23 **Put Option** Not Applicable
- 24 **Final Redemption Amount of each Note** NOK 10,000 per Calculation Amount

- 25 **Early Redemption Amount**
- Early Redemption Amount(s) payable per Calculation Amount 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)): As set out in the Conditions

- 26 **Automatic Early Redemption** Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 27 **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. 8 December 2014) which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note.

New Global Notes: No

- 28 **Financial Centre(s) (Condition 11(h)):** London and Oslo
Condition 11 (h)(i)(A) applies

- 29 **Redenomination, renominatisation and reconventioning provisions:** Not Applicable

- 30 **Consolidation provisions:** 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.

Signed on behalf of the Issuer:

By:



Duly authorised

PART B – OTHER INFORMATION

1 Listing

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| (i) | Listing: | Luxembourg Stock Exchange |
| (ii) | Admission to trading: | <p>Application has been made for the Notes to be admitted to trading on the Luxembourg Stock Exchange's Regulated Market with effect from the Issue Date.</p> <p>The Notes are to be consolidated, form a single series and be interchangeable for trading purposes with the Existing Notes, which are listed and admitted to trading on the Luxembourg Stock Exchange's Regulated Market.</p> |
| (iii) | Estimate of total expenses related to admission to trading: | EUR 540 |
| (iv) | In the case of Notes listed on Euronext Amsterdam: | Not Applicable |

2 Ratings

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| Rating: | <p>The Notes to be issued are expected to be rated:</p> <p>Fitch: AA-</p> <p>Moody's: Aa2</p> <p>Standard & Poor's: AA-</p> <p>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 commitments and is not significantly vulnerable to foreseeable events. The modifier "-" is appended to denote relative status within the rating category.</p> <p>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.</p> <p>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.</p> <p>Each of Fitch, Moody's and Standard & Poor is</p> |
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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 for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates un the ordinary course of business.

4 Reasons for the offer, estimated net proceeds and total expenses

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|-------|---------------------------|---|
| (i) | Reasons for the offer: | See “Use of Proceeds” wording in Base Prospectus |
| (ii) | Estimated net proceeds: | NOK 252,683,732.88 |
| (iii) | Estimated total expenses: | NOK 4,187,500, comprising a selling concession of NOK 3,500,000, a combined management and underwriting commission of NOK 562,500 and Managers’ expenses of NOK 125,000 |

5 Yield (Fixed Rate Notes only)

1.851 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, Range Accrual Notes and CMS Linked Notes only)

Not Applicable

7 Operational information

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| (i) | Intended to be held in a manner which would allow Eurosystem eligibility: | No.

Whilst the designation is specified as “no” at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met. |
| (ii) | ISIN: | XS1015422469 |
| (iii) | Common Code: | 101542246 |

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| (iv) | German WKN-code: | A1ZB65 |
| (v) | Private Placement number: | Not Applicable |
| (vi) | CUSIP Number: | Not Applicable |
| (vii) | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant number(s): | Not Applicable |
| (viii) | Delivery: | Delivery against payment |
| (ix) | Names and addresses of additional Paying/Delivery Agent(s) (if any): | Not Applicable |
| (x) | Names (and addresses) of Calculation Agent(s): | Deutsche Bank AG, London Branch
Winchester House
1 Great Winchester Street
London EC2N 2DB
United Kingdom |

8 Distribution

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| (i) | Method of distribution: | Syndicated |
| (ii) | If syndicated, names and addresses of Managers: | <p>Joint Lead Managers</p> <p>Coöperatieve Centrale Raiffeisen-Boerenleenbank B.A. (Rabobank International)
Thames Court
One Queenhithe
London EC4V 3RL
United Kingdom</p> <p>The Toronto-Dominion Bank
60 Threadneedle Street
London EC2R 8AP
United Kingdom</p> |
| (iii) | Date of Subscription Agreement: | 6 June 2014 |
| (iv) | Stabilising Manager(s) (if any): | Not Applicable |
| (v) | Managers' Commission: | 1.400 per cent. selling concession and 0.225 per cent. management and underwriting commission |
| (vi) | If non-syndicated, name and address of Dealer: | Not Applicable |
| (vii) | Applicable TEFRA exemption: | D Rules |
| (viii) | Non-exempt Offer: | Not Applicable |
| (ix) | General Consent: | Not Applicable |

9	General	Applicable
(i)	Total amount of the offer; if the amount is not fixed, description of the arrangements and time for announcing the definitive amount to the public:	NOK 250,000,000
(ii)	Conditions to which the offer is subject:	Not Applicable
(iii)	Description of the application process:	Not Applicable
(iv)	Description of possibility to reduce subscriptions:	Not Applicable
(v)	Manner for refunding excess amount paid by applicants:	Not Applicable
(vi)	Minimum and/or maximum amount of application:	Not Applicable
(vii)	Method and time limit for paying up the securities and for delivery of the Notes:	Not Applicable
(viii)	Manner and date on which results of the offer are to be made public:	Not Applicable
(ix)	Procedure for exercise of any right of pre-emption, the negotiability of subscription rights and the treatment of subscription rights not exercised:	Not Applicable
(x)	Categories of potential investors to which the Notes are offered and whether tranche(s) have been reserved for certain countries.	Not Applicable
(xi)	Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Not Applicable
(xii)	Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not Applicable
(xiii)	Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes	Not Applicable

place:

