

Dated 26 August 2010

**ING BANK N.V.**

**SUMMARY NOTE**

**€50,000,000,000**

**Global Issuance Programme**

**Series No: 3590**

**Issue of USD 5,000,000 Currency Rate & Credit Linked Note due January 2012**

Issue Price: 100 per cent.

This Summary Note (the “**Summary Note**”) has been prepared in connection with the issue by ING Bank N.V. (the “**Issuer**”) of USD 5,000,000 Currency Rate & Credit Linked Notes due January 2012 (the “**Notes**”) under its €50,000,000,000 Global Issuance Programme (the “**Programme**”).

This Summary Note constitutes a summary note and, together with the Registration Document and the Securities Note (each as defined below), a prospectus (the “**Prospectus**”) for the purposes of Article 5 of Directive 2003/71/EC (the “**Prospectus Directive**”) for the purpose of giving information with regard to the Issuer and the Notes which, according to the particular nature of the Issuer and the Notes, is necessary to enable investors to make an informed assessment of the assets and liabilities, financial position, profit and losses and prospects of the Issuer and of the rights attached to the Notes.

The Issuer accepts responsibility for the information contained in this Summary Note. 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 Summary Note, when read together with the Registration Document and the Securities Note, is in accordance with the facts and does not omit anything likely to affect such information.

On 23 February 2010, the Issuer published a base prospectus (the “**Original Base Prospectus**”) in respect of the Programme. On 18 May 2010 and 13 August 2010 respectively, the Issuer published a supplement to the Original Base Prospectus (each a “**BP Supplement**” together the “**BP Supplements**”) and together with the Original Base Prospectus, the “**Base Prospectus**”). On 18 May 2010, the Issuer published a Registration Document (the “**Original Registration Document**”). On 13 August 2010, the Issuer published a supplement to the Original Registration Document (the “**RD Supplement**” and together with the Original Registration Document, the “**Registration Document**”). On the date hereof, the Issuer published a Securities Note in respect of the issue of the Notes (the “**Securities Note**”). This Summary Note should be read and construed in conjunction with the Securities Note (which incorporates by reference certain sections of Chapter 1 of the Base Prospectus and the details of relevant parties to the Programme on the last five pages of the Base Prospectus (the “**List of Parties**”), Chapter 2, Part 1 of the Base Prospectus, Chapter 5, Part 1 of the Base Prospectus, and the Registration Document. Chapter 1 of the Base Prospectus includes among others: (i) the section headed “Summary of the Programme”, (ii) Parts 1 and 2 of the section headed “Risk Factors”, (iii) the section headed “Use of Proceeds”, (iv) the section headed “Dutch Taxation”, (v) the section headed “Luxembourg Taxation”, (vi) the section headed “Subscription and Sale” where such section refers to “Global Issuer” and “Notes” (both as defined in the Base Prospectus) and (vii) the section headed “General Information” (all of which are incorporated by reference in the Securities Note as described in the paragraph below). Copies of this Summary Note, the Base Prospectus, the Securities Note and the Registration Document may be obtained free of charge by directing a written or oral request for such documents to the Issuer at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands, telephone number +31 (0)20 501 3209.

This Summary Note and the Securities Note have each been filed with, and approved by, the *Autoriteit Financiële Markten* (the “**AFM**”) in its capacity as competent authority under the *Wet op het financieel toezicht* (Dutch Financial Supervision Act). The Original Base Prospectus was filed with the AFM and approved by it on 23 February 2010. The BP Supplements were filed with the AFM and approved by it on 18 May 2010 and 13 August 2010. The Original Registration Document was filed with the AFM and approved by it on 18 May 2010. The RD Supplement was filed with the AFM and approved by it on 13 August 2010. The following documents are deemed to be incorporated in, and to form part of, the Securities Note: (i) the List of Parties, (ii) certain sections of Chapter 1 of the Base Prospectus, which include (a) the section headed “Summary of the Programme”, (b) Parts 1 and 2 of the section headed “Risk Factors”, (c) the section headed “Use of Proceeds”, (d) the section headed “Dutch Taxation”, (e) the section headed “Luxembourg Taxation”, (f) the section headed “Subscription and Sale” where such section refers to “Global Issuer” and “Notes” (both as defined in the Base Prospectus) and (g) the section headed “General Information”, (iii) Chapter 2, Part 1 of the Base Prospectus and (iv) Chapter 5, Part 1 of the Base Prospectus. Terms used but not defined herein shall have the meanings given to them in the Securities Note.

