

Potential Adjustment Event

**with regards to
ING Bank N.V.**

Certificates with ISIN:

DE000NG5MBM3; DE000NG4Q931; DE000NG50EX4; DE000NG6B5D0; and
DE000NG6EEE9

(each a “**Certificate**” and together the “**Certificates**”)

24 February 2023

Dear Certificate holders,

Reference is made to the above mentioned Certificates. All capitalised terms shall have the same meaning as set out in the applicable Terms and Conditions of the relevant Certificate, unless specifically stated otherwise in this notice.

The Issuer hereby gives irrevocable notice to the holders of the Certificates that pursuant to Condition 2(B) of the Share Certificate Conditions, the Calculation Agent has determined that a Potential Adjustment Event has occurred with respect Shares issued by the Share Issuer TUI AG (ISIN code: old: DE000TUAG000; new DE000TUAG505, Bloomberg code: TUI1 GY <Equity>).

The Calculation Agent has determined that, as of the date of the notice, the following shall be adjusted in the Certificates to account for the economic effect on the Certificates:

1. The Entitlement of the Certificates shall be divided by 10;
2. The value of the Current Stop Loss Level of the Certificates will be multiplied 10; and
3. The value of the Current Financing Level of the Certificates will be multiplied 10.

The new values of the Entitlement, Current Stop Loss Level and Current Financing Level will be specified on the product page of each relevant Certificate on the website www.ingmarkets.de as of 24 February 2023.

Kind regards,

ING Bank N.V.
Bijlmerdreef 106
1102 CT Amsterdam
The Netherlands