

**FINAL TERMS**

**Date: 7 April 2017**

**ABN AMRO Bank N.V.**

*(incorporated in The Netherlands with its statutory seat in Amsterdam and registered in the Commercial Register of the Chamber of Commerce under number 34334259)*

**Issue of US\$600,000,000 Floating Rate Senior Notes due January 2019 – Series 16 (the "Notes")**

The Notes will be consolidated and form a single series with the US\$750,000,000 Floating Rate Senior Notes due January 2019 issued by the Issuer on 18 January 2017

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

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC), as amended (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorized, nor do they authorize, 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 Conditions (the "**Conditions**") set forth in the base prospectus dated 19 April 2016, as supplemented by a supplement dated 24 May 2016, a supplement dated 30 August 2016, a supplement dated 13 September 2016, a supplement dated 28 November 2016 and a supplement dated 27 March 2017 which together constitute a base prospectus for the purposes of the Prospectus Directive (the "**Base Prospectus**"). This document constitutes the Final Terms of the Senior 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 Senior Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on <http://www.abnamro.com/en/investor-relations/debt-investors/index.html>. Any information contained in or accessible through any website, including <http://www.abnamro.com/ir>, does not form a part of the Base Prospectus, unless specifically stated in the Base Prospectus, in any supplement hereto or in any document incorporated or deemed to be incorporated by reference in the Base Prospectus that all or any portion of such information is incorporated by reference in the Base Prospectus.

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|----|--|---|
| 1. | Issuer:  | ABN AMRO Bank N.V.  |
| 2. | (i) Series Number:                             | 16  |
|    | (ii) Tranche Number:                           | 2   |
|    | (iii) Date on which the Notes become fungible: | The Notes shall be consolidated, form a single series and be interchangeable for trading purposes with Tranche 1 of US\$750,000,000 Floating Rate Senior Notes due January 2019 issued by the Issuer on 18 January 2017, 40 days after the Issue Date (which is expected to be on or about 21 May 2017) |
| 3. | Specified Currency or Currencies               | US\$  |
| 4. | Aggregate Principal Amount:                    |   |
|    | (i) Series:                                    | US\$1,350,000,000   |

		Of which:
		US\$934,000,000 144A
		US\$416,000,000 Regulation S
(ii)	Tranche:	US\$600,000,000
		Of which:
		US\$399,495,000 144A
		US\$200,505,000 Regulation S
5.	Issue Price of Tranche:	100.178% of the Aggregate Principal Amount plus 83 days of accrued and unpaid interest (US\$2,301,479.33) from and including 18 January 2017 to but excluding the Issue Date
6.	(a) Specified Denominations:	US\$200,000 and integral multiples of US\$1,000 in excess thereof
	(b) Calculation Amount	US\$1,000
7.	(i) Issue Date	11 April 2017
	(ii) Interest Commencement Date:	18 January 2017
8.	Maturity Date:	Interest Payment Date falling in January 2019
9.	Interest Basis:	Rate of Interest is 3 Month USD LIBOR + 0.640% Floating Rate  (further particulars specified in paragraph 16 below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Senior Notes
14.	Method of distribution:	Syndicated

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

15.	<b>Fixed Rate Note Provisions</b>	Not Applicable
16.	<b>Floating Rate Note Provisions</b>	Applicable
	(i) Interest Period(s):	Three months period; from and including an Interest Payment Date (or the Interest Commencement Date) to but excluding the next (or first) Interest Payment Date
	(ii) Interest Commencement Date:	18 January 2017
	(iii) Interest Determination Date(s):	Second London Banking Day prior to the start of each Interest Period
	(iv) First Interest Payment Date:	The Interest Payment Date falling in April 2017, expected to be 18 April 2017

