

13 August 2015



ING Bank N.V.

(Incorporated in The Netherlands with its statutory seat in Amsterdam)

SUPPLEMENT

IN ACCORDANCE WITH SECTION 16(1) OF THE GERMAN SECURITIES PROSPECTUS ACT

(*WERTPAPIERPROSPEKTGESETZ*, "**WPPG**")

TO THE FOLLOWING BASE PROSPECTUS

(THE "**BASE PROSPECTUS**"):

BASE PROSPECTUS DATED 23 JANUARY 2015

RELATING TO **GERMAN CERTIFICATE PROGRAMME**

(THIRD SUPPLEMENT)

If, before this Supplement is published, investors have already agreed to purchase or subscribe for Securities issued under the Final Terms to the Base Prospectus which have been published by the date of this Supplement, such investors shall have the right to withdraw their declaration of purchase or subscription in accordance with Section 16(3) WpPG within a period of two working days from the date of publication of this Supplement, provided that the new factor, mistake or inaccuracy referred to in Section 16(1) WpPG arose before the final closing of the offer to the public and the delivery of the securities.

The withdrawal (for which no reasons need to be given) must be declared by written notice to that entity to which the relevant investor addressed the declaration of purchase or subscription. Timely dispatch of notice is sufficient to comply with the notice period.

During the validity of the Base Prospectus and as long as any Securities issued in connection with the Base Prospectus are listed on any stock exchange or offered to the public, copies of this Supplement and of the Base Prospectus, as supplemented, will be available free of charge upon request from ING Bank N.V. at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands (Tel.: +31 (0)20 501 3477) and via the Issuer's website www.ingmarkets.com (or any successor website).

The purpose of this Supplement is:

(i) to update the Base Prospectus with respect to the first supplement dated 6 August 2015 to the registration document of ING Bank N.V. (the "**Issuer**") dated 12 May 2015 which was published on 6 August 2015;

(ii) to update the Base Prospectus with respect to the Issuer's condensed consolidated interim financial information for the period ended 30 June 2015, (the "**2015 ING Bank Interim Financial Report**"), which was published on 5 August 2015; and

(iii) to update the Base Prospectus with respect to the press release by ING Groep N.V. ("**ING Group**") entitled "ING 2Q15 underlying net result EUR 1,118 million" which was published on 5 August 2015 containing the consolidated unaudited interim results of ING Group as at, and for the three month period and the six month period ended 30 June 2015.

1. In the Base Prospectus, in the section "**SUMMARY**", the section "**SECTION B – ISSUER**" shall be replaced as follows:

SECTION B - ISSUER

Element	Title	Disclosure Requirement
B.1	Legal and commercial name of the Issuer	The legal name of the issuer is ING Bank N.V. and the commercial name of the issuer is ING Bank.
B.2	The domicile and legal form of the Issuer, the legislation under which the Issuer operates and its country of incorporation	The Issuer is a public limited company (<i>naamloze vennootschap</i>) founded in The Netherlands and incorporated under the laws of The Netherlands on 12 November 1927, with its corporate seat (<i>statutaire zetel</i>) in Amsterdam, The Netherlands.
B.4b	A description of any known trends affecting the Issuer and the industries in which it operates	<p>The results of operations of the Issuer are affected by demographics and by a variety of market conditions, including economic cycles, banking industry cycles and fluctuations in stock markets, interest and foreign exchange rates, political developments and client behaviour changes.</p> <p>In 2014, the development trajectories of the US and the UK on the one hand, and Europe on the other, diverged. The US economy continued to grow steadily and the Federal Reserve (Fed) was able to end part of its unconventional monetary policies, the monthly buying of securities (i.e. quantitative easing). The Fed is expected to start raising rates sometime in 2015. The UK also saw healthy economic growth with interest rate increases expected there in 2015 as well.</p> <p>Meanwhile in the eurozone, the recovery remained weak, unstable and uneven. Persistently low inflation and worries about imminent deflation prompted the European Central Bank (ECB) to take a series of unconventional measures. The main refinancing rate was lowered to 0.05 percent in 2014, while the interest rate on deposits held by banks at the ECB moved into negative territory, to -0.2 percent..</p> <p>With the European economic recovery still distinctly lacklustre, the last quarter of 2014 saw the ECB repeatedly allude to possible additional measures in 2015. Quantitative easing was subsequently announced in January 2015.</p> <p>The operations of the Issuer are exposed to fluctuations in equity markets. The Issuer maintains an internationally diversified and mainly client-related trading portfolio. Accordingly, market downturns are likely to lead to declines in securities trading and</p>

