

FIFTH SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF NOTES

FIFTH SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF CERTIFICATES

FIFTH SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF OPEN END CERTIFICATES

FIRST SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF TURBOS

FOURTH SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF REVERSE EXCHANGEABLE SECURITIES

THIRD SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF WARRANTS

FIRST SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE LAUNCHPAD PROGRAMME FOR THE ISSUANCE OF CREDIT LINKED NOTES



ABN AMRO BANK N.V.

(Registered at Amsterdam, The Netherlands)

ABN AMRO LaunchPAD Programme

1. This Supplement dated 2 December 2008 (the **Supplement**) constitutes a supplement to the documents set out below which have been prepared in connection with the LaunchPAD Programme established by ABN AMRO Bank N.V. (the **Issuer**):

This Supplement is:

- (a) the fifth supplement to the base prospectus dated 1 July 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Notes (the **Notes Base Prospectus**) approved by the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the **AFM**) on 30 June 2008, as supplemented on 17 September 2008, 2 October 2008, 7 October 2008 and 29 October 2008;
- (b) the fifth supplement to the base prospectus dated 1 July 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Certificates (the **Certificates Base Prospectus**) approved by the AFM on 30 June 2008, as supplemented on 18 August 2008, 2 October 2008, 7 October 2008 and 29 October 2008;

- (c) the fifth supplement to the base prospectus dated 1 July 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Open End Certificates (the **Open End Certificates Base Prospectus**) approved by the AFM on 30 June 2008, as supplemented on 2 October 2008, 7 October 2008, 29 October 2008 (twice);
- (d) the first supplement to the base prospectus dated 15 November 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Turbos (the **Turbos Base Prospectus**) approved by the AFM on 14 November 2008;
- (e) the fourth supplement to the base prospectus dated 20 July 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Reverse Exchangeable Securities (the **Reverse Exchangeable Securities Base Prospectus**) approved by the AFM on 18 July 2008, as supplemented on 2 October 2008, 7 October 2008 and 29 October 2008;
- (f) the third supplement to the base prospectus dated 5 October 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Warrants (the **Warrants Base Prospectus**) approved by the AFM on 3 October 2008 as supplemented on 7 October 2008 and 29 October 2008.
- (g) the first supplement to the base prospectus dated 3 November 2008 in relation to the Issuer's LaunchPAD Programme for the Issuance of Credit Linked Notes (the **Credit Linked Notes Base Prospectus**) approved by the AFM on 3 November 2008;

(hereinafter collectively be referred to as the **Base Prospectuses**)

- 2. Each of the Base Prospectuses was approved as a base prospectus pursuant to Directive 2003/71/EC by the AFM. This Supplement constitutes a supplemental prospectus to the Base Prospectuses 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 Base Prospectuses and any other supplements to those documents issued by the Issuer.
- 4. The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (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 21 November 2008, the Dutch Ministry of Finance (the **Minister**) announced its plan for the companies that were acquired by the Dutch State, being *inter alia*, the Fortis-owned parts of the former ABN AMRO and Fortis Bank Nederland.

According to the Minister's plan as set out in the announcement, ABN AMRO Bank Nederland and Fortis Bank Nederland will be merged into one bank. ABN AMRO will be the new bank's leading brand. The Dutch State will hold a stake in the new bank for at least a number of years and no sale will take place before 2011 at the earliest.

In addition, the announcement advises of the appointment of Mr Gerrit Zalm as the new vice-chairman of the Managing Board of ABN AMRO Bank.

- 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 Base Prospectuses.
- 7. Copies of all documents incorporated by reference in the Base Prospectus 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 Base Prospectuses by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectuses, 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 relevant Base Prospectus since the publication of the relevant Base Prospectus.

ABN AMRO Bank N.V.