

4 August 2017



ING Bank N.V.

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

THIRD 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 12 JANUARY 2017

RELATING TO **GERMAN CERTIFICATE PROGRAMME**

AS SUPPLEMENTED BY PREVIOUS SUPPLEMENTS DATED 8 FEBRUARY 2017 AND

16 MAY 2017

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 <https://www.ingmarkets.com/downloads/689/other-documents>.

The purpose of this Supplement is:

(i) to update the Base Prospectus with respect to the first supplement dated 4 August 2017 to the registration document of ING Bank N.V. (the "**Issuer**") dated 16 May 2017 which was published on 4 August 2017;

(ii) to update the Base Prospectus with respect to the Issuer's condensed consolidated interim financial information for the period ended 30 June 2017, (the "**2017 ING Bank Interim Financial Report**"), which was published on 2 August 2017;

(iii) to update the Base Prospectus with respect to the press release by ING Groep N.V. ("**ING Group**") entitled "ING posts 2Q17 net result of EUR 1,371 million" which was published on 2 August 2017 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 2017; and

(iii) to update the Base Prospectus with respect to the press release by ING Group entitled "ING to participate in Bank of Beijing share offering" which was published on 25 April 2017.

1. In the Base Prospectus, in the section "SUMMARY", in the section "SECTION B – ISSUER", the Element B.12 shall be replaced as follows:

| Element | Title | Disclosure Requirement | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--|--|--|---|---|--|------------------------|------------------------|------------------------------------|--|--|--|--|-------------------|---------|---------|---------|-----------|-------------------|--------|--------|--------|--------|--|---------|---------|---------|---------|---------------------------------|---------|---------|---------|---------|------------------------------|--|--|--|--|-------------------|-------|-------|--------|--------|---|-------|-------|--------|-------|---|-----|-----|-----|-------|------------------------|-------|-------|-------|-------|----------------|-------|-----|-------|-------|--|-------|-------|-------|-------|--|-------|-------|-------|-------|----------------------|--|--|--|--|--|---|---|---|---|-----------------------------------|--|--|---|--|
| B.12 | Selected historical key financial information / Significant or material adverse change | <p>Key Consolidated Figures of ING Bank N.V.⁽¹⁾</p> <p>(EUR millions)</p> <table border="1"> <thead> <tr> <th></th> <th>6 months period from 1 January to 30 June 2017</th> <th>6 months period from 1 January to 30 June 2016</th> <th>As at 31 December 2016</th> <th>As at 31 December 2015</th> </tr> </thead> <tbody> <tr> <td colspan="5">Balance sheet⁽²⁾</td> </tr> <tr> <td>Total assets.....</td> <td>862,070</td> <td>884,681</td> <td>843,919</td> <td>1,001,992</td> </tr> <tr> <td>Total equity.....</td> <td>44,364</td> <td>44,008</td> <td>44,146</td> <td>41,495</td> </tr> <tr> <td>Deposits and funds borrowed⁽³⁾</td> <td>677,486</td> <td>671,725</td> <td>664,365</td> <td>823,568</td> </tr> <tr> <td>Loans and advances to customers</td> <td>568,503</td> <td>554,198</td> <td>562,873</td> <td>700,007</td> </tr> <tr> <td colspan="5">Results⁽⁴⁾</td> </tr> <tr> <td>Total income.....</td> <td>6,756</td> <td>8,666</td> <td>17,514</td> <td>17,070</td> </tr> <tr> <td>Operating expenses⁽⁵⁾</td> <td>4,907</td> <td>4,887</td> <td>10,603</td> <td>9,308</td> </tr> <tr> <td>Additions to loan loss provisions</td> <td>362</td> <td>571</td> <td>974</td> <td>1,347</td> </tr> <tr> <td>Result before tax.....</td> <td>3,694</td> <td>3,208</td> <td>5,937</td> <td>6,415</td> </tr> <tr> <td>Taxation</td> <td>1,038</td> <td>904</td> <td>1,635</td> <td>1,684</td> </tr> <tr> <td>Net result (before minority interests)</td> <td>2,656</td> <td>2,304</td> <td>4,302</td> <td>4,731</td> </tr> <tr> <td>Attributable to Shareholders of the parent ...</td> <td>2,612</td> <td>2,265</td> <td>4,227</td> <td>4,659</td> </tr> <tr> <td colspan="5">Ratios (in %)</td> </tr> <tr> <td>Total capital ratio⁽⁶⁾</td> <td>18.0 (CRD IV phased-in);18.1 (CRD IV fully-loaded 2019 rules)</td> <td>17.1 (CRD IV phased-in);17.4 (CRD IV fully-loaded 2019 rules)</td> <td>17.42 (CRD IV phased-in);17.77 (CRD IV fully-loaded 2019 rules)</td> <td>16.04 (CRD IV phased-in);16.58 (CRD IV fully-loaded 2019 rules)</td> </tr> <tr> <td>Tier-1 ratio⁽⁷⁾</td> <td>14.7 (CRD IV phased-in);14.8 (CRD IV fully-loaded)</td> <td>14.2 (CRD IV phased-in);14.5 (CRD IV fully-loaded)</td> <td>14.41 (CRD IV phased-in);14.70 (CRD IV fully-loaded 2019 rules)</td> <td>13.43 (CRD IV phased-in);13.85 (CRD IV fully-loaded)</td> </tr> </tbody> </table> | | 6 months period from 1 January to 30 June 2017 | 6 months period from 1 January to 30 June 2016 | As at 31 December 2016 | As at 31 December 2015 | Balance sheet⁽²⁾ | | | | | Total assets..... | 862,070 | 884,681 | 843,919 | 1,001,992 | Total equity..... | 44,364 | 44,008 | 44,146 | 41,495 | Deposits and funds borrowed ⁽³⁾ | 677,486 | 671,725 | 664,365 | 823,568 | Loans and advances to customers | 568,503 | 554,198 | 562,873 | 700,007 | Results⁽⁴⁾ | | | | | Total income..... | 6,756 | 8,666 | 17,514 | 17,070 | Operating expenses ⁽⁵⁾ | 4,907 | 4,887 | 10,603 | 9,308 | Additions to loan loss provisions | 362 | 571 | 974 | 1,347 | Result before tax..... | 3,694 | 3,208 | 5,937 | 6,415 | Taxation | 1,038 | 904 | 1,635 | 1,684 | Net result (before minority interests) | 2,656 | 2,304 | 4,302 | 4,731 | Attributable to Shareholders of the parent ... | 2,612 | 2,265 | 4,227 | 4,659 | Ratios (in %) | | | | | Total capital ratio ⁽⁶⁾ | 18.0 (CRD IV phased-in);18.1 (CRD IV fully-loaded 2019 rules) | 17.1 (CRD IV phased-in);17.4 (CRD IV fully-loaded 2019 rules) | 17.42 (CRD IV phased-in);17.77 (CRD IV fully-loaded 2019 rules) | 16.04 (CRD IV phased-in);16.58 (CRD IV fully-loaded 2019 rules) | Tier-1 ratio ⁽⁷⁾ | 14.7 (CRD IV phased-in);14.8 (CRD IV fully-loaded) | 14.2 (CRD IV phased-in);14.5 (CRD IV fully-loaded) | 14.41 (CRD IV phased-in);14.70 (CRD IV fully-loaded 2019 rules) | 13.43 (CRD IV phased-in);13.85 (CRD IV fully-loaded) |
| | 6 months period from 1 January to 30 June 2017 | 6 months period from 1 January to 30 June 2016 | As at 31 December 2016 | As at 31 December 2015 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Balance sheet⁽²⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total assets..... | 862,070 | 884,681 | 843,919 | 1,001,992 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total equity..... | 44,364 | 44,008 | 44,146 | 41,495 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Deposits and funds borrowed ⁽³⁾ | 677,486 | 671,725 | 664,365 | 823,568 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Loans and advances to customers | 568,503 | 554,198 | 562,873 | 700,007 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Results⁽⁴⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total income..... | 6,756 | 8,666 | 17,514 | 17,070 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Operating expenses ⁽⁵⁾ | 4,907 | 4,887 | 10,603 | 9,308 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Additions to loan loss provisions | 362 | 571 | 974 | 1,347 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Result before tax..... | 3,694 | 3,208 | 5,937 | 6,415 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Taxation | 1,038 | 904 | 1,635 | 1,684 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Net result (before minority interests) | 2,656 | 2,304 | 4,302 | 4,731 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Attributable to Shareholders of the parent ... | 2,612 | 2,265 | 4,227 | 4,659 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Ratios (in %) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total capital ratio ⁽⁶⁾ | 18.0 (CRD IV phased-in);18.1 (CRD IV fully-loaded 2019 rules) | 17.1 (CRD IV phased-in);17.4 (CRD IV fully-loaded 2019 rules) | 17.42 (CRD IV phased-in);17.77 (CRD IV fully-loaded 2019 rules) | 16.04 (CRD IV phased-in);16.58 (CRD IV fully-loaded 2019 rules) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Tier-1 ratio ⁽⁷⁾ | 14.7 (CRD IV phased-in);14.8 (CRD IV fully-loaded) | 14.2 (CRD IV phased-in);14.5 (CRD IV fully-loaded) | 14.41 (CRD IV phased-in);14.70 (CRD IV fully-loaded 2019 rules) | 13.43 (CRD IV phased-in);13.85 (CRD IV fully-loaded) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