Element	Title	Disclosure Requirement										
		<p>brokerage activities which it executes for customers and, therefore, to a decline in related commissions and trading results. In addition to this, the Issuer also maintains equity investments in its own non-trading books. Fluctuations in equity markets may affect the value of these investments.</p> <p>The operations of the Issuer are exposed to fluctuations in interest rates. The Issuer's management of interest rate sensitivity affects its results of operations. Interest rate sensitivity refers to the relationship between changes in market interest rates on the one hand and future interest earnings and economic value of its underlying banking portfolios on the other hand. Both the composition of the Issuer's assets and liabilities and the fact that interest rate changes may affect client behaviour in a different way than assumed in the Issuer's internal models may result in a mismatch which causes the banking longer term operations' net interest income and trading results to be affected by changes in interest rates.</p> <p>The Issuer is exposed to fluctuations in exchange rates. The Issuer's management of exchange rate sensitivity affects its results of operations through the trading activities for its own accounts and because the Issuer prepares and publishes its consolidated financial statements in Euros. Because a substantial portion of the Issuer's income and expenses is denominated in currencies other than Euros, fluctuations in the exchange rates used to translate foreign currencies into Euros will impact its reported results of operations and cash flows from year to year. This exposure is mitigated by the fact that realised results in non-euro currencies are translated into Euros by monthly hedging.</p>										
B.5	A description of the Issuer's group and the Issuer's position within the group	The Issuer is part of ING Groep N.V. (" 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 meet the needs of a broad customer base. The Issuer is a wholly-owned, non-listed subsidiary of ING Group and currently offers retail banking services to individuals and small and medium-sized enterprises in Europe, Asia and Australia and commercial banking services to customers around the world, including multinational corporations, governments, financial institutions and supranational organisations.										
B.9	Profit forecast or estimate	Not Applicable. The Issuer has not made any public profit forecasts or profit estimates.										
B.10	Qualifications in the Auditors' report	Not Applicable. The audit reports on the audited financial statements of the Issuer for the years ended 31 December 2013 and 31 December 2014 are unqualified.										
B.12	Selected historical key financial	<p>Key Consolidated Figures ING Bank N.V.</p> <p>(EUR millions)</p> <table> <tr> <td></td> <td>6</td> <td>6</td> <td>As at 31</td> <td>As at 31</td> </tr> <tr> <td></td> <td>months</td> <td>months</td> <td>Decemb</td> <td>Decemb</td> </tr> </table>		6	6	As at 31	As at 31		months	months	Decemb	Decemb
	6	6	As at 31	As at 31								
	months	months	Decemb	Decemb								

Element	Title	Disclosure Requirement				
	information / Significant or material adverse change		period from 1 January to 30 June 2015 ⁽¹⁾	period from 1 January to 30 June 2014 ⁽¹⁾	er 2014 ⁽¹⁾	er 2013 ⁽¹⁾
		Balance sheet⁽²⁾				
	Total assets.....	860,749	818,705	828,602	787,566	
	Total equity.....	39,381	34,681	38,686	33,760	
	Deposits and funds borrowed ⁽³⁾	680,121	650,812	640,243	624,274	
	Loans and advances	542,351	513,488	518,119	508,329	
		Results⁽⁴⁾				
	Total income.....	8,963	7,924	15,674	15,327	
	Operating expenses	4,478	5,379	10,225	8,805	
	Additions to loan loss provisions.....	785	872	1,594	2,289	
	Result before tax	3,700	1,672	3,855	4,233	
	Taxation	931	461	1,032	1,080	
	Net result (before minority interests)	2,769	1,211	2,823	3,153	
	Attributable to Shareholders of the parent	2,732	1,166	2,744	3,063	
		Ratios (in %)				
		16.4	14.6	15.53	15.05	
		(CRD IV phased-in); 16.9	(CRD IV phased-in); 15.2	(CRD IV phased-in);	(CRD IV phased-in)	
		(CRD IV fully-loaded)	(CRD IV fully-loaded)	16.49 (CRD IV fully-loaded)		
	BIS ratio ⁽⁵⁾					
		11.3	11.6	11.22	11.25	
		(CRD IV phased-in); 11.3	(CRD IV phased-in); 12.0	(CRD IV phased-in);	(CRD IV phased-in)	
		(CRD IV fully-loaded)	(CRD IV fully-loaded)	11.36 (CRD IV fully-loaded)		
	Common equity Tier-1 ratio ⁽⁶⁾					
	Notes:					
	(1) The full 2014 and 2013 figures have been derived from the audited annual accounts of ING Bank N.V. in respect of the financial years ended 31 December 2014 and 2013, respectively, provided that certain figures in respect of the financial year					

Element	Title	Disclosure Requirement
		<p>ended 31 December 2013 have been restated to reflect changes in accounting policies in 2014. The half-year figures have been derived from the reviewed condensed consolidated interim financial information for the period ended, 30 June 2015 and 2014, respectively.</p> <p>(2) At 31 December and 30 June.</p> <p>(3) Figures including Banks and Debt securities.</p> <p>(4) For the year ended 31 December and the half-year ended 30 June.</p> <p>(5) BIS ratio = BIS capital as a percentage of Risk Weighted Assets. Note: As of 2014, these Risk Weighted Assets are based on Basel III, until year-end 2013 on Basel II.</p> <p>(6) Common equity Tier-1 ratio = Available common Tier-1 capital as a percentage of Risk Weighted Assets. Note: As of 2014, these Risk Weighted Assets are based on Basel III, until year-end 2013 on Basel II.</p>
		<p>Significant or Material Adverse Change</p> <p>At the date hereof, there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since 30 June 2015.</p> <p>At the date hereof, there has been no material adverse change in the prospects of the Issuer since 30 June 2015.</p>
B.13	Recent material events particular to the Issuer's solvency	Not Applicable. There are no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the solvency of the Issuer.
B.14	A description of the Issuer's group and the Issuer's position within the group Dependence upon other group entities	B.5 plus: Not Applicable. The Issuer is not dependent upon other entities within ING Group.
B.15	A description of the Issuer's principal activities	The Issuer currently offers retail banking services to individuals and small and medium-sized enterprises in Europe, Asia and Australia and commercial banking services to customers around the world, including multinational corporations, governments, financial institutions and supranational organisations.
B.16	Extent to which the Issuer is directly or	The Issuer is a wholly-owned, non-listed subsidiary of ING Group N.V and is directly controlled by ING Group N.V.

