

FINAL TERMS TO THE NOTES

Final Terms dated 26 April 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 30,000,000 Floating Rate Notes due 28 April 2023
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 18 June 2015 (including any supplement thereto, the "**Offering Circular**") which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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 by the First Supplement dated 27 August 2015, the Second Supplement dated 14 January 2016, the Third Supplement dated 10 March 2016 and the Fourth Supplement dated 31 March 2016. 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 supplements to the Offering Circular are available on the Issuer's website (www.nibc.com) and for viewing during normal business hours at the address of the relevant Dealer and copies may be obtained from the same.

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| 1. | Issuer: | NIBC Bank N.V. |
| 2. | (i) Series Number: | 1733 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date of which Notes will be consolidated and form a single series: | Not Applicable |
| 3. | Specified Currency or Currencies: | Romanian Leu (" RON ") |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | RON 30,000,000 |
| | (ii) Tranche: | RON 30,000,000 |
| 5. | Issue Price: | 100.00 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denominations: | RON 500,000 plus integral multiples of RON 100,000 thereafter |
| | (ii) Calculation Amount: | RON 100,000 |
| 7. | (i) Issue Date: | 28 April 2016 |
| | (ii) Interest Commencement Date (if different from the Issue Date): | Issue Date |
| 8. | Maturity Date: | 28 April 2023 (the " Scheduled Maturity Date ") |

9. Interest Basis: 3 month ROBOR + 1.20 per cent.
(further particulars specified below)
10. Minimum Interest Amount: Not Applicable
Maximum Interest Amount: Not Applicable
11. Redemption/Payment Basis: Redemption at par
12. Change of Interest Basis: Not Applicable
13. Put/Call Options: Not Applicable
14. Business Centre: Target Settlement Day and Bucharest
15. Date Board approval for issuance of Notes obtained: 22 April 2016

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16. Fixed Rate Interest Note Provisions: Not Applicable
17. Floating Rate Interest: Applicable
- (i) Interest Calculation Amount: RON 100,000
- (ii) Interest Payment Dates: 28 January, 28 April, 28 July and 28 October in each year up to and including the Maturity Date, subject to the Business Day Convention
- (iii) First Interest Payment Date: 28 July 2016
- (iv) Period End Dates: 28 January, 28 April, 28 July and 28 October in each year as adjusted in accordance with the Business day Convention.
- (v) Business Day Convention: Modified Following Business Day Convention
- (vi) Manner in which the Rate of Interest (the "**Reference Item**") is to be determined: Screen Rate Determination
- (vii) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Calculation Agent): Not Applicable
- (viii) Screen Rate Determination: Applicable
Rate Determination Date(s): Two Bucharest Business Days prior to the start of each Interest Period End Date at 11:00 a.m. Bucharest time
Relevant Screen Page: Reuters Screen Page ROBOR
Margin: 1.20 per cent. per annum
- (ix) ISDA Determination: Not Applicable
- (x) Linear Interpolation: Not Applicable
- (xi) CMS-Linked Interest Notes: Not Applicable

- (xvii) Minimum Rate of Interest: Not Applicable
- (xviii) Maximum Rate of Interest: Not Applicable
- (xiv) Day Count Fraction: Actual/360
- 18. Swap Rate: Not Applicable
- 19. Index Linked Interest Provisions: Not Applicable
- 20. Zero Coupon Note Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

- 21. Index Linked Redemption: Not Applicable
- 22. Issuer Call: Not Applicable
- 23. Investor Put (as per Condition 8.6): Not Applicable
- 24. Final Redemption Amount of each Note: RON 100,000 per Calculation Amount
- 25. 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

PROVISIONS RELATING TO ADJUSTMENTS, DISRUPTED DAYS AND DATE EXTENSIONS

- 26. Disruption Event:
 - (i) Change of Law: Not Applicable
 - (ii) Hedging Disruption : Not Applicable
- 27. 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
- 28. Date Extensions:
 - (i) Interest Payment Date Extension: Not Applicable
 - (ii) Maturity Date Extension: Not Applicable
 - (iii) Number of Extension Business Days: Not Applicable

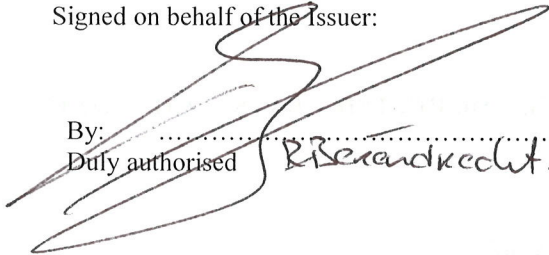
GENERAL PROVISIONS APPLICABLE TO THE NOTES

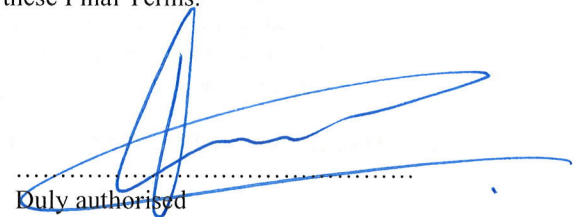
- 29. Form of Notes:
 - (i) Form: Bearer Notes
Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
 - (ii) New Global Note: Not Applicable
- 30. Financial Centre: Target Settlement Day and Bucharest
- 31. Talons for future Coupons to be attached to Definitive Notes: No
- 32. Calculation Agent: Citibank N.A., London Branch
- 33. Redenomination applicable: Redenomination not applicable

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: 
Duly authorised *R. Steindrecht*

By: 
Duly authorised

**Toine Teulings
Director**



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 28 April 2016
- (ii) Estimate of total expenses related to admission to trading: EUR 2,905

2. RATINGS

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: Not Applicable

5. PERFORMANCE OF REFERENCE ASSET AND OTHER INFORMATION CONCERNING THE REFERENCE ASSET (*Index Linked Notes only*)

Not Applicable

6. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1400731565
- (ii) Common Code: 140073156
- (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 free of 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

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 ECB being satisfied that Eurosystem eligibility criteria have been met

7. **DISTRIBUTION**

- (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: Citigroup Global Markets Limited
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D

8. **THIRD PARTY INFORMATION**

Not Applicable