



ING Bank N.V.

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

ING Groenbank N.V.

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

ING Bank N.V., Sydney Branch

(Australian Business Number 32 080 178 196)

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

ING Bank (Australia) Limited

(Australian Business Number 24 000 893 292)

(Incorporated in Australia under the Corporations Act 2001 of Australia)

ING (US) Issuance LLC

(Organised under the laws of the State of Delaware)

Supplement to the Registration Documents dated 15 May 2009

This Supplement (the "Supplement") is prepared as a supplement to, and must be read in conjunction with, the Registration Documents dated 15 May 2009 as supplemented by supplements dated 19 August 2009, 7 September, 28 October 2009, 12 November 2009 and 10 December 2009, respectively, issued by ING Bank N.V. (the "ING Bank N.V. Registration Document" or the "Global Issuer Registration Document"), ING Groenbank N.V. (the "ING Groenbank Registration Document"), ING Bank N.V., Sydney Branch (the "ING Sydney Branch Registration Document"), ING Bank (Australia) Limited (the "ING Australia Registration Document") and ING (US) Issuance LLC (the "U.S. Issuer Registration Document") (each a "Registration Document" and together the "Registration Documents"). This Supplement, together with the relevant Registration Document, constitutes a registration document for the purposes of Article 5 of Directive 2003/71/EC of the European Parliament and of the Council (the "Prospectus Directive"). Terms used but not defined in this Supplement have the meanings ascribed to them in the relevant Registration Document. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the relevant Registration Document by this Supplement and (b) any other statement in or incorporated by reference in the relevant Registration Document, the statements in (a) above will prevail. Each Issuer accepts responsibility for the information contained in this Supplement relating to it and ING Bank N.V. accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each Issuer and ING Bank N.V. (which have each taken all reasonable care to ensure that such is the case) the information contained in this Supplement (in the case of each Issuer, as such information relates to it) is in accordance with the facts and does not omit anything likely to affect the import of such information.

INTRODUCTION

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

Neither the delivery of this Supplement nor any Registration Document shall in any circumstances imply that the information contained in any such Registration Document and herein concerning any Issuer is correct at any time subsequent to 10 December 2009 (in the case of the Registration Documents) or the date hereof (in the case of this Supplement).

So long as the relevant Registration Document and this Supplement are valid as described in Article 9 of the Prospectus Directive, copies of this Supplement and the relevant Registration Document, together with the other documents listed in the "General Information – Documents Available for Inspection or Collection" section of any such Registration Document and the information incorporated by reference in any such Registration Document by this Supplement, will be available free of charge from ING Bank N.V., the specified office of the Paying Agents and, if applicable for Austrian investors from ING Bank N.V., Zweigniederlassung Wien, Ungargasse 64/3/305, 1030 Vienna, Austria. Written or oral requests for such documents should be directed to ING Bank N.V. at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands. In addition, this Supplement, the ING Bank N.V. Registration Document, the ING Australia Registration Document and the documents which are incorporated by reference in the ING Bank N.V. Registration Document and the ING Australia Registration Document by this Supplement will be made available on the website of the Luxembourg Stock Exchange (www.bourse.lu).

The distribution of the Registration Documents and this Supplement may be restricted by law in certain jurisdictions. Persons into whose possession any Registration Document and/or this Supplement come must inform themselves about, and observe, any such restrictions.

RECENT DEVELOPMENTS AND INFORMATION INCORPORATED BY REFERENCE

On 21 December 2009 ING Groep N.V. published a press release entitled "ING completes rights issue and State repayment" (the "Rights Issue and State Repayment Release"). The Rights Issue and State Repayment Release contains, among other things, details of ING's completion of its planned repurchase of EUR 5 billion of the Core Tier 1 securities issued in November 2008 to the Dutch State and its EUR 7.5 billion rights issue. A copy of the Rights Issue and State Repayment Release has been filed with the AFM and, by virtue of this Supplement, is incorporated by reference in, and forms part of, the ING Bank N.V. Registration Document.

MODIFICATIONS TO THE ING GROENBANK REGISTRATION DOCUMENT

Paragraph (b) of the section entitled "Documents Incorporated by Reference" on page 3 of the ING Groenbank Registration Document shall be deleted and replaced in its entirety by the following.

"(b) the sections entitled "Documents Incorporated by Reference", "Risk Factors", "Description of ING Bank N.V." and "General Information" and the details of relevant parties on the last page, as contained in the registration document of the Guarantor dated 15 May 2009, as supplemented by the Supplements dated 19 August 2009, 7 September 2009, 28 October 2009, 12 November 2009,

10 December 2009 and 30 December 2009, respectively, prepared in accordance with Article 5 of the Prospectus Directive and approved by the AFM (the “ING Bank N.V. Registration Document”), and including any information specifically incorporated by reference therein,”

MODIFICATIONS TO THE ING SYDNEY BRANCH REGISTRATION DOCUMENT

Paragraph (b) of the section entitled “Documents Incorporated by Reference” on page 3 of the ING Sydney Branch Registration Document shall be deleted and replaced in its entirety by the following.

“(b) the sections entitled “Documents Incorporated by Reference”, “Risk Factors”, “Description of ING Bank N.V.” and “General Information” and the details of relevant parties on the last page, as contained in the registration document of the Guarantor dated 15 May 2009, as supplemented by the Supplements dated 19 August 2009, 7 September 2009, 28 October 2009, 12 November 2009, 10 December 2009 and 30 December 2009, respectively, prepared in accordance with Article 5 of the Prospectus Directive and approved by the AFM (the “ING Bank N.V. Registration Document”), and including any information specifically incorporated by reference therein,”

MODIFICATIONS TO THE ING BANK (AUSTRALIA) LIMITED REGISTRATION DOCUMENT

Paragraph (c) of the section entitled “Documents Incorporated by Reference” on page 3 of the ING Australia Registration Document shall be deleted and replaced in its entirety by the following.

“(c) the sections entitled “Documents Incorporated by Reference”, “Risk Factors”, “Description of ING Bank N.V.” and “General Information” and the details of relevant parties on the last page, as contained in the registration document of the Guarantor dated 15 May 2009, as supplemented by the Supplements dated 19 August 2009, 7 September 2009, 28 October 2009, 12 November 2009, 10 December 2009 and 30 December 2009, respectively, prepared in accordance with Article 5 of the Prospectus Directive and approved by the AFM (the “ING Bank N.V. Registration Document”), and including any information specifically incorporated by reference therein,”

MODIFICATIONS TO THE ING (US) ISSUANCE LLC REGISTRATION DOCUMENT

Paragraph (b) of the section entitled “Documents Incorporated by Reference” on page 3 of the ING Groenbank Registration Document shall be deleted and replaced in its entirety by the following.

“(b) the sections entitled “Documents Incorporated by Reference”, “Risk Factors”, “Description of ING Bank N.V.” and “General Information” and the details of relevant parties on the last page, as contained in the registration document of the Guarantor dated 15 May 2009, as supplemented by the Supplements dated 19 August 2009, 7 September 2009, 28 October 2009, 12 November 2009, 10 December 2009 and 30 December 2009, respectively, prepared in accordance with Article 5 of the Prospectus Directive and approved by the AFM (the “ING Bank N.V. Registration Document”), and including any information specifically incorporated by reference therein,”.

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