Element	Title	Disclosure Requirement																						
	indirectly owned or controlled																							
B.17	Credit ratings assigned to the Issuer or its debt securities	<p>The Issuer has a senior debt rating from Standard & Poor's Credit Market Services Europe Limited ("Standard & Poor's") of A (outlook stable), a senior debt rating from Moody's Investors Services Ltd. ("Moody's") of A1 (outlook stable) and a senior debt rating from Fitch France S.A.S. ("Fitch") of A (outlook stable).</p> <p>The definition of these ratings can be found in the following table:</p> <table border="1" data-bbox="608 580 1407 1120"> <thead> <tr> <th data-bbox="608 580 756 663">Moody's</th> <th data-bbox="759 580 927 663">Standard & Poor's</th> <th data-bbox="930 580 1034 663">Fitch</th> <th data-bbox="1037 580 1407 663"></th> </tr> <tr> <th colspan="3" data-bbox="608 667 1034 745">Rating Symbol (Long-term Rating)</th> <th data-bbox="1037 667 1407 745">Definition</th> </tr> </thead> <tbody> <tr> <td colspan="3" data-bbox="608 750 1034 801"></td> <td data-bbox="1037 750 1407 801">Good</td> </tr> <tr> <td data-bbox="608 806 756 846">A1</td> <td data-bbox="759 806 927 846">A+</td> <td data-bbox="930 806 1034 846">A+</td> <td data-bbox="1037 806 1407 1115" rowspan="3">Good to adequate coverage of principal and interest, many favorable investment characteristics, but also elements which may have adverse effects in case of changes in economic conditions</td> </tr> <tr> <td data-bbox="608 851 756 891">A2</td> <td data-bbox="759 851 927 891">A</td> <td data-bbox="930 851 1034 891">A</td> </tr> <tr> <td data-bbox="608 896 756 1115">A3</td> <td data-bbox="759 896 927 1115">A-</td> <td data-bbox="930 896 1034 1115">A-</td> </tr> </tbody> </table>	Moody's	Standard & Poor's	Fitch		Rating Symbol (Long-term Rating)			Definition				Good	A1	A+	A+	Good to adequate coverage of principal and interest, many favorable investment characteristics, but also elements which may have adverse effects in case of changes in economic conditions	A2	A	A	A3	A-	A-
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		<p>Standard & Poor's, Moody's and Fitch are established in the European Union and are registered under the Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, as amended from time to time.</p> <p>Tranches of Certificates to be issued under the Programme may be rated or unrated. Where a Tranche of Certificates is to be rated, such rating will not necessarily be the same as the rating assigned to the Issuer, the Programme or Certificates already issued under the Programme.</p> <p>A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.</p>																						

2. In the Base Prospectus, in the section "**ZUSAMMENFASSUNG**"; the section "**ABSCHNITT B – EMITTENTIN**" shall be replaced as follows:

ABSCHNITT B - EMITTENT

Punkt	Beschreibung	Geforderte Angaben
B.1	Juristische und kommerzielle Bezeichnung der Emittentin	Die Emittentin führt die Firma ING Bank N.V. und der kommerzielle Name der Emittentin lautet ING Bank.
B.2	Sitz und Rechtsform der Emittentin, das für die Emittentin geltende Recht und Land der Gründung der Gesellschaft	Die Emittentin ist eine am 12. November 1927 in den Niederlanden und nach niederländischem Recht gegründete Aktiengesellschaft (<i>naamloze vennootschap</i>) mit Sitz (<i>statutaire zetel</i>) in Amsterdam, Niederlande.
B.4b	Alle bereits bekannten Trends, die sich auf die Emittentin und die Branchen, in denen sie tätig ist, auswirken	<p>Das Betriebsergebnis der Emittentin wird durch demografische Merkmale und eine Vielzahl von Marktbedingungen, darunter Konjunkturzyklen, Zyklen der Bankenbranche und Schwankungen der Aktienmärkte, Zinsen und Wechselkurse, politische Entwicklungen und Veränderungen im Kundenverhalten beeinflusst.</p> <p>In 2014 gingen die Entwicklungen der Vereinigten Staaten und des Vereinigten Königreichs einerseits und Europa andererseits auseinander. Die US-amerikanische Wirtschaft wuchs weiterhin stetig und die US-Notenbank (<i>Federal Reserve</i>) war in der Lage, einen Teil ihrer unkonventionellen Geldpolitik, den monatlichen Ankauf von Wertpapieren (d.h. quantitative Lockerung), zu beenden. Es wird erwartet, dass die US-Notenbank im Laufe des Jahres 2015 beginnt, die Zinsen anzuheben. Im Vereinigten Königreich gab es ebenfalls ein gesundes Wirtschaftswachstum und es wird erwartet, dass die Zinsen in 2015 ebenfalls ansteigen.</p> <p>In der Eurozone blieb die Erholung schwach, instabil und ungleichmäßig. Die anhaltende geringe Inflation und die Besorgnis über eine drohende Deflation veranlasste die Europäische Zentralbank (EZB) eine Reihe unkonventioneller Maßnahmen zu ergreifen. Der Hauptrefinanzierungssatz wurde in 2014 auf 0,05 Prozent gesenkt während der Zinssatz für Einlagen von Banken bei der EZB in den negativen Bereich auf -0,2 Prozent sank.</p> <p>Da die europäische Wirtschaft sich weiterhin deutlich schwach erholt, hat die EZB im letzten Quartal 2014 wiederholt auf mögliche zusätzliche Maßnahmen hingewiesen. Folglich wurde im Januar 2015 eine quantitative Lockerung</p>

