

Transfers of securities to The Royal Bank of Scotland plc pursuant to Part VII of the UK Financial Services and Markets Act 2000

On 6 February 2010, ABN AMRO Bank N.V. (registered with the Dutch Chamber of Commerce under number 33002587) changed its name to The Royal Bank of Scotland N.V. ("**RBS N.V.**") and on 1 April 2010 ABN AMRO Holding N.V. changed its name to RBS Holdings N.V.

On 23 September 2011, RBS N.V. and The Royal Bank of Scotland plc, with its registered office at 36 St Andrew Square, Edinburgh, Scotland ("**RBS plc**"), announced that the Court of Session in Scotland had approved and sanctioned the implementation of a banking business transfer scheme whereby eligible business carried on in the United Kingdom by RBS N.V. would be transferred to RBS plc pursuant to Part VII of the UK Financial Services and Markets Act 2000 (the "**Part VII Scheme**"). The Part VII Scheme took effect on 17 October 2011 (the "**Effective Date**").

From the Effective Date, RBS plc became the issuer of those securities originally issued by RBS N.V. which were transferred to RBS plc pursuant to the Part VII Scheme. Under the Part VII Scheme, amendments were made to the terms of the transferring securities and to agreements related to them from the Effective Date in order to give effect to the Part VII Scheme, including (but not limited to) references to "The Royal Bank of Scotland N.V." (including references to its former name "ABN AMRO Bank N.V.") being construed as references to "The Royal Bank of Scotland plc". Details of these amendments are set out in the Scheme Document which can be viewed at www.investors.rbs.com/RBS_NV.

For details of which securities were transferred to RBS plc pursuant to the Part VII Scheme, investors should refer to www.investors.rbs.com/RBS_NV or, for securities issued from on or about 21 July 2011, investors should refer to the terms of the issue or offer documents (including termsheets). If they indicate that RBS plc was expected to become the issuer of the securities as a result of the Part VII Scheme, then RBS plc has become the issuer as of the Effective Date, unless the securities have been exercised, redeemed or repurchased and cancelled prior to the implementation of the Part VII Scheme.

For further details of the Part VII Scheme generally, investors should refer to www.investors.rbs.com/RBS_NV.

Übertragung von Wertpapieren auf The Royal Bank of Scotland plc nach Teil VII (Part VII) des britischen Financial Services and Markets Act 2000

Am 6. Februar 2010 hat die ABN AMRO Bank N.V. (eingetragen bei der niederländischen Handelskammer unter der Nummer 33002587) ihre Firmierung in The Royal Bank of Scotland N.V. ("**RBS N.V.**") geändert, und am 1. April 2010 hat die ABN AMRO Holding N.V. ihre Firmierung in RBS Holdings N.V. geändert.

Am 23. September 2011 haben RBS N.V. und The Royal Bank of Scotland plc, eingetragener Sitz 36 St Andrew Square, Edinburgh, Schottland ("**RBS plc**"), mitgeteilt, dass das zuständige Gericht in Schottland (Court of Session) die Umsetzung eines Verfahrens zur Übertragung von Bankgeschäft genehmigt hat. Danach wurde darunter fallendes englisches Geschäft der RBS N.V. auf die RBS plc nach Teil VII (Part VII) des britischen Financial Services and Markets Act von 2000 übertragen (das "**Part VII-Verfahren**"). Das Part VII-Verfahren ist zum 17. Oktober 2011 (der "**Stichtag**") wirksam geworden.

Seit dem Stichtag ist die RBS plc die Emittentin der von der RBS N.V. ausgegebenen Wertpapiere, die auf die RBS plc nach dem Part VII-Verfahren übertragen worden sind. Das Part VII-Verfahren beinhaltet mit Wirkung zum Stichtag Änderungen in den Bedingungen der übertragenen Wertpapiere und der mit ihnen in Zusammenhang stehenden Verträge, durch die das Part VII-Verfahren vollzogen wird. Unter anderem sind danach Bezugnahmen auf „The Royal Bank of Scotland N.V.“ (einschließlich Bezugnahmen auf die ehemalige Firmierung „ABN AMRO Bank N.V.“) nunmehr als Bezugnahmen auf „The Royal Bank of Scotland plc“ zu verstehen. Weitere Einzelheiten der Änderungen enthält das Verfahrensdokument (Scheme Document), das unter www.investors.rbs.com/RBS_NV abrufbar ist.

Nähere Angaben zu den auf die RBS plc nach dem Part VII-Verfahren übertragenen Wertpapieren erhalten Anleger unter www.investors.rbs.com/RBS_NV. Bei ab dem 21. Juli 2011 ausgegebenen Wertpapieren sollten Anleger die Emissions- oder Angebotsdokumente (einschließlich Termsheets) einsehen. Wenn diese die Angabe enthalten, dass die RBS plc die Emittentin der Wertpapiere nach dem Part VII-Verfahren werden soll, dann ist die RBS plc seit dem Stichtag die Emittentin, soweit die Wertpapiere nicht vor Umsetzung des Part VII-Verfahrens ausgeübt, gekündigt oder zurückgekauft und eingezogen worden sind.