| Element | Title | Disclosure Requirement |
|---------|-------|--|
| | | <p style="text-align: right;">2019 2019 2019 rules) rules) rules)</p> <p>Notes:</p> <p>(1) Except expressly stated otherwise, the full 2015 and 2016 figures have been taken from the audited annual accounts of ING Bank N.V. in respect of the financial years ended 31 December 2015 and 2016 respectively. Loans and advances to customers as at 31 December 2015 are adjusted as a result of a change in accounting policies. The half-year figures have been taken from the reviewed condensed consolidated interim financial information for the period ended 30 June 2017.</p> <p>(2) At 31 December and 30 June.</p> <p>(3) Comprising deposits from banks, customer deposits and debt securities in issue.</p> <p>(4) For the year ended 31 December and the half-year ended 30 June.</p> <p>(5) Comprising staff expenses and other operating expenses.</p> <p>(6) Total capital ratio = BIS capital as a percentage of Risk Weighted Assets. Note: These Risk Weighted Assets are based on Basel III phased-in.</p> <p>(7) Tier 1 ratio = Available Tier 1 capital as a percentage of Risk Weighted Assets. Note: These Risk Weighted Assets are based on Basel III phased-in.</p> |
| | | <p>Significant or Material Adverse Change</p> <p>Not applicable. At the date hereof, there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since 30 June 2017.</p> <p>At the date hereof, there has been no material adverse change in the prospects of the Issuer since 31 December 2016.</p> |

2. In the Base Prospectus, in the section "**SUMMARY**", in the section "**SECTION B – ISSUER**", the Element B.17 shall be replaced as follows:

| 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 positive) 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="603 577 1399 1115"> <thead> <tr> <th data-bbox="603 577 756 658">Moody's</th> <th data-bbox="759 577 928 658">Standard & Poor's</th> <th data-bbox="932 577 1034 658">Fitch</th> <th data-bbox="1037 577 1399 658"></th> </tr> <tr> <th colspan="3" data-bbox="603 663 1034 743">Rating Symbol (Long-term Rating)</th> <th data-bbox="1037 663 1399 743">Definition</th> </tr> </thead> <tbody> <tr> <td colspan="3" data-bbox="603 748 1034 801"></td> <td data-bbox="1037 748 1399 801">Good</td> </tr> <tr> <td data-bbox="603 806 756 846">A1</td> <td data-bbox="759 806 928 846">A+</td> <td data-bbox="932 806 1034 846">A+</td> <td data-bbox="1037 806 1399 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="603 851 756 891">A2</td> <td data-bbox="759 851 928 891">A</td> <td data-bbox="932 851 1034 891">A</td> </tr> <tr> <td data-bbox="603 896 756 1115">A3</td> <td data-bbox="759 896 928 1115">A-</td> <td data-bbox="932 896 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- |
|----------------------------------|--|---|--|-------------------|-------|--|----------------------------------|--|--|------------|--|--|--|-------------|----|----|----|--|----|---|---|----|----|----|
| 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- | | | | | | | | | | | | | | | | | | | | | | |
| | | <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> | | | | | | | | | | | | | | | | | | | | | | |

3. In the Base Prospectus, in the section "ZUSAMMENFASSUNG", in the section "ABSCHNITT B – EMITTENTIN", the Element B.12 shall be replaced as follows:

ABSCHNITT B - EMITTENT

| Punkt | Beschreibung | Geforderte Angaben | | | | |
|-------|---|---|---|---|-----------------------------|-----------------------------|
| B.12 | Ausgewählte wesentliche historische Finanzinformationen/ Wesentliche Verschlechterung | Wesentliche konsolidierte Finanzkennzahlen der ING Bank N.V.⁽¹⁾ | | | | |
| | | (Millionen EUR) | 6 monatig e Periode vom 1. Januar zum 30. Juni 2017 | 6 monatig e Periode vom 1. Januar zum 30. Juni 2016 | zum 31. Dezember 2016 | zum 31. Dezember 2015 |
| | | Bilanz⁽²⁾ | | | | |
| | | Gesamtvermögen | 862.070 | 884.681 | 843.919 | 1.001.992 |
| | | | | | | |
| | | Summe Eigenkapital..... | 44.364 | 44.008 | 44.146 | 41.495 |
| | | Einlagen und aufgenommene Finanzmittel ⁽³⁾ | 677.486 | 671.725 | 664.365 | 823.568 |
| | | Darlehen und Vorschüsse an Kunden..... | 568.503 | 554.198 | 562.873 | 700.007 |
| | | Ertragslage⁽⁴⁾ | | | | |
| | | Summe Erträge . | 6.756 | 8.666 | 17.514 | 17.070 |
| | | Betriebsaufwand (| 4.907 | 4,887 | 10.603 | 9.308 |
| | | 5) | | | | |
| | | Rückstellungen für Kreditrisiken . | 362 | 571 | 974 | 1.347 |
| | | Ergebnis vor Steuern..... | 3.694 | 3.208 | 5.937 | 6.415 |
| | | Besteuerung..... | 1.038 | 904 | 1.684 | |
| | | Ergebnis (vor Minderheitsanteil en)..... | 2.656 | 2.304 | 4.302 | 4.731 |
| | | Entfallen auf die Anteilseigner des Mutterunternehm ens..... | 2.612 | 2.265 | 4.227 | 4.659 |
| | | Quoten (in %) | | | | |
| | | Gesamtkapitalquo | 18,0 (CRD IV | 17,1 (CRD IV phased- | 17,42 (CRD IV | 16,04 (CRD IV |