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| (v)    | Specified Interest Payment Dates:   | 18 January, 18 April, 18 July and 18 October in each year, subject to adjustment in accordance with the Business Day Convention set out in (vi) below    |
| (vi)   | Business Day Convention:  | Modified Following Business Day Convention   |
| (vii)  | Unadjusted  | No   |
| (viii) | Additional Business Center(s):  | New York, London   |
| (ix)   | Manner in which the Rate of Interest and Interest Amounts is to be determined:                              | Reference Rate Determination   |
| (x)    | Party responsible for calculating the Rate of Interest and Interest Amounts (if not the Calculation Agent): | Calculation Agent  |
| (xi)   | Reference Rate Determination:   | Yes  |
|        | • Initial Interest Rate:  | 1.66372%   |
|        | • Index Maturity:   | 3 month  |
|        | • Interest Basis or Bases:  | 3 Month USD LIBOR  |
|        | • Index Currency:   | US\$   |
|        | • Spread:   | +0.640% per annum  |
|        | • Spread Multiplier:  | Not Applicable   |
|        | • Relevant Screen Page:   | Reuters LIBOR 01   |
|        | • Interest Determination Date(s):   | Second London Banking Day prior to the relevant Interest Reset Date. The initial Interest Determination Date shall be 16 January 2017                    |
|        | • Initial Interest Reset Date:  | 18 January 2017  |
|        | • Initial Reset Period:   | From (and including) the Interest Commencement Date to but excluding the first Interest Payment Date falling in April 2017, expected to be 18 April 2017 |
|        | • Interest Reset Dates:   | Each Interest Payment Date (or with respect to the initial Interest Period, 18 January 2017)   |
| (xii)  | ISDA Determination:   | No   |
| (xiii) | Margin:   | Not Applicable   |
| (xiv)  | Minimum Rate of Interest:   | Not Applicable   |
| (xv)   | Maximum Rate of Interest:   | Not Applicable   |
| (xvi)  | Day Count Fraction:   | Actual/360   |
| (xvii) | Reference Bank(s) or Dealer(s) (if any):  | Not Applicable   |

17. **Zero Coupon Note Provisions** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18. Issuer Call: Not Applicable
19. Investor Put: Not Applicable
20. Final Redemption Amount of each Note: 100% per Calculation Amount
- (i) Payment date (if other than as set out in the Conditions): Not Applicable
21. Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or upon an event of default or other early redemption (if required or different from that set out in Condition 6(e)): Condition 6(e) applies

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

22. Form of Notes: Registered
- Regulation S Global Certificate registered in the name of, or the name of a nominee of, a common depository for Euroclear and Clearstream, Luxembourg
- Rule 144A Global Certificates registered in the name of Cede & Co., as nominee of DTC
23. New Safekeeping Structure: No
24. Additional Financial Center(s): Not Applicable
25. For the purposes of Condition 12, notices to be published in the Financial Times: No
26. 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

**DISTRIBUTION**

27. (i) If syndicated, names of Agents: Joint Bookrunners
- Credit Suisse Securities (USA) LLC  
 HSBC Securities (USA) Inc.  
 Goldman, Sachs & Co.  
 Morgan Stanley & Co. LLC  
 RBC Capital Markets, LLC
- Senior Co-Lead Manager
- ABN AMRO Bank N.V.
- (ii) Date of Pricing Term Sheet 4 April 2017
- (iii) Stabilizing Manager(s) (if any): Not Applicable

- 28. If non-syndicated, name of relevant Agent: Not Applicable
- 29. Eligibility: Rule 144A and Reg S
- 30. U.S. Selling Restrictions: 144A/Reg S

**RESPONSIBILITY**

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

Signed on behalf of ABN AMRO Bank N.V.:

By: .....  
Duly authorized

By: .....  
Duly authorized

## PART B – OTHER INFORMATION

## 1. LISTING AND ADMISSION TO TRADING

- (i) Admission to Trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Amsterdam with effect from 11 April 2017.
- (ii) Estimate of total expenses related to admission to trading: EUR 5,150

## 2. RATINGS

Ratings: The Notes to be issued are expected to be rated:

S & P: A (Stable)  
 Moody's: A1 (Stable)  
 Fitch: A+ (Stable)

Moody's Investors Service, Limited, Standard & Poor's Credit Market Services France SAS, a division of The McGraw-Hill Companies, Inc. and Fitch Ratings Ltd. are established in the EEA and registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**").

(A rating does not constitute a recommendation to purchase, sell or hold a particular Note.)

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

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

The Agents and their respective affiliates are full service financial institutions and they may provide or may have in the past provided services to the Issuer in that capacity, and they may hold or make investment recommendations relating to securities or instruments of the Issuer. See "*Plan of Distribution*".

## 4. OPERATIONAL INFORMATION

- (i) CUSIP: *Rule 144A*: 00084DAP5
- (ii) ISIN Code: *Rule 144*: US00084DAP50  
*Regulation S*: XS1549579446  
*Temporary Regulation S ISIN Code during first 40-days*: XS1594302785
- (iii) Common Code: *Rule 144A*: 155181265  
*Regulation S*: 154957944  
*Temporary Regulation S ISIN Code during first 40-days*: 159430278
- (iv) Any clearing system(s) other than DTC or Euroclear Bank S.A./N.V. and Clearstream Banking, S.A. 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
  
- (vii) Intended to be held in a manner which would allow Eurosystem eligibility: No.  
Whilst the designation is specified as "no", 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 acting as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper). Note that this does not mean that the Notes will then be recognized 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.