No person has been authorised to give any information or to make any representation not contained in or not consistent with this Summary Note, the Registration Document, the Securities Note or the relevant sections of Chapter 1 of the Base Prospectus and the List of Parties incorporated by reference into the Securities Note as described above and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer.

This Summary Note (i) when read alone, is not intended to provide the basis of any credit or other evaluation and (ii) should not be considered as a recommendation by the Issuer that any recipient of this Summary Note should purchase the Notes. Each investor contemplating purchasing the Notes should make its own independent investigation of the financial condition and affairs, and its own appraisal of the creditworthiness, of the Issuer. This Summary Note does not constitute an offer or invitation by or on behalf of the Issuer to any person to subscribe for or to purchase the Notes.

Structured securities such as the Notes involve a high degree of risk and are intended for sale only to those investors capable of understanding the risk entailed in such instruments. Prospective purchasers of the Notes should ensure that they understand the nature of the Notes and the extent of their exposure to risk and that they understand the nature of the Notes as an investment in the light of their own circumstances and financial condition. Prospective purchasers of the Notes should conduct their own investigations and, in deciding whether or not to purchase Notes, should form their own views of the merits of an investment related to the Notes based upon such investigations and not in reliance upon any information given in this Summary Note, the Securities Note (which incorporates by reference certain sections of Chapter 1 of the Base Prospectus and the List of Parties), the Registration Document and the Base Prospectus. If in doubt potential investors are strongly recommended to consult with their financial advisers before making any investment decision.

The delivery of this Summary Note shall not in any circumstances imply that the information contained herein concerning the Issuer or the Notes is correct at any time subsequent to the date hereof. Investors should carefully review and evaluate, *inter alia*, the most recent financial statements of the Issuer when deciding whether or not to purchase the Notes.

Other than in Luxembourg, the Issuer does not represent that this Summary Note may be lawfully distributed, or that the Notes may be lawfully offered, in compliance with any applicable registration or other requirements in any 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 the Notes or distribution of this document in any jurisdiction where action for that purpose is required, other than in Luxembourg. Accordingly, the Notes may not be offered or sold, directly or indirectly, and neither this Summary Note nor any advertisement or other offering material may be distributed or published in any jurisdiction where such offer, sale, distribution and/or publication would be prohibited.

The distribution of this Summary Note and the offer or sale of the Notes may be restricted by law in certain jurisdictions. Persons into whose possession this Summary Note or the Notes come must inform themselves about, and observe, any such restrictions. In particular, the restrictions set out in the section of Chapter 1 of the Base Prospectus (incorporated by reference into the Securities Note) headed “Subscription and Sale” on the distribution of the Base Prospectus and the offer or sale of Notes in the United States, the European Economic Area, the United Kingdom, Austria, The Netherlands, France, Italy, Australia, India, Mexico, Brazil, Chile, Switzerland, Japan, Hong Kong, Korea, Norway, People’s Republic of China and Singapore and also apply to this Summary Note and the Notes.

The Notes 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, the Notes may not be offered, sold, pledged or otherwise transferred within the United States or to or for the account or benefit of U.S. persons except in accordance with Regulation S under the Securities Act or pursuant to an exemption from the registration requirements of the Securities Act and any applicable state securities laws.