Punkt	Beschreibung	Geforderte Angaben
		<p>angekündigt.</p> <p>Die Geschäftstätigkeit der Emittentin ist Schwankungen der Aktienmärkte ausgesetzt. Die Emittentin unterhält ein international diversifiziertes und hauptsächlich kundenbezogenes Handelsportfolio. Dementsprechend führen Marktrückgänge mit hoher Wahrscheinlichkeit auch zu Rückgängen bei den Wertpapierhandels- und Vermittlungsaktivitäten, die sie für Kunden ausführt, und somit auch zu einem Rückgang der damit verbundenen Provisionen und Handelsergebnisse. Darüber hinaus hält die Emittentin auch Beteiligungen in den eigenen Nicht-Handelsbüchern. Schwankungen der Aktienmärkte können den Wert dieser Anlagen beeinflussen.</p> <p>Die Geschäftstätigkeit der Emittentin ist Zinssatzschwankungen ausgesetzt. Das Management der Zinsempfindlichkeit der Emittentin beeinflusst ihre Betriebsergebnisse. Die Zinsempfindlichkeit bezieht sich auf das Verhältnis zwischen den Veränderungen der Marktzinsen auf der einen Seite und zukünftigen Zinserträgen sowie dem wirtschaftlichen Wert ihrer zugrunde liegenden Banking Portfolios auf der anderen Seite. Sowohl die Zusammensetzung der Aktiva und Passiva der Emittentin als auch die Tatsache, dass Veränderungen des Zinsniveaus das Kundenverhalten in einer anderen als in den internen Modellen der Emittentin angenommen Weise beeinflussen können, kann zu einem Missverhältnis führen, in dessen Folge der Nettozinsertrag des längerfristigen Banking-Geschäfts und das Handelsergebnis durch Zinsänderungen beeinträchtigt werden.</p> <p>Die Emittentin ist Wechselkursschwankungen ausgesetzt. Der Umgang der Emittentin mit der Wechselkurs-Sensibilität beeinflusst deren Betriebsergebnisse infolge der Eigenhandelsaktivitäten sowie aufgrund der Tatsache, dass die Emittentin ihren Konzernabschluss in Euro erstellt und veröffentlicht. Da ein wesentlicher Teil der Erträge und Aufwendungen der Emittentin auf andere Währungen als Euro lautet, werden sich Schwankungen der zur Umrechnung von Fremdwährungen in Euro herangezogenen Wechselkurse von Jahr zu Jahr auf ihre ausgewiesenen Ergebnisse und Cashflows auswirken. Diese Gefährdung wird durch die Tatsache gemildert, dass die auf Fremdwährungen lautenden Erträge in Euro umgerechnet werden und eine monatliche Absicherung erfolgt.</p>
B.5	Beschreibung der Gruppe und der	Die Emittentin ist Teil der ING Groep N.V. (" ING-Gruppe "). Die ING-Gruppe ist die Holdinggesellschaft für ein breites

