

Final Terms dated 24 August 2016

NIBC BANK N.V.

*(Incorporated with limited liability under the laws of The Netherlands
and having its corporate seat in The Hague)*

Issue of RON 16,000,000 Fixed Rate Notes due 26 August 2019
under the Euro 20,000,000,000 Programme for the Issuance of Debt Instruments

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions (hereinafter referred to as the "**Conditions**") set forth in the offering circular dated 20 June 2016 (including any supplement thereto, the "**Offering Circular**") which constitutes a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Offering Circular as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular as so supplemented. The Offering Circular and the supplement to the Offering Circular are available on the Issuer's website (www.nibc.com) and for viewing during normal business hours at the registered office of the Issuer at Carnegieplein 4, 2517 KJ, The Hague, The Netherlands and the specified office of the Fiscal Agent at 13th Floor, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom and copies may be obtained from the same.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in the relevant Member State.

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| 1. | Issuer: | NIBC Bank N.V. |
| 2. | (i) Series Number: | 1739 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date of which Notes will be consolidated and form a single series: | Not Applicable |
| 3. | Specified Currency or Currencies: | RON ("RON" means the lawful currency of Romania) |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | RON 16,000,000 |
| | (ii) Tranche: | RON 16,000,000 |
| 5. | Issue Price: | 100 per cent. of the Aggregate Nominal Amount. |
| 6. | (i) Specified Denominations: | RON 500,000 and integral multiples of RON 100,000 in excess thereof up to and including RON 900,000. No Notes in definitive form will be issued with a denomination above RON 900,000. |
| | (ii) Calculation Amount: | RON 100,000 |
| 7. | (i) Issue Date: | 26 August 2016 |
| | (ii) Interest Commencement Date (if different from the Issue Date): | Issue Date |
| 8. | Maturity Date: | 26 August 2019 |

9.	Interest Basis:	2.70 per cent. Fixed Rate (further particulars specified below)
10.	Minimum Interest Amount:	Not Applicable
	Maximum Interest Amount:	Not Applicable
11.	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on their Maturity Date at 100 per cent. of their principal amount
12.	Change of Interest Basis	Not Applicable
13.	Put/Call Options:	Tax Call Illegatly Call
14.	Business Centre:	Bucharest and TARGET
15.	Status of the Notes:	Senior Notes
16.	Date Board approval for issuance of Notes obtained:	01 April 2016

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

17.	Fixed Rate Interest Note Provisions:	Applicable
	(i) Rate(s) of Interest:	2.70 per cent. per annum payable annually in arrear.
	(ii) Interest Calculation Amount:	Aggregate Nominal Amount
	(iii) Interest Payment Date(s):	26 August in each year up to and including the Maturity Date.
	(iv) Period End Dates:	26 August in each year in accordance with the Business Day Convention unadjusted.
	(v) Business Day Convention:	Following Business Day Convention
	(vi) Fixed Coupon Amount(s):	RON 2,700 per Calculation Amount, payable on each Interest Payment Date.
	(vii) Broken Amount(s): (<i>Applicable to Notes in definitive form.</i>)	Not Applicable
	(viii) Day Count Fraction:	Actual/Actual (ICMA)
	(ix) Determination Date(s):	26 August in each year
18.	Floating Rate Interest/CMS-Linked Interest Note Provisions:	Not Applicable
19.	Index Linked Interest Provisions:	Not Applicable
20.	Zero Coupon Note Provisions:	Not Applicable
21.	Range Accrual Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

22.	Index Linked Redemption:	Not Applicable
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23.	Issuer Call:	Not Applicable
24.	Regulatory Call:	Not Applicable
25.	Illegality Call:	Applicable
26.	Tax Call:	Applicable
27.	Investor Put (as per Condition 8.6 (<i>Optional Early Redemption (Investor Put)</i>)):	Not Applicable
28.	Final Redemption Amount of each Note	RON 100,000 per Calculation Amount
29.	Early Redemption Amount of each Note payable on redemption for taxation reasons, redemption for illegality or on event of default (if different from that set out the Conditions):	RON 100,000 per Calculation Amount
30.	Substitution and Variation:	Not Applicable

PROVISIONS RELATING TO ADJUSTMENTS, DISRUPTED DAYS AND DATE EXTENSIONS

31.	Disruption Event:	
	(i) Change of Law:	Not Applicable
	(ii) Hedging Disruption:	Not Applicable
32.	Disrupted Days:	
	(i) Common Disrupted Days:	Not Applicable
	(ii) Alternative Reference Cut-Off Date:	Not Applicable
	(iii) Omission:	Not Applicable
	(iv) Postponement:	Not Applicable
	(v) Modified Postponement:	Not Applicable
33.	Date Extensions:	Not Applicable
	(i) Interest Payment Date Extension:	Not Applicable
	(ii) Maturity Date Extension:	Not Applicable
	(iii) Number of Extension Business Days:	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

34.	Form of Notes:	
	(i) Form:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances

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| | | specified in the Permanent Global Note. |
| | (ii) New Global Note: | Applicable |
| | (iii) New Safekeeping Structure: | Not Applicable |
| 35. | Additional Financial Centre(s) or other special provisions relating to payment dates: | TARGET |
| 36. | Talons for future Coupons to be attached to Definitive Notes: | No |
| 37. | Calculation Agent: | Not Applicable |
| 38. | Redenomination applicable: | Redenomination not applicable |

SIGNATURE

Signed on behalf of the Issuer:

By:

R.A. Bencudra
Duly authorised

F.M.I. SMITH

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PART B - OTHER INFORMATION

1. LISTING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Luxembourg Stock Exchange with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR 1,645

2. RATINGS

Not applicable

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "*Subscription and Sale*" in the Offering Circular, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealers and their affiliates have engaged, and may engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. YIELD (*Fixed Rate Notes only*)

Indication of yield: Calculated as 2.70 per cent. on the Issue Date. Yield is not an indication of future price.

5. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1481206768
- (ii) Common Code: 148120676
- (iii) Other Relevant Code: Not Applicable
- (iv) Name(s) and address(es) of any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable
- (v) Delivery: Delivery against payment
- (vi) Names and addresses of initial Paying Agent(s): Citibank, N.A., London Branch
13th Floor, Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB
United Kingdom
- (vii) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (viii) Intended to be held in a manner which would allow central banking system for the euro (the "**Eurosystem**") eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting

them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the European Central Bank being satisfied that Eurosystem eligibility criteria have been met.

6. **DISTRIBUTION**

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| (i) | Method of distribution: | Non-syndicated |
| (ii) | If syndicated, names of Managers: | Not Applicable |
| (iii) | Stabilising Manager(s) (if any): | Not Applicable |
| (iv) | If non-syndicated, name of Dealer: | ING Bank N.V. |
| (v) | U.S. Selling Restrictions: | Reg. S Compliance Category 2; TEFRA D |

7. **THIRD PARTY INFORMATION**

Not Applicable