

**FINAL TERMS**

**COÖPERATIEVE RABOBANK U.A. (RABOBANK)**

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

**COÖPERATIEVE RABOBANK U.A.  
(RABOBANK) 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)

EUR 160,000,000,000

Global Medium-Term Note Programme

Due from seven days to perpetuity

**SERIES NO: 3015A**

**TRANCHE NO: 1**

**USD 9,100,000 1.93 per cent. Fixed Rate Notes 2016 due 10 June 2022 (the “Notes”)**

Issue Price: 100.00 per cent.

Mizuho Securities

The date of these Final Terms is 2 June 2016

## 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 10 May 2016 ( 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 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.**

<b>1</b>	Issuer:	Coöperatieve Rabobank U.A. (Rabobank)
<b>2</b>	(i) Series Number:	3015A
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
<b>3</b>	Specified Currency or Currencies:	U.S. Dollar (“ <b>USD</b> ”)
<b>4</b>	Aggregate nominal amount:	
	(i) Series:	USD 9,100,000
	(ii) Tranche:	USD 9,100,000
<b>5</b>	Issue Price:	100.00 per cent. of the aggregate nominal amount
<b>6</b>	(i) Specified Denominations:	USD 1,000
	(ii) Calculation Amount:	USD 1,000
<b>7</b>	(i) Issue Date:	10 June 2016
	(ii) Interest Commencement Date:	As set out in Condition 1
<b>8</b>	Maturity Date:	10 June 2022
<b>9</b>	Interest Basis:	1.93 per cent. Fixed Rate (further particulars specified below)
<b>10</b>	Redemption/Payment Basis:	Redemption at par
<b>11</b>	Change of Interest or Redemption/Payment Basis:	Not Applicable
<b>12</b>	Alternative Currency Equivalent:	Not Applicable
<b>13</b>	Put/Call Options/Automatic Early	Not Applicable

	Redemption:	
<b>14</b>	(i) Status of the Notes:	Senior
	(ii) Domestic Note (if Domestic Note, there will be no gross-up for withholding tax):	No
	(iii) Date of approval for issuance of Notes obtained:	Not Applicable
<b>PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE</b>		
<b>15</b>	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	1.93 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	10 June and 10 December in each year, commencing on 10 December 2016 up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	USD 9.65 per Calculation Amount
	(iv) Broken Amount:	Not Applicable
	(v) Day Count Fraction (Condition 1(a)):	30/360
	(vi) Determination Date(s) (Condition 1(a)):	Not Applicable
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
<b>16</b>	<b>Floating Rate Note Provisions</b>	Not Applicable
<b>17</b>	<b>Inverse Floating Rate Note Provisions</b>	Not Applicable
<b>18</b>	<b>Range Accrual Note Provisions</b>	Not Applicable
<b>19</b>	<b>Zero Coupon Note Provisions</b>	Not Applicable
<b>20</b>	<b>CMS Linked Note Provisions</b>	Not Applicable
<b>21</b>	<b>Variable Rate 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>Automatic Early Redemption</b>	Not Applicable
<b>31</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(f)); 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 8(i); or (e) in the case of Index Linked Redemption Notes, following an Index Modification, Index Cancellation or Index Disruption Event (Condition 9(g)); or (f) in the case of Equity Linked Redemption Notes, Index Linked Redemption Notes or FX Linked Redemption Notes, following an Additional Disruption Event (if applicable) (Condition 7(h)):	
<b>32</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>	USD 1,000 per Calculation Amount
<b>33</b>	<b>Final Redemption Amount (Index Linked Redemption Notes) of each Note</b>	Not Applicable
<b>34</b>	<b>Final Redemption Amount (Equity Linked Redemption Notes) of each Note</b>	Not Applicable
<b>35</b>	<b>Final Redemption Amount (FX Linked Redemption Notes) of each Note</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 not earlier than 40 days after the completion of the distribution of the Tranche of which such Note is a part nor later than 40 days prior to the first anniversary of the Issue Date (i.e. 1 May 2017) which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note
<b>37</b>	New Global Notes:	No
<b>38</b>	Financial Centre(s) (Condition 11(h)) or other	Condition 11(h)(i)(B) applies

- special provisions relating to payment dates: London and Tokyo
- 39** 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
- 40** Details relating to Instalment Notes: Amount of each instalment, date on which each payment is to be made: Not Applicable
- 41** Redenomination, renominalisation and reconventioning provisions: Not Applicable
- 42** Consolidation provisions: Not Applicable
- 43** Other terms or special conditions: Not Applicable
- 44** 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: Merijn van der Zee



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 have been rated:<br><br>Standard & Poor's: A+<br><br>As defined by Standard & Poor's, the Notes rated 'A' are somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than notes in higher-rated categories. However, the Issuer's capacity to meet its financial commitment on the Notes is still strong. The 'A' rating is modified by the addition of a plus (+) sign to show relative standing within the 'A' rating category.<br><br>Standard & Poor's is established in the EU and registered under Regulation (EC) No 1060/2009. |
|---------|---|

### 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

- |                      |   |
|----------------------|---|
| Indication of yield: | 1.93 per cent. per annum<br><br>The yield is calculated at the Issue Date on the basis of the Issue Price. It is NOT an indication of future yield. |
|----------------------|---|

### 5 Operational information

- |     |   |  |
|-----|---|--|
| (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:	XS1401912057
(iii)	Common Code:	140191205
(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):	Deutsche Bank AG, London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom

## **6 Distribution**

(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:	Mizuho International plc Bracken House, One Friday Street, London EC4M 9JA United Kingdom
(vii)	Applicable TEFRA exemption:	TEFRA D
(viii)	Additional selling restrictions:	A secondary distribution (Uridashi) of the Notes is scheduled to be made in Japan. The Notes may not be offered or sold, directly or indirectly, in Japan or to, or for the benefit of, any Japanese Person or to others for re-offering or resale, except in compliance with the terms of the Shelf

Registration Statement and any amendment(s) thereto to be filed by the Issuer with the Director of the Kanto Local Finance Bureau pursuant to the Financial Instruments and Exchange Law of Japan in connection with such secondary distribution, or under circumstances which will result in compliance with all applicable laws, regulations and guidelines promulgated by the relevant Japanese governmental and regulatory authorities and in effect at the relevant time. For the purposes of this paragraph, “Japanese Person” shall mean any person resident in Japan, including any corporation or other entity organised under the laws of Japan.