Punkt	Beschreibung	Geforderte Angaben																																																												
	Stellung der Emittentin innerhalb dieser Gruppe	Spektrum von Unternehmen (zusammen "ING"), die Dienstleistungen in den Bereichen Bankwesen, Anlagen, Lebensversicherung und Altersvorsorge anbieten, um den Bedarf eines breiten Kundenstamms abzudecken. Die Emittentin ist eine 100%ige, nicht börsennotierte Tochtergesellschaft der ING-Gruppe und bietet derzeit Bankdienstleistungen im Privatkundengeschäft für Einzelpersonen, kleine und mittelgroße Unternehmen in Europa, Asien und Australien sowie kommerzielle Bankdienstleistungen für Kunden auf der ganzen Welt, einschließlich internationaler Konzerne, der öffentlichen Hand, Finanzinstitute und überstaatliche Organisationen, an.																																																												
B.9	Gewinnprognosen oder -schätzungen	Entfällt. Die Emittentin hat keine Gewinnprognosen oder -schätzungen abgegeben.																																																												
B.10	Beschränkungen im Bestätigungsvermerk	Entfällt. Die geprüften Abschlüsse der Emittentin für die Geschäftsjahre zum 31. Dezember 2013 und 31. Dezember 2014 wurden mit uneingeschränkten Bestätigungsvermerken versehen.																																																												
B.12	Ausgewählte wesentliche historische Finanzinformationen/ Wesentliche Verschlechterung	<p>Wesentliche konsolidierte Finanzkennzahlen der ING Bank N.V.</p> <p>(Millionen EUR)</p> <table border="1"> <thead> <tr> <th></th> <th>6 monatige Periode vom 1. Januar zum 30. Juni 2015⁽¹⁾</th> <th>6 monatige Periode vom 1. Januar zum 30. Juni 2014⁽¹⁾</th> <th>zum 31. Dezember 2014⁽¹⁾</th> <th>zum 31. Dezember 2013⁽¹⁾</th> </tr> </thead> <tbody> <tr> <td colspan="5">Bilanz⁽²⁾</td> </tr> <tr> <td>Gesamtvermögen</td> <td>860.749</td> <td>818.705</td> <td>828.602</td> <td>787.566</td> </tr> <tr> <td>Summe Eigenkapital</td> <td>39.381</td> <td>34.681</td> <td>38.686</td> <td>33.760</td> </tr> <tr> <td>Einlagen und aufgenommene Finanzmittel⁽³⁾</td> <td>680.121</td> <td>650.812</td> <td>640.243</td> <td>624.274</td> </tr> <tr> <td>Darlehen und Vorschüsse.....</td> <td>542.351</td> <td>513.488</td> <td>518.119</td> <td>508.329</td> </tr> <tr> <td colspan="5">Ertragslage⁽⁴⁾</td> </tr> <tr> <td>Summe Erträge .</td> <td>8.963</td> <td>7.924</td> <td>15.674</td> <td>15.327</td> </tr> <tr> <td>Betriebsaufwand</td> <td>4.478</td> <td>5.379</td> <td>10.225</td> <td>8.805</td> </tr> <tr> <td>Rückstellungen für Kreditrisiken.....</td> <td>785</td> <td>872</td> <td>1.594</td> <td>2.289</td> </tr> <tr> <td>Ergebnis vor Steuern.....</td> <td>3.700</td> <td>1.672</td> <td>3.855</td> <td>4.233</td> </tr> <tr> <td>Besteuerung</td> <td>931</td> <td>461</td> <td>1.032</td> <td>1.080</td> </tr> </tbody> </table>		6 monatige Periode vom 1. Januar zum 30. Juni 2015 ⁽¹⁾	6 monatige Periode vom 1. Januar zum 30. Juni 2014 ⁽¹⁾	zum 31. Dezember 2014 ⁽¹⁾	zum 31. Dezember 2013 ⁽¹⁾	Bilanz⁽²⁾					Gesamtvermögen	860.749	818.705	828.602	787.566	Summe Eigenkapital	39.381	34.681	38.686	33.760	Einlagen und aufgenommene Finanzmittel ⁽³⁾	680.121	650.812	640.243	624.274	Darlehen und Vorschüsse.....	542.351	513.488	518.119	508.329	Ertragslage⁽⁴⁾					Summe Erträge .	8.963	7.924	15.674	15.327	Betriebsaufwand	4.478	5.379	10.225	8.805	Rückstellungen für Kreditrisiken.....	785	872	1.594	2.289	Ergebnis vor Steuern.....	3.700	1.672	3.855	4.233	Besteuerung	931	461	1.032	1.080
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Punkt	Beschreibung	Geforderte Angaben				
		Ergebnis (vor Minderheitsanteilen).....	2.769	1.211	2.823	3.153
		Entfallen auf die Anteilseigner des Mutterunternehmens	2.732	1.166	2.744	3.063
		Quoten (in %)				
		BIZ-Quote ⁽⁵⁾	16,4 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	14,6 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	15,53 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	15,05 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)
		Kernkapital (Tier-1) Quote ⁽⁶⁾	11,3 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	11,6 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	11,22 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)	11,25 CRD IV stufenweise eingeführt (CRD IV vollständig umgesetzt)
		Anmerkungen:				
		(1) Die Finanzkennzahlen für die Geschäftsjahre 2014 und 2013 wurden von den geprüften Jahresabschlüssen der ING Bank N.V. bezüglich des Finanzjahres, das am 31. Dezember 2014 beziehungsweise 2013 endete, abgeleitet, wobei bestimmte Zahlen in Bezug auf das Finanzjahr, das am 31. Dezember 2013 endete, neu gefasst wurden, um Änderungen in Bilanzierungsmethoden in 2014 zu berücksichtigen. Die Halbjahresfinanzkennzahlen wurden von den verkürzten konsolidierten Zwischenabschlüssen, welche einer prüferischen Durchsicht unterzogen wurden, bezüglich des Finanzhalbjahres, das am 30. Juni 2015 beziehungsweise 2014 endete, abgeleitet.				
		(2) Zum 31. Dezember bzw. 30. Juni.				
		(3) Einschließlich Bankguthaben und Schuldtiteln.				
		(4) Für das zum 31. Dezember endende Jahr bzw. das zum 30. Juni endende Halbjahr.				
		(5) BIZ-Quote = BIS Kapital an risikogewichteten Wertpapieren. Beachte: Seit 2014 basieren diese risikogewichteten Wertpapiere auf Basel III. Bis Ende 2013 basierten diese risikogewichteten Wertpapiere auf Basel II.				
		(6) Kernkapital (Tier-1) Quote = Verfügbarer Anteil Tier-1 Kapital an risikogewichteten Wertpapieren. Beachte: Seit 2014 basieren diese risikogewichteten Wertpapiere auf Basel III. Bis Ende 2013 basierten diese risikogewichteten Wertpapiere auf Basel II.				