Zu weiteren Einzelheiten des Part VII-Verfahrens sollten Anleger www.investors.rbs.com/RBS_NV einsehen.

MODE = MEMORY TRANSMISSION

START=19-SEP 16:19

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ABN-AMRO

ABN AMRO Bank N.V.

Bekanntmachung gemäß § 14 Abs. 3 Satz 2 Wertpapierprospektgesetz

Die ABN AMRO Bank N.V. beabsichtigt, im Rahmen einer ersten Aufstockung der Gesamtstückzahl auf 400.000 weitere 100.000 Index-Zertifikate (ISIN: NL0000023372) zu begeben und ab dem 20. September 2005 öffentlich anzubieten sowie zum Handel an den Börsen Stuttgart (EUWAX) und Frankfurt (Freiverkehr) zuzulassen. In diesem Zusammenhang werden ein Basisprospekt i.S.v. § 8 WpPG vom 1. Juli 2005 und die endgültigen Bedingungen des Angebots vom 20. September 2005 gemäß § 14 Abs. 2 Nr. 3 (a) WpPG unter www.abnamrozertifikate.de bereitgehalten.

Auf Verlangen wird jedem Interessenten eine Papierversion des Basisprospektes sowie der endgültigen Bedingungen durch ABN AMRO Bank N.V., Niederlassung Deutschland, Abteilung Strukturierte Aktienprodukte, Theodor-Heuss-Allee 90, 60488 Frankfurt am Main kostenlos zur Verfügung gestellt.

Frankfurt am Main, 20. September 2005

Handwritten signature: Anne Klee

FINAL TERMS

DATED 20 SEPTEMBER 2005



INCREASE OF 100,000 S&P CUSTOM/ABN AMRO TOTAL RETURN WATER INDEX OPEN END
CERTIFICATES TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE 300,000 S&P
CUSTOM/ABN AMRO TOTAL RETURN WATER INDEX OPEN END CERTIFICATES ISSUED ON 12
SEPTEMBER 2005 BRINGING THE TOTAL ISSUE SIZE TO 400,000

INDICATIVE ISSUE PRICE: EUR 100

FINAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the General Conditions and the Product Conditions applicable to each Series of Certificates described herein (the “relevant Product Conditions”) as set forth in the Base Prospectus relating to Certificates dated 1 July 2005 (the “Base Prospectus”) which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “Prospectus Directive”). This document constitutes the Final Terms of each Series of the Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and each Series of the Certificates described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at the registered office of the Issuer at Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands and copies may be obtained from the Issuer at that address.

These Final Terms relate to the Securities and must be read in conjunction with, and are subject to, the General Conditions and the relevant Product Conditions contained in the Base Prospectus. These Final Terms, the relevant Product Conditions and the General Conditions together constitute the Conditions of each Series of the Certificates described herein and will be attached to the Global Security representing each such Series of the Certificates. In the event of any inconsistency between these Final Terms and the General Conditions or the relevant Product Conditions, these Final Terms will govern.

The Netherlands Authority for the Financial Markets has provided the Commission Bancaire, Financiere et des Assurances, Bundesanstalt für Finanzdienstleistungsaufsicht, Comisiòn Nacional del Mercado de Valores, Autorité des Marchés Financiers, Irish Financial Services Regulatory Authority, Commissione Nazionale per le Società e la Borsa, Commission de Surveillance du Secteur Financier, Financial Market Authority, Financial Services Authority with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

So far as the Issuer is aware, no person (other than the Issuer in its separate capacities as Issuer and Calculation Agent, see “Risk Factors – Actions taken by the Calculation Agent may affect the Underlying” in the Base Prospectus) involved in the issue of the Certificates has an interest material to the offer.

Issuer:	ABN AMRO Bank N.V., acting through its London branch at 250 Bishopsgate, London EC2M 4AA
Clearing Agents:	Clearstream Banking AG Euroclear Bank S.A./N.V. as operator of the Euroclear system Clearstream Banking, société anonyme
Subscription Period:	22 August 2005 – 9 September 2005
Launch Date:	12 September 2005
Issue Date:	12 September 2005
Public Offer of Increase:	20 September 2005
Listing:	Frankfurt Stock Exchange (Free Market) and Stuttgart Stock Exchange (EUWAX)
Admission to trading:	Application has been made for the Securities to be admitted to trading on Frankfurt Stock Exchange (Free Market) and Stuttgart Stock Exchange (EUWAX).
Announcements to Holders:	Delivered to Clearing Agents
Principal Agent:	ABN AMRO Bank N.V., 250 Bishopsgate, London EC2M 4AA
Agent(s):	ABN AMRO Bank N.V. Niederlassung Deutschland, Abteilung Strukturierte Aktienprodukte, Theodor-Heuss-Alle 80, 60486 Frankfurt am Main, Germany,
Calculation Agent:	ABN AMRO Bank N.V., 250 Bishopsgate, London EC2M 4AA
Indication of yield:	Not Applicable

