

**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: 2904A**

**TRANCHE NO: 1**

**MXN 500,000,000 Zero Coupon Notes 2014 due 28 November 2034 (the “Notes”)**

Issue Price: 30.17 per cent.

BNP Paribas

The date of these Final Terms is 3 November 2014

## PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the “**Conditions**”) set forth in the Base Prospectus dated 7 May 2014 and the Supplemental Prospectus dated 21 August 2014 (together, the “**Base Prospectus**”). This document constitutes the Final Terms of the Notes described herein 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, 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](http://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:	2904A
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency or Currencies:	Mexican Pesos (“ <b>MXN</b> ”)
4	Aggregate nominal amount:	
	(i) Series:	MXN 500,000,000
	(ii) Tranche:	MXN 500,000,000
5	Issue Price:	30.17 per cent. of the aggregate nominal amount
6	(i) Specified Denominations:	MXN 100,000
	(ii) Calculation Amount:	MXN 100,000
7	(i) Issue Date:	26 November 2014
	(ii) Interest Commencement Date (if different from the Issue Date):	Not Applicable
8	Maturity Date:	28 November 2034
9	Domestic Note (if Domestic Note, there will be no gross-up for withholding tax):	No
10	Interest Basis:	Zero Coupon (further particulars specified below)
11	Redemption/Payment Basis:	The Final Redemption Amount shall be determined as provided below
12	Change of Interest Basis:	Not Applicable

<b>13</b>	Alternative Currency Equivalent:	Applicable. Condition 11(i) (iii) applies.
	(i) Alternative Currency:	Such currency as specified by the Alternative Currency Calculation Agent in its sole discretion, acting in good faith and in a commercially reasonable manner after consultation with the Issuer
	(ii) Alternative Currency Adjudication Agent:	The Calculation Agent
	(iii) Alternative Currency Calculation Agent:	The Calculation Agent
	(iv) Rate Calculation Jurisdiction:	United Mexican States
	(v) Rate Calculation Business Days:	Not Applicable
	(vi) Specified Time:	Such time as specified by the Alternative Currency Calculation Agent in its sole discretion, acting in good faith and in a commercially reasonable manner after consultation with the Issuer
	(vii) Scheduled Payment Currency Disruption Events:	As specified in the Conditions
	(viii) Settlement Rate Option:	Such Settlement Rate Option as specified in the Alternative Currency Calculation Agent in its sole discretion, acting in good faith and in a commercially reasonable manner after consultation with the Issuer
	(ix) USD Settlement Rate Option:	Applicable, if the selected Alternative Currency is a currency other than U.S. Dollars
	(x) Maximum Days of Postponement:	Not Applicable
<b>14</b>	Put/Call Options/Automatic Early Redemption:	Not Applicable
<b>15</b>	(i) Status of the Notes:	Senior
	(ii) Date approval for issuance of Notes obtained:	Not Applicable
<b>PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE</b>		
<b>16</b>	<b>Fixed Rate Note Provisions</b>	Not Applicable
<b>17</b>	<b>Floating Rate Note Provisions</b>	Not Applicable
<b>18</b>	<b>Inverse Floating Rate Note Provisions</b>	Not Applicable
<b>19</b>	<b>Range Accrual Note Provisions</b>	Not Applicable
<b>20</b>	<b>Zero Coupon Note Provisions</b>	
	(i) Amortisation Yield (Condition 7(b)):	6.1747469180 per cent. per annum
	(ii) Day Count Fraction (Condition 1(a)):	30/360
<b>21</b>	<b>CMS Linked Note Provisions</b>	Not Applicable

<b>22</b>	<b>Index Linked Interest Note Provisions</b>	Not Applicable
<b>23</b>	<b>Equity Linked Interest Note Provisions</b>	Not Applicable
<b>24</b>	<b>FX Linked Interest Note Provisions</b>	Not Applicable
<b>25</b>	<b>Dual Currency Note Provisions</b>	Not Applicable
<b>26</b>	<b>Interest Trigger Event</b>	Not Applicable
<b>27</b>	<b>Knock-in Event</b>	Not Applicable
	<b>PROVISIONS RELATING TO REDEMPTION</b>	
<b>28</b>	<b>Call Option</b>	Not Applicable
<b>29</b>	<b>Put Option</b>	Not Applicable
<b>30</b>	<b>Final Redemption Amount (all Notes except Equity Linked Redemption Notes, Index Linked Redemption Notes and FX Linked Redemption Notes) of each Note</b>	MXN 100,000 per Calculation Amount
<b>31</b>	<b>Final Redemption Amount (Index Linked Redemption Notes) of each Note</b>	Not Applicable
<b>32</b>	<b>Final Redemption Amount (Equity Linked Redemption Notes) of each Note</b>	Not Applicable
<b>33</b>	<b>Final Redemption Amount (FX Linked Redemption Notes) of each Note</b>	Not Applicable
<b>34</b>	<b>Early Redemption Amount</b>	As set out in the Conditions
	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):	
<b>35</b>	<b>Automatic Early Redemption</b>	Not Applicable
	<b>GENERAL PROVISIONS APPLICABLE TO THE NOTES</b>	
<b>36</b>	<b>Form of Notes</b>	Bearer Notes Temporary Global Note exchangeable for

a permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note

- New Global Notes:
- No
- 37 Financial Centre(s) (Condition 11(h)) or other special provisions relating to payment dates: Tokyo, London, New York and Mexico City Condition 11(h)(i)(B) applies
- 38 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
- 39 Details relating to Instalment Notes: Amount of each instalment, date on which each payment is to be made: Not Applicable
- 40 Redenomination, renominatisation and reconventioning provisions: Not Applicable
- 41 Consolidation provisions: Not Applicable
- 42 Other terms or special conditions: Not Applicable
- 43 Additional steps that may only be taken following approval by an Extraordinary Resolution in accordance with Condition 15(a): Not Applicable

Signed on behalf of the Issuer:

By:

Duly authorised



## PART B – OTHER INFORMATION

### 1 Listing

- |   |   |
|---|---|
| (i) Listing:  | None  |
| (ii) Admission to trading:  | No application for admission to trading has been made |
| (iii) Estimate of total expenses related to admission to trading: | Not Applicable  |

### 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 commitments and is not significantly vulnerable to foreseeable events. The modifier "-" is appended to denote relative status within the rating category.

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 for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its 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 in the ordinary course of business.

4 **Yield (Fixed Rate Notes only)** Not Applicable

### 5 **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:  | XS1130158964   |
| (iii) Common Code:  | 113015896  |
| (iv) German WKN-code:   | Not Applicable   |
| (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):  | BNP Paribas,<br>10 Harewood Avenue,<br>London, NW1 6AA<br>United Kingdom   |

## 6 Distribution

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|--|--|
| (i) Method of distribution:                          | Non-syndicated   |
| (ii) If syndicated, names and addresses of Managers: | Not Applicable   |
| (iii) Date of Subscription Agreement:                | Not Applicable   |
| (iv) Stabilising Manager(s) (if any):                | Not Applicable   |
| (v) Dealer's Commission:                             | Not Applicable   |
| (vi) If non-syndicated, name and address of Dealer:  | BNP Paribas,<br>10 Harewood Avenue,<br>London, NW1 6AA<br>United Kingdom |
| (vii) Applicable TEFRA exemption:                    | D Rules  |
| (viii) Additional selling restrictions:              | Not Applicable   |