

## FINAL TERMS

Final Terms dated 19 February 2018,

### NIBC BANK N.V.

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

Issue of EUR 10,000,000 Fixed Rate notes due 22 February 2028  
under the Euro 20,000,000,000 Programme for the Issuance of Debt Instruments

**PROHIBITION OF SALES TO RETAIL INVESTORS** - The Notes are not intended, from 1 January 2018, to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU ("**MiFID II**"); (ii) a customer within the meaning of Directive 2002/92/EC ("**IMD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently no key information document required by Regulation (EU) No 1286/2014 (the "**PRIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIPs Regulation.

### 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 21 June 2017 (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:   | 1753  |
|    | (ii) Tranche Number:   | 1   |
|    | (iii) Date of which Notes will be consolidated and form a single series: | Not Applicable                                |
| 3. | Specified Currency or Currencies:  | Euro ("EUR")                                  |
| 4. | Aggregate Nominal Amount:  |   |
|    | (i) Series:  | EUR 10,000,000                                |
|    | (ii) Tranche:  | EUR 10,000,000                                |
| 5. | Issue Price:   | 100 per cent. of the Aggregate Nominal Amount |

6.	(i)	Specified Denominations:	EUR 100,000
	(ii)	Calculation Amount:	EUR 100,000
7.	(i)	Issue Date:	22 February 2018
	(ii)	Interest Commencement Date (if different from the Issue Date):	Issue Date
8.		Maturity Date:	22 February 2028 (the "Scheduled Maturity Date")
9.		Interest Basis:	1.871 per cent. Fixed Rate  (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:	Illegality Call  Tax Call
14.		Business Centre:	TARGET Settlement Day
15.		Status of the Notes:	Senior Notes
16.		Date Board approval for issuance of Notes obtained:	21 April 2017

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

17.		Fixed Rate Interest Note Provisions:	Applicable
	(i)	Rate(s) of Interest:	1.871 per cent. per annum payable annually in arrear
	(ii)	Interest Calculation Amount:	Aggregate Nominal Amount
	(iii)	Interest Payment Date(s):	22 February in each year up to and including the Maturity Date, subject to the Business Day Convention
	(iv)	Period End Dates:	22 February in each year, unadjusted
	(v)	Business Day Convention:	Following Business Day Convention
	(vi)	Fixed Coupon Amount(s):	EUR 1,871 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):	Not Applicable
18.		Floating Rate Interest/CMS-Linked	Not Applicable

Interest Note Provisions:

- |     |                                   |                |
|-----|-----------------------------------|----------------|
| 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)<br>( <i>Optional Early Redemption (Investor Put)</i> ):  | Not Applicable                     |
| 28. | Final Redemption Amount of each Note   | EUR 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): | EUR 100.000 per Calculation Amount |
| 30. | Substitution or 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:                         |                |
|     | (i) Interest Payment Date Extension:     | Not Applicable |
|     | (ii) Maturity Date Extension:            | Not Applicable |
|     | (iii) Number of Extension Business       | Not Applicable |

Days:

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |     |   |   |
|-----|---|---|
| 34. | Form of Notes:  | Bearer Notes:   |
|     | (i) Form: <sup>1</sup>  | 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:   | Applicable  |
|     | (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  |
| 38. | Redenomination applicable:  | Redenomination not applicable   |
| 39. | Whether Condition 6(a) of the Notes applies (in which case Condition 8.3 ( <i>Early Redemption for Taxation Reasons (Tax Call)</i> ) of the Notes will not apply) or whether Condition 6(b) and Condition 8.3 ( <i>Early Redemption for Taxation Reasons (Tax Call)</i> ) of the Notes apply: | Condition 6(b) and Condition 8.3 ( <i>Early Redemption for Taxation Reasons (Tax Call)</i> ) apply  |

**SIGNATURE**

Signed on behalf of the Issuer:

By: .....

Duly authorised

*Bay*  
*Sera Nefedov*  
*associate director*

  
**J.C.J. Starrenburg**  
Managing Director  
*14 Feb '18*

<sup>1</sup> The exchange upon notice or at any time options should NOT be selected if the Specified Denomination of the Notes includes language substantially to the following effect: "[EUR] 100,000 and integral multiples of [EUR] 1,000 in excess thereof up to and including [EUR] 199,000". Furthermore, such Specified Denomination construction is not permitted in relation to any issuance of Notes which is to be represented on issue by a Temporary Global Note or Permanent Global Note exchangeable for Definitive Notes.

*Bay*

## 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 Luxembourg Stock Exchange with effect from 22 February 2018
- (ii) Estimate of total expenses related to admission to trading: EUR 3,900

### 2. RATINGS

The Notes to be issued are expected to be rated BBB by Standard & Poor's and BBB by Fitch. Each of Standard & Poor's and Fitch is established in the European Union and is registered under Regulation (EU) No 1060/2009, as amended. As such, Standard & Poor's 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: 1.871 per cent
- Calculated as on the Issue Date. Yield is not an indication of future price.

### 5. OPERATIONAL INFORMATION

- (i) ISIN Code: XS1778893427
- (ii) Common Code: 177889342
- (iii) Other Relevant Code: WKN: A19WUJ
- (iv) Name(s) and address(es) of any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, S.A. 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: 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 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.

6. **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: NIBC Bank N.V.
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D

7. **THIRD PARTY INFORMATION**

Not Applicable