The Notes have not been approved or disapproved by the U.S. Securities and Exchange Commission, any state securities commission in the United States or any other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the Notes or the accuracy or the adequacy of this Summary Note. Any representation to the contrary is a criminal offence in the United States.

Investing in the Notes involves risks. The Notes are not principal protected and hence prospective investors risk losing their entire investment or part of it. See Parts 1 and 2 of the “Risk Factors” section of Chapter 1 of the Base Prospectus (incorporated by reference in the Securities Note) and the “Risk Factors” section of this Summary Note for information on the risk factors to be taken into account when considering an investment in the Notes.

**This Summary Note must be read as an introduction to the Prospectus and any decision to invest in the Notes should be based on a consideration of the Prospectus as a whole, including the documents incorporated by reference. Civil liability in respect of this Summary Note, including any translation thereof, will attach to the Issuer but only if this Summary Note is misleading, inaccurate or inconsistent when read together with the other parts of the Prospectus. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor may, under the national legislation of the Member States of the European Economic Area, have to bear the costs of translating the Prospectus before the legal proceedings are initiated.**

## **DESCRIPTION OF THE ISSUER**

The Issuer is a subsidiary company of ING Groep N.V., also called ING Group. ING Group is the holding company of a broad spectrum of companies (together called “ING”), offering banking, investments, life insurance and retirement services to about 85 million private, corporate and institutional clients in Europe, the United States, Canada, Latin America, Asia and Australia. Originating from The Netherlands, ING has a workforce of almost 109,000 people worldwide. ING Group holds all shares of the Issuer, which is a non-listed 100% subsidiary of ING Group. On 26 October 2009, ING announced a new strategic direction. It will separate its banking and insurance operations and develop towards a mid-sized international Bank, anchored in the Netherlands and Belgium, and predominantly focused on the European retail market with selected growth options elsewhere. On the same date, ING announced that all Insurance operations (including Investment Management) would be divested over the following four years.

The Issuer is represented in about 40 countries around the world through a large network of subsidiaries, offices and agencies. It offers its commercial and retail customers a full range of banking and financial services, including lending, stock-broking, insurance broking, fund management, leasing, factoring, investment banking and the provision of funds for venture capital purposes. With almost 71,000 employees, the Issuer is active through three Business Lines: Retail Banking, ING Direct and Commercial Banking (formerly Wholesale Banking).

Retail Banking offers retail banking services in the mature markets of The Netherlands, Belgium and Luxembourg, and in the growth markets of Poland, Romania, Turkey, India, Thailand and China. Private Banking is offered in The Netherlands, Belgium, Luxembourg and various countries in Central Europe.

ING Direct operates direct retail banking activities for customers in Australia, Canada, France, Germany and Austria, Italy, Spain, the United Kingdom and the United States. The main products offered are savings accounts and mortgages, and also mutual funds and payment accounts.

Commercial Banking conducts operations for corporations and other institutions with a primary focus on The Netherlands, Belgium, Poland and Romania, where it offers a full range of products. Commercial Banking also manages ING Real Estate, a real estate investment manager.

As announced in April 2009, ING will integrate its banking operations into one bank, with one management team and one balance sheet, as part of its strategy to become predominantly a European retail and commercial bank with selective growth options elsewhere. ING announced on 26 October 2009 that it had also decided to bring together all its retail banking activities, including ING Direct. Furthermore, the insurance business would focus on its long-term structural leadership positions in life and retirement services. Key building blocks would include the insurance operations in the Benelux, US, Central Europe, Latin America and Asia/Pacific as well as the global Investment Management operations. Under the new structure which was announced on 9 April 2009, the asset-management activities which were part of Insurance Europe, Insurance Americas and Insurance Asia/Pacific, would be centralised in due course in a separate global division under the name Investment Management. ING Investment Management will continue to be part of Insurance, consisting of three regional organisations and Real Estate Investment Management.

