

ABN AMRO BANK N.V.

(Incorporated in The Netherlands with its statutory seat in Amsterdam)

25,000 Open-Ended FX Hedged Securities linked to a notional investment in YA Offshore Global Investments, Ltd.

This supplement (the "**Supplement**") to the Prospectus dated 2 April 2008 (the "**Prospectus**") (which comprises a prospectus for the purposes of Article 5.3 of Directive 2003/71/EC (the "**Prospectus Directive**")) constitutes a supplementary prospectus for the purposes of Article 16 of the Prospectus Directive and is prepared in connection with the 25,000 Open-Ended FX Hedged Securities linked to a notional investment in YA Offshore Global Investments, Ltd. (the "**Securities**") issued by ABN AMRO Bank N.V. (the "**Issuer**"). Terms defined in the Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has 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.

The following changes have been made:

The subscription period has been extended to 27 June 2008 and, consequently, the Issue Date has been postponed to 2 July 2008. Audited financial information of the Issuer relating to the financial year ended 31 December 2007 has become available and has been incorporated by reference in the Prospectus.

The relevant sentences in the amended Prospectus will read as follows:

1) 'SUMMARY':

Page 6 of the Prospectus:

"Subscription Period: 21 April 2008 to and including 27 June 2008, or such other period as the Issuer in its sole and absolute discretion may decide. The Issuer reserves the right to cancel the issue of Securities should the total amount subscribed for on the Issue Date be less than the Minimum Issue Size."

"Issue Date: 2 July 2008."

2) 'GENERAL INFORMATION':

Page 61 of the Prospectus:

"Authorisation

The Issuer's managing board, in its capacity as the Issuer's representative, is responsible for issuing debt instruments. The Issuer's managing board has delegated the issue of debt instruments, including the Securities to Group Asset and Liability Committee pursuant to a resolution dated 17 December 2003. In addition, the issue of the Securities has been approved by the Issuer's supervisory board pursuant to a resolution dated 16 January 2008 and in accordance with the Issuer's articles of association. All consents, approvals, authorisations or other orders of all regulatory authorities required by the Issuer under the laws of the Netherlands have been given for the issue of the Securities."

"Documents available

For so long as the Securities remain outstanding, copies of the following documents will, when published, be available, free of charge, from the registered office of the Issuer and from the specified office of the Paying Agent:

- a) an English translation of the Deed of Incorporation and the most recent Articles of Association of the Issuer;
- b) the audited financial statements of Holding for the financial years ended 2006 and 2007 and the most recently available published interim financial statements (quarterly figures) of Holding (in English), in each case together with any audit reports prepared in connection therewith;
- c) a copy of the Registration Document; and
- d) a copy of this Prospectus."

Page 62 of the Prospectus:

"Auditors

The auditors of Holding are Ernst & Young Accountants, registered accountants, of Drentestraat 20, 1083 HK Amsterdam, The Netherlands, who have audited Holding's accounts, without qualification, in accordance with generally accepted auditing standards in The Netherlands for each of the three financial years ended 31 December 2007. The auditors of Holding have no material interest in Holding.

The reports of the auditors of Holding are incorporated in the form and context in which they are incorporated, with the consent of the auditors who have authorised the contents of that part of this Prospectus.

Ernst & Young Accountants (of which the "*Registeraccountants*" are members of the "*Koninklijke Nederlands Instituut voor Register Accountants*" (NIVRA)), is a member of the International Federation of Accountants (IFAC)."

Page 63 of the Prospectus:

"Information on the Offering of the Securities

The subscription period in relation to the offer of the Securities shall commence on 21 April 2008 and end on 27 June 2008. The Securities will be issued on or about 2 July 2008 or any other date as the Issuer in its sole and absolute discretion may decide. The Issuer reserves the right to cancel the issue of Securities should the total amount subscribed for on the Issue Date be less than the Minimum Issue Size. As the Securities are being issued in global form, all trades will be settled in the applicable clearing systems on their usual basis for secondary market transactions. Other than the issue price of the Securities, each prospective investor in the Securities shall not be required to pay any expenses to the Issuer in order to purchase the Securities."

3) 'TERMS AND CONDITIONS OF THE SECURITIES':

Page 82 of the Prospectus

""**Issue Date**" means 2 July 2008 (unless extended at the sole and absolute discretion of the Issuer without prior notice to investors);"

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in the Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus since the publication of the Prospectus.