| Punkt | Beschreibung | Geforderte Angaben | | | | | | | | | | |
|-------------------------|---|---|---|---|---------------------------------------|---|---|--|---|---|---|---|
| | | <table border="0"> <tr> <td>te⁽⁶⁾.....</td> <td>phased-in);18,1 (CRD IV fully-loaded 2019 rules)</td> <td>17,4 (CRD IV fully-loaded 2019 rules)</td> <td>phased-in);17,77 (CRD IV fully-loaded 2019 rules)</td> <td>phased-in);16,58 (CRD IV fully-loaded 2019 rules)</td> </tr> <tr> <td></td> <td>14,7 (CRD IV phased-in);14,8 (CRD IV fully-loaded 2019 rules)</td> <td>14,2 (CRD IV phased-in);14,5 (CRD IV fully-loaded 2019 rules)</td> <td>14,41 (CRD IV phased-in);14,70 (CRD IV fully-loaded 2019 rules)</td> <td>13,43 (CRD IV phased-in);13,85 (CRD IV fully-loaded 2019 rules)</td> </tr> </table> <p>Tier-1 Quote⁽⁷⁾ ... rules) rules)</p> <p>Anmerkungen:</p> <p>(1) Soweit nicht ausdrücklich anders angegeben wurden die Finanzkennzahlen für die Geschäftsjahre 2015 und 2016 aus den geprüften Jahresabschlüssen der ING BANK N.V. bezüglich des Finanzjahres, das am 31. Dezember 2016 beziehungsweise 2015 endete, entnommen. Kredite und Forderungen an Kunden zum 31. Dezember 2015 sind bereinigt als Folge einer Änderung in den Bewertungsmethoden. Die Halbjahresfinanzkennzahlen wurden den verkürzten konsolidierten Zwischenabschlüssen, welche einer prüferischen Durchsicht unterzogen wurden, bezüglich des Finanzhalbjahres, das am 30. Juni 2017 endete, entnommen.</p> <p>(2) Zum 31. Dezember bzw. 30. Juni.</p> <p>(3) Bestehend aus Bankeinlagen, Kundeneinlagen und ausgegebene Schuldtitel.</p> <p>(4) Für das zum 31. Dezember endende Jahr bzw. das zum 30. Juni endende Halbjahr.</p> <p>(5) Bestehend aus Personalaufwand und anderem Betriebsaufwand.</p> <p>(6) Gesamtkapitalquote = BIZ Kapital an risikogewichteten Wertpapieren. Beachte: Diese risikogewichteten Wertpapiere basieren auf Basel III (stufenweise eingeführt).</p> <p>(7) Tier-1 Quote = Verfügbarer Anteil Tier-1 Kapital an risikogewichteten Wertpapieren. Beachte: Diese risikogewichteten Wertpapiere basieren auf Basel III (stufenweise eingeführt).</p> | te ⁽⁶⁾ | phased-in);18,1 (CRD IV fully-loaded 2019 rules) | 17,4 (CRD IV fully-loaded 2019 rules) | phased-in);17,77 (CRD IV fully-loaded 2019 rules) | phased-in);16,58 (CRD IV fully-loaded 2019 rules) | | 14,7 (CRD IV phased-in);14,8 (CRD IV fully-loaded 2019 rules) | 14,2 (CRD IV phased-in);14,5 (CRD IV fully-loaded 2019 rules) | 14,41 (CRD IV phased-in);14,70 (CRD IV fully-loaded 2019 rules) | 13,43 (CRD IV phased-in);13,85 (CRD IV fully-loaded 2019 rules) |
| te ⁽⁶⁾ | phased-in);18,1 (CRD IV fully-loaded 2019 rules) | 17,4 (CRD IV fully-loaded 2019 rules) | phased-in);17,77 (CRD IV fully-loaded 2019 rules) | phased-in);16,58 (CRD IV fully-loaded 2019 rules) | | | | | | | | |
| | 14,7 (CRD IV phased-in);14,8 (CRD IV fully-loaded 2019 rules) | 14,2 (CRD IV phased-in);14,5 (CRD IV fully-loaded 2019 rules) | 14,41 (CRD IV phased-in);14,70 (CRD IV fully-loaded 2019 rules) | 13,43 (CRD IV phased-in);13,85 (CRD IV fully-loaded 2019 rules) | | | | | | | | |
| | | <p><i>Erhebliche oder Wesentliche nachteilige Veränderungen</i></p> <p>Entfällt. Zum Datum dieses Basisprospekts gab es keine wesentliche Veränderung in der Finanzlage der Emittentin und ihren konsolidierten Tochtergesellschaften seit dem 30. Juni 2017.</p> <p>Zum Datum dieses Basisprospekts gab es keine wesentlichen nachteiligen Veränderungen in den Aussichten der Emittentin seit dem 31. Dezember 2016.</p> | | | | | | | | | | |

4. In the Base Prospectus, in the section "**ZUSAMMENFASSUNG**", in the section "**ABSCHNITT B – EMITTENTIN**", Element B.17 shall be replaced as follows:

| 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"), A2 (outlook stable) von Moody's Investors Services Ltd. ("Moody's") und A+ (outlook positive) von Fitch France S.A.S. ("Fitch").</p> <p>Die Bedeutung dieser Ratings ist folgender Tabelle zu entnehmen:</p> <table border="1" data-bbox="662 613 1414 1189"> <thead> <tr> <th data-bbox="662 613 815 696">Moody's</th> <th data-bbox="815 613 984 696">Standard & Poor's</th> <th data-bbox="984 613 1091 696">Fitch</th> <th data-bbox="1091 613 1414 696"></th> </tr> <tr> <th colspan="3" data-bbox="662 696 1091 779">Rating-Symbol (Langfristig-Rating)</th> <th data-bbox="1091 696 1414 779">Bedeutung</th> </tr> <tr> <td colspan="3" data-bbox="662 779 1091 837"></td> <td data-bbox="1091 779 1414 837">Gute Bonität</td> </tr> </thead> <tbody> <tr> <td data-bbox="662 837 815 882">A1</td> <td data-bbox="815 837 984 882">A+</td> <td data-bbox="984 837 1091 882">A+</td> <td data-bbox="1091 837 1414 1189" rowspan="3">Gute bis angemessene Deckung von Zins und Tilgung, viele günstige Anlageeigenschaften, aber auch Elemente, die sich bei Veränderung der wirtschaftlichen Lage negativ auswirken können</td> </tr> <tr> <td data-bbox="662 882 815 927">A2</td> <td data-bbox="815 882 984 927">A</td> <td data-bbox="984 882 1091 927">A</td> </tr> <tr> <td data-bbox="662 927 815 1189">A3</td> <td data-bbox="815 927 984 1189">A-</td> <td data-bbox="984 927 1091 1189">A-</td> </tr> </tbody> </table> | 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- |
|------------------------------------|--|--|--|-------------------|-------|--|------------------------------------|--|--|-----------|--|--|--|---------------------|----|----|----|--|----|---|---|----|----|----|
| 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> | | | | | | | | | | | | | | | | | | | | | | |