The Issuer was incorporated under Dutch law in The Netherlands on 12 November 1927 for an indefinite duration in the form of a public limited company. The Issuer is registered at the Chamber of Commerce of Amsterdam under no. 33031431 and its corporate seat is in Amsterdam, The Netherlands. The articles of association were last amended by notarial deed executed on 30 December 2009.

The Issuer and its consolidated subsidiaries are involved in lawsuits and arbitration cases in The Netherlands and in a number of other jurisdictions, including the United States, involving claims by or against these companies which arise in the course of ordinary activities, including in connection with their activities as lenders, employers, investors and taxpayers. In certain of such proceedings, very large or indeterminate amounts are sought, including punitive and other damages. While it is not feasible to predict or to determine the outcome of all pending or threatened legal and regulatory proceedings, the Issuer is of the opinion that neither it nor any of its consolidated subsidiaries is aware of any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) in the 12 months period preceding the date on which the Prospectus was filed with the AFM and approved by it, which may have, or have in such period had a significant effect on the financial position or profitability of the Issuer and/or its consolidated subsidiaries.

## DESCRIPTION OF THE NOTES

*Capitalised terms used in this section but not defined shall be deemed to be defined as such for the purposes of the Conditions set forth in the “Terms and Conditions of the Notes” section of the Securities Note.*

### GENERAL

The Notes are denominated USD and have been issued by the Issuer on 16 July 2010 (the “**Issue Date**”). Unless redeemed early, the Notes are due to mature on 16 January 2012 (the “**Maturity Date**”). The total amount of the series is USD 5,000,000. The nominal amount of each Note is USD 100,000 with integral multiples of USD 1,000 in excess thereof up to and including USD 199,000. No Notes in definitive form will be issued with a denomination above USD 199,000 (the “**Specified Denomination**”). Any calculation of interest or payments, if any, regarding the Notes shall be made on the basis of USD 1,000 (the “**Calculation Amount**”). The issue price of the Notes is 100.00 per cent. The Notes are in bearer form, will be listed and admitted to trading on the Luxembourg Stock Exchange and will be cleared through Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme.

### INTEREST

For each Interest Period, the Interest Amount (expressed per Calculation Amount) will be an amount equal to the sum of (a) the Floating Interest Amount and (b) the Redemption Fee, with the resultant figure being rounded to the nearest sub-unit of the Specified Currency, half of any such sub-unit being rounded downwards. The interest is payable on the Final Payment Date.

Where:

“**Initial FX Rate**” means MNT 1,362.00 per USD 1.00;

“**Floating Interest Amount**” means an amount to be calculated in accordance with the following formula:  
[Calculation Amount × Rate of Interest × Initial FX Rate × Day Count Fraction (100% – Withholding Tax Rate)] / Primary FX Rate;

“**Rate of Interest**” means the lowest of (a) 12.75 per cent. per annum, and (b) Policy Rate.

“**Redemption Fee**” means an amount to be calculated in accordance with the following formula:  
[Calculation Amount × Initial FX Rate × Redemption Fee Rate × Day Count Fraction (100% – Withholding Tax Rate)] / Primary FX Rate;

“**Redemption Fee Rate**” means (express as a rate per annum) the highest of (a) 12.75 per cent. minus Policy Rate, and (b) zero per cent; and

“**Withholding Tax Rate**” means the rate of applicable withholding tax in relation to be made to any payments made by or on behalf of the Reference Entity to a notional holder in the Netherlands of a notional amount of the Reference Obligation in an amount equal to the Aggregate Nominal Amount, expressed as a percentage, in effect between the Netherlands and the Republic of Mongolia, which is currently 10 per cent. The Withholding Tax Rate is subject to change as determined by the Calculation Agent, in its sole and absolute discretion and acting in a commercially reasonable manner. In the event of any change in the applicable Withholding Tax Rate or practice or treatment thereof during the tenor of the Notes, the Calculation Agent shall in its sole and absolute discretion have the right to determine the Withholding Tax Rate as it deems appropriate to account for the effects of such change of Withholding Tax Rate in relation to the Notes.