Punkt	Beschreibung	Geforderte Angaben
		<p><i>Erhebliche oder Wesentliche nachteilige Veränderungen</i></p> <p>Zum Datum dieses Basisprospekts gab es keine wesentliche Veränderung in der Finanzlage der Emittentin und ihren konsolidierten Tochtergesellschaften seit dem 30. Juni 2015.</p> <p>Zum Datum dieses Basisprospekts gab es keine wesentlichen nachteiligen Veränderungen in den Aussichten der Emittentin seit dem 30. Juni 2015.</p>
B.13	Für die Zahlungsfähigkeit der Emittentin in hohem Maße relevante Ereignisse aus der jüngsten Zeit	Entfällt. Es gibt keine für die Zahlungsfähigkeit der Emittentin in hohem Maße relevante Ereignisse aus der jüngsten Zeit.
B.14	Beschreibung der Gruppe und Stellung der Emittentin innerhalb dieser Gruppe Abhängigkeit von anderen Unternehmen der Gruppe	B.5 plus: Entfällt. Die Emittentin ist nicht von anderen Unternehmen der ING-Gruppe abhängig.
B.15	Beschreibung der Haupttätigkeiten der Emittentin	Die Emittentin bietet derzeit Bankdienstleistungen im Privatkundengeschäft für Einzelpersonen, kleine und mittelgroße Unternehmen in Europa, Asien und Australien sowie kommerzielle Bankdienstleistungen für Kunden auf der ganzen Welt, einschließlich internationaler Konzerne, der öffentlichen Hand, Finanzinstitute und überstaatliche Organisationen, an.
B.16	Umfang, in dem an der Emittentin unmittelbare oder mittelbare Beteiligungen oder Beherrschungsverhältnisse bestehen	Die Emittentin ist eine 100%ige, nicht börsennotierte Tochtergesellschaft der ING Group N.V. und wird direkt von der ING Group N.V. kontrolliert.
B.17	Ratings für die Emittentin oder ihre Schuldtitel	<p>Die vorrangigen Schuldtitel der Emittentin sind wie folgt bewertet: A (outlook stable) von Standard & Poor's Credit Market Services Europe Limited ("Standard & Poor's"), A1 (outlook stable) von Moody's Investors Services Ltd. ("Moody's") und A (outlook stable) von Fitch France S.A.S. ("Fitch").</p> <p>Die Bedeutung dieser Ratings ist folgender Tabelle zu entnehmen:</p>

Punkt	Beschreibung	Geforderte Angaben			
		Moody's	Standard & Poor's	Fitch	
		Rating-Symbol (Langfristig-Rating)			Bedeutung
					Gute Bonität
		A1	A+	A+	Gute bis angemessene Deckung von Zins und Tilgung, viele günstige Anlageeigenschaften, aber auch Elemente, die sich bei Veränderung der wirtschaftlichen Lage negativ auswirken können
		A2	A	A	
		A3	A-	A-	
		<p>Standard & Poor's, Moody's und Fitch haben einen Sitz in der Europäischen Union und sind gemäß der Verordnung (EG) Nr. 1060/2009 des Europäischen Parlaments und des Rates vom 16. September 2009 über Ratingagenturen in der jeweils geltenden Fassung registriert.</p> <p>Für Tranchen von Zertifikaten, die im Rahmen des Programms begeben werden, kann ein Rating vergeben oder nicht vergeben werden. Wird für eine Tranche von Zertifikaten ein Rating vergeben, so entspricht dieses nicht zwangsläufig dem Rating, das für die Emittentin, das Programm oder bereits im Rahmen des Programms begebene Zertifikate vergeben wurde.</p> <p>Ein Rating von Wertpapieren ist nicht als Empfehlung anzusehen, Wertpapiere zu kaufen, zu verkaufen oder zu halten. Es kann jederzeit von der bewertenden Ratingagentur ausgesetzt, herabgesetzt oder zurückgenommen werden.</p>			

3. In the Base Prospectus, the section "DOCUMENTS INCORPORATED BY REFERENCE" shall be replaced as follows:

DOCUMENTS INCORPORATED BY REFERENCE

INCORPORATION BY REFERENCE

The following documents shall be incorporated in, and form part of, this Base Prospectus and may be obtained free of charge at the offices of ING Bank N.V. at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands (Tel.: +31 (0)20 501 3477), during normal business hours and any document which is incorporated herein by reference will be made available on the website of ING (www.ingmarkets.com), so long as any of the Securities are outstanding. Parts of such documents which are not incorporated by express reference are not relevant for potential investors.