5. 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. The Registration Document which is incorporated herein by reference will be made available on the website of ING (<https://www.ingmarkets.com/en-de/ing-markets/downloads/>). The Annual Reports, the Interim Financial Reports, the Q1 2017 Press Release and Q2 2017 Press Release which are incorporated herein by reference will be made available on the website of ING (<http://www.ing.com/Investor-relations/Results-Interim-Accounts/Quarterly-Results.htm>). The press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering" which is incorporated herein by reference will be made available on the website of ING (<https://www.ing.com/Newsroom/All-news/Press-releases/ING-to-participate-in-Bank-of-Beijing-share-offering.htm>). Any document which is incorporated herein by reference will be made available 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 16 May 2017 | | |
| Introduction | p. 3 to 4 | Description of the Issuer |
| Risk Factors | p. 7 to 33 | Risk Factors |
| Description of ING Bank N.V. | | |
| • General | p. 34 | Description of the Issuer |
| • Incorporation and History | p. 35 to 36 | Description of the Issuer |
| • Supervisory Board and Management Board Banking | p. 36 to 38 | Description of the Issuer |
| • Supervisory Board Committees | p. 38 to 39 | Description of the Issuer |
| • Share Capital and Preference Shares | p. 40 | Description of the Issuer |
| • Significant Developments in 2016 | p. 40 to 42 | Description of the Issuer |
| • Delivering on Restructuring | p. 42 | Description of the Issuer |
| • Market and Regulatory Context | p. 42 to 45 | Description of the |

| | | |
|--|---------------|---------------------------|
| | | Issuer |
| • ING Bank Strategy | p. 45 to 47 | Description of the Issuer |
| • Elements of ING Bank's strategy | p. 47 to 48 | Description of the Issuer |
| • Corporate Organisation | p. 49 to 50 | Description of the Issuer |
| • Regulation and Supervision | p. 51 to 56 | Description of the Issuer |
| • Selected Financial Information | p. 57 to 60 | Description of the Issuer |
| • Operating and Financial Review and Prospects | p. 61 to 87 | Description of the Issuer |
| General Information | | |
| • Ratings | p. 111 | Description of the Issuer |
| • Litigation | p. 111 to 113 | Description of the Issuer |
| • Auditors | p. 113 to 114 | Description of the Issuer |
| • Market Information | p. 114 | Description of the Issuer |
| 2. First Supplement dated 4 August 2017 to the Registration Document of the Issuer dated 16 May 2017 | | |
| • The first supplement dated 4 August 2017 to the Registration Document of the Issuer dated 16 May 2017 is incorporated in its entirety. | p. 2 to 7 | Description of the Issuer |
| 3. The Annual Report 2015 of ING Bank N.V. (the "2015 Issuer Annual Report") containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2015 | | |
| • Consolidated balance sheet | p. 24 | Description of the Issuer |
| • Consolidated profit and loss account | p. 25 | Description of the Issuer |
| • Consolidated statement of comprehensive income | p. 26 | Description of the Issuer |
| • Consolidated statement of cash flows | p. 27 to 28 | Description of the Issuer |
| • Consolidated statement of changes equity | p. 29 to 30 | Description of the Issuer |

