



ABN AMRO BANK N.V.

(incorporated with limited liability in The Netherlands with its statutory seat in Amsterdam)

Supplement to the Registration Document dated 30 May 2012

This Supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the registration document dated 30 May 2012 issued by ABN AMRO Bank N.V. as supplemented by the first supplement dated 29 June 2012 (the "**Registration Document**"). This Supplement, together with the Registration Document, constitutes a registration document for the purposes of Article 5.4 of Directive 2003/71/EC of the European Parliament and of the Council (the "**Prospectus Directive**"). Terms given a defined meaning in the Registration Document shall, unless the context otherwise requires, have the same meaning when used in this Supplement. 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 into the Registration Document, the statements in (a) above will prevail.

ABN AMRO Bank N.V. accepts responsibility for the information contained in this Supplement and declares that, having taken all reasonable care to ensure that such is the case, such information is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

No person is or has been authorised by the Issuer to give any information or to make any representation not contained in or not consistent with the Registration Document and this Supplement, and if given or made, such information or representation must not be relied upon as having been authorised by the Issuer.

The Registration Document and this Supplement should not be considered as a recommendation by the Issuer that any recipient of the Registration Document or this Supplement should purchase securities of the Issuer. Each investor contemplating purchasing any securities should make its own independent investigation of the financial condition and affairs, and its own appraisal of the creditworthiness, of the Issuer. The Registration Document and this Supplement do not constitute an offer or invitation by or on behalf of the Issuer to any person to subscribe for or to purchase any securities.

The delivery of the Registration Document and this Supplement will not in any circumstances imply that the information contained therein concerning the Issuer is correct at any time subsequent to the respective dates thereof or that there has been no adverse change, or any event reasonably likely to involve any adverse change, in the prospects or financial or trading position of the Issuer since the date hereof or, if later, the date upon which the Registration Document as supplemented by this Supplement has been most recently amended or supplemented. Investors will need to make their own investigations and financial calculations on the basis of, amongst others, the financial information incorporated by reference herein in order to make an informed assessment of the future assets and liabilities, financial position, profit and losses and prospects of the Issuer and when deciding whether or not to purchase any financial instruments issued by the Issuer. The Issuer has no obligation to update the Registration Document as supplemented by this Supplement, except when required by and in accordance with the Prospectus Directive.

The Registration Document and this Supplement do not constitute an offer to sell or the solicitation of an offer to buy any securities in any jurisdiction to any person to whom it is unlawful to make the offer or solicitation in such jurisdiction. The distribution of the Registration Document and this Supplement and the offer or sale of securities may be restricted by law in certain jurisdictions. The Issuer does not represent that the Registration Document or this Supplement may be lawfully distributed, or that any securities may be lawfully offered, in compliance with any applicable registration or other requirements in any such jurisdiction, or pursuant to an exemption available thereunder, or assume any responsibility for facilitating any such distribution or offering. In particular, no action has been taken by the Issuer which would permit a public offering of any securities or distribution of the Registration Document or this Supplement in any jurisdiction where action for that purpose is required. Accordingly, no securities may be offered or sold, directly or indirectly, and neither the Registration Document, this Supplement nor any advertisement or other offering material may be distributed or published in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations. Persons into whose possession the Registration Document, this Supplement or any securities of the Issuer may come must inform themselves about, and observe, any such restrictions on the distribution of the Registration Document and this Supplement and the offering and sale of such securities.

Any securities to be issued by the Issuer in connection with this Registration Document have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") or with any securities regulatory authority of any state or other jurisdiction of the United States.

Accordingly, any such securities may not be offered, sold or delivered within the United States or to or for the account or benefit of U.S. persons.

So long as the Registration Document and this Supplement are valid as described in Article 9 of the Prospectus Directive, copies of this Supplement and the Registration Document, together with the other documents listed in Section 3 *Incorporation by Reference* of the Registration Document will be available free of charge during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) from the Issuer (at its registered office of the Issuer at Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands, by telephone +31 20 6282282 or by e-mail: investorrelations@nl.abnamro.com).

AMENDMENTS OR ADDITIONS TO THE REGISTRATION DOCUMENT

On 24 August 2012 ABN AMRO Group N.V. published the Interim Financial Report 2012, containing the Condensed Consolidated Interim Financial Statements and the Interim Management Board Report for the first half of 2012 ended 30 June 2012 (the "**Interim Financial Report 2012**"). A copy of the Interim Financial Report 2012 has been filed with the Netherlands Authority for the Financial Markets (*Autoriteit Financiële Markten*). By virtue of this Supplement, the Condensed Consolidated Interim Financial Statements, the specific chapters of the Interim Management Board Report, titled *Operating and Financial Review*, *Risk Management*, *Capital Management*, *Liquidity & Funding* and *Integration* and the chapters titled *Definitions of Important Terms* and *Abbreviations* as included in the Interim Financial Report 2012, are incorporated in, and form part of, the Registration Document.

With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Registration Document shall be amended and/or supplemented in the manner described below. References to page numbers are to the pages of the Registration Document.

1. In Section 3 *Incorporation by reference*, on page 19 of the Registration Document, the following new paragraphs (i) and (j) shall be inserted (with deletion of "and" at the end of paragraph (g) and replacement of "." at the end of paragraph (h) by ";"):

"(i) ABN AMRO Group N.V.'s publicly available reviewed condensed consolidated interim financial statements for the first half of the financial year ended 30 June 2012 (the "**Interim Financial Statements 2012**") (as set out on pages 59 through 65 in relation to the Interim Financial Statements 2012, including the notes thereto as set out on pages 66 through 88, the auditors' review report on page 89, and the Section "*Notes to the reader*" in the inside cover, all as included in ABN AMRO Group N.V.'s Interim Financial Report 2012); and

(j) Chapters 2 (*Operating and Financial Review*), 3 (*Risk Management*), 4 (*Capital Management*), 5 (*Liquidity & Funding*) and 6 (*Integration*) of the Interim Management Board Report set out on pages 6 through 53, and Chapters 9 (*Definitions of Important Terms*) and 10 (*Abbreviations*) set out on pages 91 through 97 of ABN AMRO Group N.V.'s Interim Financial Report 2012."

Any information contained in the Interim Financial Report 2012 which is not incorporated by reference in this Supplement is either not relevant to investors or is covered elsewhere in the Registration Document as amended by this Supplement.