Document	Page Reference	Incorporated in section of the Prospectus
1. Registration Document of the Issuer dated 12 May 2015		
Introduction	p. 1	Description of the Issuer
Risk Factors	p. 4 to 31	Risk Factors
Description of ING Bank N.V.		
• General	p. 32 to 33	Description of the Issuer
• Incorporation and History	p. 33	Description of the Issuer
• Supervisory Board and Management Board	p. 34 to 37	Description of the Issuer
• Share Capital and Preference Shares	p. 37	Description of the Issuer
• Significant Developments	p. 37 to 39	Description of the Issuer
• ING Bank Strategy	p. 40 to 42	Description of the Issuer
• Corporate Organisation	p. 42 to 43	Description of the Issuer
• Regulation and Supervision	p. 43 to 49	Description of the Issuer
• Selected Financial Information	p. 50 to 52	Description of the Issuer
• Operating and Financial Review and Prospects	p. 53 to 75	Description of the Issuer
• Ratings	p. 97	Description of the

		Issuer
• Litigation	p. 97 to 99	Description of the Issuer
• Auditors	p. 99	Description of the Issuer
• Market Information	p. 99	Description of the Issuer
2. First Supplement dated 6 August 2015 to the Registration Document of the Issuer dated 12 May 2015		
• The first supplement dated 6 August 2015 to the Registration Document of the Issuer dated 12 May 2015 is incorporated in its entirety.	p. 1 to 4	Description of the Issuer
3. The Annual Report 2013 of ING Bank N.V. (the "2013 Issuer Annual Report") containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2013		
• Consolidated balance sheet	p. 18	Description of the Issuer
• Consolidated profit and loss account	p. 19	Description of the Issuer
• Consolidated statement of comprehensive income	p. 20	Description of the Issuer
• Consolidated statement of cash flows	p. 21	Description of the Issuer
• Consolidated statement of changes equity	p. 22 to 23	Description of the Issuer
• Notes to the consolidated annual accounts	p. 24 to 127	Description of the Issuer
• Independent auditor's report	p. 222	Description of the Issuer
4. The Annual Report 2014 of ING Bank N.V. (the "2014 Issuer Annual Report") containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2014		
• Consolidated balance sheet	p. 20	Description of the Issuer
• Consolidated profit and loss account	p. 21	Description of the Issuer
• Consolidated statement of comprehensive income	p. 22	Description of the Issuer
• Consolidated statement of cash flows	p. 23	Description of the Issuer

•	Consolidated statement of changes equity	p. 24 to 25	Description of the Issuer
•	Notes to the consolidated annual accounts	p. 26 to 128	Description of the Issuer
•	Independent auditor's report	p. 222 to 225	Description of the Issuer
5.	Press release published by ING Group on 7 May 2015 entitled "ING 1Q15 underlying net result EUR 1,187 million" (the "Q1 2015 Press Release") containing the consolidated unaudited interim results of ING Group as at, and for the three month period ended, 31 March 2015		
•	The Q1 2015 Press Release containing the consolidated unaudited interim results of ING Group as at, and for the three month period ended, 31 March 2015	p. 5 to 26 (inclusive)	Description of the Issuer
6.	Press release published by ING Group on 5 August 2015 entitled "ING 2Q15 underlying net result EUR 1,118 million" (the "Q2 2015 Press Release") containing the consolidated unaudited interim results of ING Group as at, and for the three month period and the six month period ended, 30 June 2015		
•	The Q2 2015 Press Release containing the consolidated unaudited interim results of ING Group as at, and for the three month period and the six month period ended, 30 June 2015	p. 5 to 26 (inclusive)	Description of the Issuer
7.	The Issuer's condensed consolidated interim financial information for the period ended, 30 June 2014 (the "2014 ING Bank Interim Financial Report")		
•	The ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2014 is incorporated in its entirety	p. 1 to 44	Description of the Issuer
8.	The Issuer's condensed consolidated interim financial information for the period ended, 30 June 2015 (the "2015 ING Bank Interim Financial Report")		
•	The ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2015 is incorporated in its entirety	p. 1 to 59	Description of the Issuer

The abovementioned Registration Document of the Issuer dated 12 May 2015 and its first Supplement dated 6 August 2015 were approved by the Netherlands Authority for the Financial Markets ("**AFM**")*. The 2013 Issuer Annual Report, the 2014 Issuer Annual Report, the Q1 2015 Press Release containing ING Group's consolidated unaudited interim results as at, and for the three month period ended, 31 March 2015, the Q2 2015 Press Release containing ING Group's consolidated unaudited interim results as at, and for the three month period and the six month period ended, 30 June 2015, the 2014 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2014 and the 2015 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results

as at, and for the six month period ended, 30 June 2015 have been deposited with the AFM in connection with the registration document of ING Bank N.V. dated 12 May 2015, as supplemented.

