

Final Terms dated 11 October 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 USD30,000,000 Floating Rate Notes due 13 October 2017  
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 as supplemented by the first supplement to the Offering Circular dated 5 July 2016, the second Supplement to the Offering Circular dated 4 August 2016 and the third supplement to the Offering Circular dated 1 September 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 supplements to the Offering Circular are available on the Issuer's website ([www.nibc.com](http://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:   | 1740  |
|    | (ii) Tranche Number:   | 1   |
|    | (iii) Date of which Notes will be consolidated and form a single series: | Not Applicable  |
| 3. | Specified Currency or Currencies:  | United States Dollars ("USD")   |
| 4. | Aggregate Nominal Amount:  |   |
|    | (i) Series:  | USD 30,000,000  |
|    | (ii) Tranche:  | USD 30,000,000  |
| 5. | Issue Price :  | 100.00 per cent. of the Aggregate Nominal Amount  |
| 6. | (i) Specified Denominations:   | USD 200,000 and integral multiples of USD 2,000 in excess thereof up to and including USD 398,000. No Notes in Definitive Form will be issued with a denomination above USD 398,000 |
|    | (ii) Calculation Amount:   | USD 2,000   |
| 7. | (i) Issue Date:  | 13 October 2016   |
|    | (ii) Interest Commencement Date (if different from the Issue Date):      | Issue Date  |



8.	Maturity Date:	13 October 2017 (the " <b>Scheduled Maturity Date</b> ")
9.	Interest Basis:	3 month USD LIBOR +1.04 per cent Floating Rate (further particulars specified below)
10.	Minimum Interest Amount:	Not Applicable
	Maximum Interest Amount:	Not Applicable
11.	Redemption/Payment Basis:	Redemption at par  Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on their Maturity Date at 100.00 per cent. of their principal amount
12.	Change of Interest Basis	Not Applicable
13.	Put/Call Options:	Not Applicable
14.	Business Centre:	TARGET, London and New York
15.	Status of the Notes:	Senior Notes
16.	Date Board approval for issuance of Notes obtained:	11 October 2016

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

17.	Fixed Rate Interest Note Provisions:	Not Applicable
18.	Floating Rate Interest:	Applicable
	(i) Interest Calculation Amount:	USD 2,000
	(ii) Interest Payment Dates:	Quarterly in arrears, payable on 13 January, 13 April, 13 July in each year up to and including the Maturity Date subject to the Business Day Convention
	(iii) First Interest Payment Date:	13 January 2017
	(iv) Period End Dates:	Each Interest Payment Date as adjusted in accordance with the Business day Convention.
	(v) Business Day Convention:	Modified Following Business Day Convention
	(vi) Additional Business Centre(s):	Not Applicable
	(vii) Manner in which the Rate of Interest (the " <b>Reference Item</b> ") is to be determined:	Screen Rate Determination
	(viii) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Calculation Agent):	Not Applicable
	(ix) Screen Rate Determination:	Applicable
	Rate Determination Date(s):	Two (2) London Business Days prior to the commencement of each Interest Period End Date at

		11 a.m. London time
	Relevant Screen Page:	Reuters page LIBOR01
	Margin	+ 1.04 per cent. per annum
(x)	ISDA Determination:	Not Applicable
(xi)	Linear Interpolation:	Not Applicable
(xii)	CMS-Linked Interest Notes:	Not Applicable
(xiii)	Minimum Rate of Interest:	Not Applicable
(xiv)	Maximum Rate of Interest:	Not Applicable
(xv)	Day Count Fraction:	Actual/360
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
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	USD 2,000 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):	USD 2,000 per Calculation Amount
30.	Substitution and Variation:	Not Applicable

#### PROVISIONS RELATING TO ADJUSTMENTS, DISRUPTED DAYS AND DATE EXTENSIONS

31.	Disruption Event:	Not Applicable
32.	Disrupted Days:	Not Applicable

33. Date Extensions: 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 specified in the Permanent Global Note

(ii) New Global Note: Yes

(iii) New Safekeeping Structure: Not Applicable

35. Additional Financial Centre(s) or other special provisions relating to payment dates: Not Applicable

36. Talons for future Coupons to be attached to Definitive Notes: No

37. Calculation Agent: Citibank N.A., London Branch  
13<sup>th</sup> Floor, Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB  
United Kingdom

38. Redenomination applicable: Redenomination not applicable

**SIGNATURE**

Signed on behalf of the Issuer:

By: .....  
*Duly authorised* *RA Brandrecht*

  
**Toine Teulings**  
Director

*RB*

## PART B - OTHER INFORMATION

### 1. LISTING

- (i) Admission to trading: Application is expected to be 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: Euro 875

### 2. RATINGS

The Notes to be issued are expected to be rated as follows:

Standard & Poor's Credit Market Services Europe Limited ("S&P"): BBB-

Fitch Ratings Limited ("Fitch"): BBB-

S&P and Fitch are established in the European Union and is registered under Regulation (EU) No 1060/2009, as amended. As such, S&P and Fitch are included in the list of credit rating agencies published by the European and Markets Authority on its website in accordance with such regulation.

### 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 its 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[S] AND OTHER INFORMATION CONCERNING THE REFERENCE ASSET[S]] (*Index Linked Notes only*)

Not Applicable

### 6. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1504185932
- (ii) Common Code: 150418593
- (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: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the European Central Bank 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: Merrill Lynch International
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D

8. **THIRD PARTY INFORMATION**

Not Applicable