| | | | |
|-----------|--|------------------------|---------------------------|
| • | Notes to the consolidated annual accounts | p. 31 to 145 | Description of the Issuer |
| • | Independent auditor's report | p. 235 to 238 | Description of the Issuer |
| 4. | The Annual Report 2016 of ING Bank N.V. (the "2016 Issuer Annual Report") containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2016 | | |
| • | Consolidated statement of financial position | p. 23 | Description of the Issuer |
| • | Consolidated statement of profit or loss | p. 24 | Description of the Issuer |
| • | Consolidated statement of comprehensive income | p. 25 | Description of the Issuer |
| • | Consolidated statement of cash flows | p. 29 to 30 | Description of the Issuer |
| • | Consolidated statement of changes equity | p. 26 to 28 | Description of the Issuer |
| • | Notes to the consolidated annual accounts | p. 31 to 207 | Description of the Issuer |
| • | Independent auditor's report | p. 228 to 230, 234 | Description of the Issuer |
| 5. | Press release published by ING Group on 10 May 2017 entitled "ING 1Q17 net result EUR 1,143 million" (the "Q1 2017 Press Release") containing the consolidated unaudited interim results of ING Group as at, and for the three month period ended, 31 March 2017 | | |
| • | The Q1 2017 Press Release containing the consolidated unaudited interim results of ING Group as at, and for the three month period ended, 31 March 2017 | p. 4 to 20 (inclusive) | Description of the Issuer |
| 6. | Press release published by ING Group on 2 August 2017 entitled "ING posts 2Q17 net result of EUR 1,371 million" (the "Q2 2017 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 2017 | | |
| • | The Q2 2017 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 2017 | p. 4 to 30 (inclusive) | Description of the Issuer |
| 7. | The Issuer's condensed consolidated interim financial information for the period ended, 30 June 2017 (the "2017 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, | p. 2 to 36 | Description of the Issuer |

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|---|-----------|---------------------------|
| 30 June 2017 is incorporated in its entirety | | |
| 8. Press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering" | | |
| <ul style="list-style-type: none"> Press release entitled "ING to participate in Bank of Beijing share offering" is incorporated in its entirety | p. 1 to 2 | Description of the Issuer |

The abovementioned Registration Document of the Issuer dated 16 May 2017 and its first Supplement dated 4 August 2017 were approved by the Netherlands Authority for the Financial Markets ("**AFM**")*. The 2015 Issuer Annual Report, the 2016 Issuer Annual Report, the Q1 2017 Press Release containing ING Group's consolidated unaudited interim results as at, and for the three month period ended, 31 March 2017, the Q2 2017 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 2017, the 2017 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2017 and the press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering" have been deposited with the AFM in connection with the registration document of ING Bank N.V. dated 16 May 2017.

*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.

6. 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 16 May 2017 and the Supplement dated 4 August 2017 to the Registration Document, which together with the consolidated financial information for the financial years 2015 and 2016 and the press release, which contains the quarterly report for the first quarter of 2017, as published by ING Group on 10 May 2017, the press release, which contains the quarterly report for the second quarter 2017, as published by ING Group on 2 August 2017, the 2017 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2017 and the press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering" 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".

7. 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 following internet pages of the Issuer: Articles of Association of the Issuer (<http://www.ing.com/About-us/Corporate-Governance/Legal-structure-and-Regulators/Articles-of-Association.htm>); Registration Document (<https://www.ingmarkets.com/en-de/ing-markets/downloads/>); Annual Reports, Interim Financial Reports, Q1 2017 Press Release and Q2 2017 Press Release (<http://www.ing.com/Investor-relations/Results-Interim-Accounts/Quarterly-Results.htm>); press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering" (<https://www.ing.com/Newsroom/All-news/Press-releases/ING-to-participate-in-Bank-of-Beijing-share-offering.htm>). 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 2016 Issuer Annual Report containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2016;
- (c) a copy of the 2015 Issuer Annual Report containing the non-consolidated and the consolidated financial statements of ING Bank N.V. at 31 December 2015;
- (d) a copy of the 2017 ING Bank Interim Financial Report containing the Issuer's condensed consolidated unaudited results as at, and for the six month period ended, 30 June 2017;
- (e) a copy of the Q1 2017 Press Release containing ING Group's consolidated unaudited results as at, and for the three month period ended, 31 March 2017;
- (f) a copy of the Q2 2017 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 2017;
- (g) a copy of the Registration Document of ING Bank N.V. dated 16 May 2017;
- (h) a copy of the first Supplement dated 4 August 2017 to the Registration Document of ING Bank N.V. dated 16 May 2017; and
- (i) a copy of the press release published by ING Group on 25 April 2017 entitled "ING to participate in Bank of Beijing share offering".

8. 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 2017.

At the date hereof, there has been no material adverse change in the prospects of the Issuer, since 31 December 2016.

SIGNATURE PAGE

Amsterdam, 4 August 2017

ING Bank N.V.

By:

signed: P.A. Stekelenburg

(P.A. Stekelenburg)

By:

signed: R.J.G. Faessen

(R.J.G. Faessen)