## RETURN AT MATURITY

Save for the occurrence of a Credit Event, Termination Event and/or a Adjustment Event, the Final Redemption Amount per Calculation Amount shall be an amount per Calculation Amount, payable in USD, calculated in accordance with the following formula:

$(\text{Calculation Amount} \times \text{Initial FX Rate}) / \text{Primary FX Rate}$

Where:

**“Primary FX Rate”** means the Mongolian Togrog exchange rate, expressed as the number of MNT per USD, as determined by the Calculation Agent in its sole and absolute discretion acting in good faith and a commercially reasonable manner to any then current market practice, two Business Days prior to the Date of Receipt or the Scheduled Valuation Date (as applicable); and

**“Date of Receipt”** means the day on which any amount in respect of interest and/or principal in relation to the Reference Obligation is received by a notional holder in the Netherlands of a notional amount of the Reference Obligation in an amount equal to the Aggregate Nominal Amount.

## REDEMPTION BEFORE THE MATURITY DATE

### (a) Occurrence of a Termination Event

The Notes may be redeemed before the Final Payment Date following the occurrence of a Termination Event or a Credit Event. Following the occurrence of a Termination Event or Credit Event, the Issuer may deliver a Credit Event Notice or redemption notice, as applicable, to the Noteholders. Upon receipt of such Credit Event Notice or redemption notice, as applicable, in which the Issuer elects Cash Settlement as the applicable Settlement Basis, the Initial Noteholder is entitled, but not obliged, to deliver a written notice to the Issuer requesting irrevocably that either:

- (i) provided that the Issuer actually receives the proceeds under the Reference Obligation, the Issuer redeems each Note, in USD, at an amount per Calculation Amount equal to, (a) the Final Redemption Amount, (b) the Floating Interest Amount and (c) the Redemption Fee, minus any Hedge Unwind Costs and or any other costs, expenses or losses incurred by the Issuer; or
- (ii) Physical Settlement applies in relation to redemption of the Notes instead of Cash Settlement.

In case Cash Settlement is the applicable Settlement Basis, the Cash Settlement Amount shall be an amount equal to the Note’s pro rata share of the Recovery Amount, converted from MNT into USD on the basis of the Primary FX Rate on the date of receipt by the Issuer of the full proceeds of the sale, the transfer or the disposal, as applicable, of the Deliverable Obligation. The Notes shall in that case be redeemed against payment of the Cash Settlement Amount on the Cash Settlement Date.

In case Physical Settlement is the applicable Settlement Basis, the Issuer shall redeem each Note against delivery of the Deliverable Obligation Entitlement on the Physical Settlement Date.

Where:

**“Reference Entity”** means XacBank and any Successor thereto;

**“Reference Obligation”** means an obligation in the form of a deposit, taken by XacBank in an amount of MNT 6,810,000,000, deposited on 14 July 2010 by the Issuer.

### (b) Other reasons for redemption before the Maturity Date

The Notes may be redeemed before the Maturity Date in the following circumstances:



- (i) an event of default by the Issuer;
- (ii) if 90 per cent. or more in nominal amount of the Notes issued have already been redeemed (at the discretion of the Issuer); and
- (iii) a change in the tax treatment of payments due under the Notes.

If the Notes are to be redeemed in the circumstances described in (i) above, the Issuer shall redeem each Note at an amount (in USD) equal to the fair market value of a Note determined by the Calculation Agent in its sole and absolute discretion.

If the Notes are to be redeemed in the circumstances as described in (ii) and (iii) above, the Issuer shall redeem each Note at an amount, in the Specified Currency equal to the Note's pro rata share of the Early Redemption Recovery Amount, converted from MNT into USD on the basis of the Primary FX Rate on the date of receipt by the Issuer of the full proceeds of the sale, the transfer or the redemption of the Deliverable Obligation, as applicable, payable not later than the third Business Day following the date on which the Early Redemption Recovery Amount is determined.