*Approval by the AFM means the positive decision on the Issuer's request regarding the examination of the Prospectus' completeness, including the coherence and comprehensibility of the provided information.

4. In the Base Prospectus, the section "**DESCRIPTION OF THE ISSUER**" shall be replaced as follows:

DESCRIPTION OF THE ISSUER

The commercial name of the Issuer is ING Bank.

The description of the Issuer for the purpose of this Base Prospectus is set out in the Registration Document of ING Bank N.V., dated 12 May 2015 which together with the consolidated financial information for the financial years 2013 and 2014, the press release, which contains the quarterly report for the first quarter of 2015, as published by ING Group on 7 May 2015, the press release, which contains the quarterly report for the second quarter 2015, as published by ING Group on 5 August 2015, the 2014 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2014 and the 2015 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2015 are incorporated by reference into this Base Prospectus to the extent as set out in Section "Documents Incorporated by Reference" under the heading "Incorporation by Reference".

The following information included in the Registration Document is provided according to Issuer's own view based on publicly available sources:

- in the section "Description of ING Bank N.V.", subsection "General", second paragraph under the heading "*Retail Banking*" (page 32): "*ING Bank believes Retail Banking has market-leading positions in The Netherlands, Belgium and Luxembourg; solid positions in Australia, Austria, France, Germany, Italy and Spain; competitive positions in Poland and Romania, and a promising position in Turkey, and through stakes in Bank of Beijing and TMB, in China and Thailand, respectively.*";
- in the section "Description of ING Bank N.V.", subsection "Incorporation and History", second paragraph, first sentence (page 33): "On 4 October 1989, NMB Bank merged with Postbank, the leading Dutch retail bank.";
- in the section "Description of ING Bank N.V. – Delivering on Restructuring", second paragraph (pages 39-40): "In July 2014, NN Group N.V., ING's European/Japanese insurance business, became listed on the Euronext Amsterdam stock exchange. Through the listing, ING's stake in NN Group was reduced to 68.1 percent, which remained ING's ownership position at the end of 2014. In February 2015, ING's stake was reduced to 54.6 percent, in May 2015 to 42.4 percent and had fallen to 37.6 percent by the end of June 2015. This stake has now been deconsolidated and has to reach zero in 2016.".
- in the section "Description of ING Bank N.V.", subsection "Geographic profile", second paragraph, first sentence under the heading "Strategy update" (page 42): "*Market Leaders are the Benelux countries (Netherlands, Belgium and Luxembourg) where ING Bank currently has leading market positions in retail banking and commercial banking.*";
- in the section "Description of ING Bank N.V.", subsection "Corporate Organisation", first paragraph, fourth sentence under the heading "*General Lending and Transaction Services*" (page 43): "*Management believes that ING Bank maintained its position as market leader in the Benelux and number one bookrunner in the syndicated loan market in Central Eastern Europe, and that, within the overall European syndicated loan market, its strong focus on*

client relationships and its broad European network footprint helped ING Bank maintain a top-10 bookrunner position."; and

- in the section "Description of ING Bank N.V.", subsection "Corporate Organisation", second paragraph, last sentence under the heading "*General Lending and Transaction Services*" (page 43): "*Management believes that BMG is a market-leading provider of specialist liquidity management solutions, including global cash-pooling and netting to multinational corporations.*"

5. In the Base Prospectus, the paragraph with the heading "**DOCUMENTS AVAILABLE**" in the section "**GENERAL INFORMATION**" shall be replaced as follows:

DOCUMENTS AVAILABLE

So long as this Base Prospectus is valid as described in Article 9 of the Prospectus Directive, copies of the following documents will, when published, be available free of charge from the Issuer and may be downloaded from the internet page of the Issuer (www.ingmarkets.com). Requests for such documents should be directed to the Issuer at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands, during normal business hours.

- (a) the Articles of Association of the Issuer;
- (b) a copy of the 2014 Issuer Annual Report containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2014;
- (c) a copy of the 2013 Issuer Annual Report containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2013;
- (d) a copy of the 2015 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2015;
- (e) a copy of the 2014 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2014;
- (f) a copy of the Q1 2015 Press Release containing ING Group's consolidated unaudited results as at, and for the three month period ended, 31 March 2015;
- (g) a copy of the Q2 2015 Press Release containing ING Group's consolidated unaudited results as at, and for the three month period and the six month period ended, 30 June 2015;
- (h) a copy of the Registration Document of ING Bank N.V. dated 12 May 2015;
- (i) a copy of the first Supplement dated 6 August 2015 to the Registration Document of ING Bank N.V. dated 12 May 2015.

6. In the Base Prospectus, the paragraph with the heading "**SIGNIFICANT OR MATERIAL ADVERSE CHANGE**" in the section "**GENERAL INFORMATION**" shall be replaced as follows:

At the date hereof, there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since 30 June 2015.

At the date hereof, there has been no material adverse change in the prospects of the Issuer, since 30 June 2015.

SIGNATURE PAGE

Amsterdam, 13 August 2015

ING Bank N.V.

By:

By:

signed: D.N.M. van Impe

signed: R.J.G. Faessen

(D.N.M. van Impe)

(R.J.G. Faessen)