
20 January 2009

FIFTH SUPPLEMENT TO THE REGISTRATION DOCUMENT



ABN AMRO HOLDING N.V.
(Registered at Amsterdam, The Netherlands)

ABN AMRO BANK N.V.
(Registered at Amsterdam, The Netherlands)

Registration Document

1. This Supplement dated 20 January 2009 (the **Supplement**) constitutes the fifth supplement to the Registration Document dated 27 June 2008 (the **Registration Document**) published by ABN AMRO Holding N.V. (**Holding**) and ABN AMRO Bank N.V. (**Bank**) approved by the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the **AFM**) on 27 June 2008, as supplemented on 2 October 2008, 7 October 2008; 2 December 2008 and 7 January 2009.
2. This Supplement constitutes a supplemental prospectus to the Registration Document for the purposes of Article 5:23 of the Financial Supervision Act (*Wet op het financieel toezicht*).
3. This Supplement is supplemental to, and should be read in conjunction with, the Registration Document and any other supplements thereto issued by Holding and/or Bank.
4. Holding and Bank accept responsibility for the information contained in this Supplement. To the best of the knowledge of Holding and Bank (having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.
5. On 19 January 2009, Holding issued a press release in reference to information regarding Holding which is set out in a Trading Update issued by The Royal Bank of Scotland plc (**RBS**) on that date. In Holding's press release, it announced (on an estimated and unaudited basis) *inter alia* that:
 - (a) it has made a profit after tax of approximately EUR 3.5 billion for the full year of 2008 comprising a loss after tax in the region of EUR 13 billion from continuing operations offset by a gain after tax of EUR 16.5 billion from discontinued operations;

- (b) the ongoing transition of existing business activities from Holding to RBS have resulted in material realised losses for Holding; and
- (c) Holding continues to be well-capitalised and well-funded. The estimated tier one and the total BIS capital ratio at the end of 2008 are approximately 10.5% and 14% respectively.

Holding's full year 2008 results will be published in March 2009.

- 6. A copy of that announcement has been filed with the AFM and, by virtue of this Supplement, that announcement is incorporated in, and forms part of, the Registration Document.
- 7. Copies of all documents incorporated by reference in the Registration Document are accessible on www.abnamro.com and can be obtained, on request, free of charge, by writing to, or telephoning, ABN AMRO Bank N.V., Investor Relations Department, Gustav Mahlerlaan 10, PO Box 283, 1000 EA Amsterdam, The Netherlands, telephone (+3120) 628 7835.
- 8. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Registration Document by this Supplement and (b) any other statement in or incorporated by reference in the Registration Document, the statements in (a) above will prevail.
- 9. Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Registration Document since the publication of the Registration Document.

ABN AMRO Holding N.V.

ABN AMRO Bank N.V.