## **OTHER TERMS**

The Notes include other terms relevant to investors, including that the Issuer may amend the terms of the Notes (including amounts payable under them) if, (i) an Adjustment Event (as defined in Condition 11 of the Credit Linked Conditions) occurs, (ii) any other event or events occur which the Calculation Agent determines necessitate(s) an adjustment or adjustments to the Final Redemption Amount, the Early Redemption Amount and/or any other relevant Term of the Notes and (iii) dates for redemption or payment of interest or principal may be postponed in case certain events occur.

## **COSTS**

The costs associated with the issue of the Notes (for marketing, legal work, administration, and distribution of the Notes) are reflected in the pricing of the Notes and will not be separately charged to investors.

## **RISK FACTORS**

Investing in the Notes involves risks. The Notes are not principal protected and hence, prospective investors risk losing their entire investment or part of it. See Parts 1 and 2 of the “Risk factors” section of Chapter 1 of the Base Prospectus, and the risk factors below for information on the risk factors to be taken into account when considering an investment in the Notes. If in doubt, potential investors are strongly recommended to consult with their financial advisers before making any investment decision.

### **The Notes may not be a suitable investment for all investors**

A prospective investor should conduct its own thorough analysis (including its own accounting, legal and tax analysis) prior to deciding whether to invest in the Notes. Any evaluation of the suitability for an investor of an investment in the Notes depends upon a prospective investor’s particular financial and other circumstances, as well as on the specific terms of the Notes. If a prospective investor does not have experience in financial, business and investment matters sufficient to permit it to make such a determination, the investor should consult with its financial adviser prior to deciding to make an investment as to the suitability of the Notes.

The Notes are complex financial instruments. A potential investor should not invest in the Notes unless it has the expertise (either alone or with a financial adviser) to evaluate how the Notes will perform under changing conditions, the resulting effects on the value of the Notes and the impact this investment will have on the potential investor’s overall investment portfolio. Prospective investors risk losing their entire investment or part of it.

### **Interest Rate**

The interest payable on the Notes is linked to the Policy Rate (as defined in paragraph 18 of Part A of the “Terms and Conditions of the Notes” section of the Securities Note). Fluctuations in the Policy Rate will affect the value of the Notes and the amount(s) of interest payable on the Notes. The Policy Rate may be higher than 12.75 per cent. per annum, in which case a holder of the Notes receives a rate of interest that is less than the Policy Rate. The Policy Rate may be less than 12.75 per cent. per annum (and may even be zero, in which case no interest is payable on the Notes).

### **Foreign Exchange Rate**

The Notes are subject to the FX Provisions (as defined in paragraph 39 of Part A of the “Terms and Conditions of the Notes” section of the Securities Note). If the Issuer determines, in its sole discretion, that any payment due on the Notes cannot, or cannot reasonably, be made following an FX Convertibility Event or FX Transferability Event, then such payment may be postponed until the next Payment Day on which such payment can, in the sole discretion of the Issuer, reasonably be made. If the Issuer determines, in its sole discretion, that any payment due on the Notes cannot, or cannot reasonably, be made following an FX Convertibility Event or FX Transferability Event for a period of five years from the date on which payment was originally due to be made but for the FX Convertibility Event or the FX Transferability Event, as the case may be, then the Issuer shall be entitled to all amounts in any account opened by it pursuant to Condition 20(c)(i) of the General Conditions, including accrued interest, if any, and no additional amounts shall be payable to the relevant Noteholder.

### **No gross-up**

All payments made by the Issuer in respect of the Notes shall be made subject to any tax, duty, withholding or other payment which may be required to be made, paid, withheld or deducted. Noteholders will not be entitled to receive grossed-up amounts to compensate for any such tax, duty, withholding or other payment.