INDEX OPEN END CERTIFICATES

Series:	<i>S&P Custom/ABN AMRO Total Return Water Index Open End Certificates</i>
Issue Price:	EUR 100
Annual Fee:	Not Applicable
Cash Amount:	(Final Reference Price x Entitlement x Final Exchange Rate) – Index Fee
Certificate Value:	Not Applicable
Entitlement:	<p>A number determined on the Pricing Date in accordance with the following formula:</p> $\text{Issue Price} / \text{Initial Index Level}$ <p>Where:</p> <p>“Initial Index Level” means the level of the Index at the Valuation Time on the Pricing Date, converted into the Settlement Currency using the prevailing Exchange Rate</p> <p>“Pricing Date” means 9 September 2005, subject to adjustment by the Issuer in adverse market conditions, if, in the opinion of the Issuer, circumstances so require</p>
Exercise Date:	The third Business Day preceding the scheduled Valuation Date, as provided in Product Condition 3
Exercise Time:	5.00pm Central European Time
Index:	S&P Custom/ABN AMRO Total Return Water Index (Bloomberg Code: ABNZH2O, Reuters Code: .ABNWATER)
Index Fee:	<p>The Index Fee on the Trading Day preceding the Issue Date will be zero, and thereafter the Index Fee will start accruing on a daily basis from the Issue Date in accordance with the following formula:</p> $\text{Index Fee}(t-1) + 1\% \times \text{Index Value}(t-1) \times \text{Entitlement} \times \text{Exchange Rate} \times \text{DCF}(t-1,t)$ <p>Where:</p> <p>$\text{Index Fee}(t-1)$ = Index Fee on preceding Trading Day</p> <p>$\text{Index Value}(t-1)$ = the level of the Index at the Valuation Time on the preceding Trading Day</p> <p>$\text{DCF}(t-1,t)$ = the number of calendar days between the preceding Trading Day and the current Trading Day/360</p>
Initial Quanto Fee Level:	Not Applicable
Initial Quanto Maintenance Fee Level:	Not Applicable
Issuer Call Commencement Date:	the first Business Day following the Issue Date

Issuer Call Notice Period:	(i) one calendar year or (ii) in the event that the Index Sponsor fails to calculate and/or publish the Index, one Business Day
Maximum Maintenance Fee:	Not Applicable
Settlement Currency:	EUR
Settlement Date:	The fifth Business Day following the Valuation Date or the Issuer Call Date, as the case may be
Underlying Currency:	USD
Valuation Date:	2nd August of each year, commencing on 2nd August 2006
ISIN:	NL0000023372
WKN:	ABN1DK

INFORMATION ON THE UNDERLYING

Bloomberg page where information about the past and future performance of the Underlying and its volatility can be obtained: ABNZH2O Index

Standard & Poor's does not guarantee the accuracy and/or completeness of the S&P Custom ABN AMRO Water Index, any data included therein, or any data from which it is based, and Standard & Poor's shall have no liability for any errors, omissions, or interruptions therein. Standard & Poor's makes no warranty, express or implied, as to results to be obtained from the use of the S&P Custom ABN AMRO Water Index. Standard & Poor's makes no express or implied warranties, and expressly disclaims all warranties of merchantability or fitness for a particular purpose or use with respect to the S&P Custom ABN AMRO Water Index or any data included therein. Without limiting any of the foregoing, in no event shall Standard & Poor's have any liability for any special, punitive, indirect, or consequential damages (including lost profits), even if notified of the possibility of such damages. ABN AMRO has developed, maintained and is responsible for the methodology that is employed in connection with the S&P Custom/ABN AMRO Water Index . Standard and Poor's role is limited to providing consulting services to ABN AMRO and performing calculations and data distribution in connection with the Index.

Standard & Poor's does not sponsor, endorse, sell, or promote any investment fund or other vehicle that is offered by third parties and that seeks to provide an investment return based on the returns of the S&P Custom ABN AMRO Water Index. A decision to invest in any such investment fund or other vehicle should not be made in reliance on any of the statements set forth in this document. Prospective investors are advised to make an investment in any such fund or vehicle only after carefully considering the risks associated with investing in such funds, as detailed in an offering memorandum or similar document that is prepared by or on behalf of the issuer of the investment fund or vehicle.

RESPONSIBILITY

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