

**MiFID II product governance / Retail investors, professional investors and ECPs target market** – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Certificates has led to the conclusion that: (i) the target market for the Certificates is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); and (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Certificates to retail clients are appropriate - investment advice, portfolio management, non-advised sales and pure execution services - subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Certificates (a “**distributor**”) should take into consideration the manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Certificates (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable.

Final Terms dated 26 May 2020

**ING Bank N.V.**

**Legal entity identifier (LEI): 3TK20IVIUJ8J3ZU0QE75**

**Issue of**

<b>Series number of the Certificates</b>	<b>WKN Code</b>	<b>ISIN Code</b>	<b>Number of Certificates being issued</b>	<b>Title</b>
121468	NG3BYA	DE000NG3BYA8	2000000	ING Long Share Open End Turbo Certificate
121469	NG3BYB	DE000NG3BYB6	2000000	ING Long Share Open End Turbo Certificate
121470	NG3BYC	DE000NG3BYC4	2000000	ING Long Share Open End Turbo Certificate
121471	NG3BYD	DE000NG3BYD2	2000000	ING Long Share Open End Turbo Certificate
121472	NG3BYE	DE000NG3BYE0	2000000	ING Long Share Open End Turbo Certificate
121473	NG3BYF	DE000NG3BYF7	2000000	ING Long Share Open End Turbo Certificate
121474	NG3BYG	DE000NG3BYG5	2000000	ING Long Share Open End Turbo Certificate
121475	NG3BYH	DE000NG3BYH3	2000000	ING Long Share Open End Turbo Certificate
121476	NG3BYJ	DE000NG3BYJ9	2000000	ING Long Share Open End Turbo Certificate
121477	NG3BYK	DE000NG3BYK7	2000000	ING Long Share Open End Turbo Certificate
121478	NG3BYL	DE000NG3BYL5	2000000	ING Long Share Open End Turbo Certificate
121479	NG3BYM	DE000NG3BYM3	2000000	ING Long Share Open End Turbo Certificate

121480	NG3BYN	DE000NG3BYN1	2000000	ING Long Share Open End Turbo Certificate
121481	NG3BYP	DE000NG3BYP6	2000000	ING Long Share Open End Turbo Certificate
121482	NG3BYQ	DE000NG3BYQ4	2000000	ING Long Share Open End Turbo Certificate
121483	NG3BYR	DE000NG3BYR2	2000000	ING Long Share Open End Turbo Certificate
121484	NG3BYS	DE000NG3BYS0	2000000	ING Long Share Open End Turbo Certificate
121485	NG3BYT	DE000NG3BYT8	2000000	ING Long Share Open End Turbo Certificate
121486	NG3BYU	DE000NG3BYU6	2000000	ING Long Share Open End Turbo Certificate
121487	NG3BYV	DE000NG3BYV4	2000000	ING Long Share Open End Turbo Certificate
121488	NG3BYW	DE000NG3BYW2	2000000	ING Long Share Open End Turbo Certificate
121489	NG3BYX	DE000NG3BYX0	2000000	ING Long Share Open End Turbo Certificate
121490	NG3BYY	DE000NG3BYY8	2000000	ING Long Share Open End Turbo Certificate
121491	NG3BYZ	DE000NG3BYZ5	2000000	ING Long Share Open End Turbo Certificate
121492	NG3BY0	DE000NG3BY01	2000000	ING Long Share Open End Turbo Certificate
121493	NG3BY1	DE000NG3BY19	2000000	ING Long Share Open End Turbo Certificate
121494	NG3BY2	DE000NG3BY27	2000000	ING Long Share Open End Turbo Certificate
121495	NG3BY3	DE000NG3BY35	2000000	ING Long Share Open End Turbo Certificate
121496	NG3BY4	DE000NG3BY43	2000000	ING Long Share Open End Turbo Certificate
121497	NG3BY5	DE000NG3BY50	2000000	ING Long Share Open End Turbo Certificate
121498	NG3BY6	DE000NG3BY68	2000000	ING Long Share Open End Turbo Certificate
121499	NG3BY7	DE000NG3BY76	2000000	ING Long Share Open End Turbo Certificate
121500	NG3BY8	DE000NG3BY84	2000000	ING Long Share Open End Turbo Certificate

**under the  
Certificates Programme**

Any person making or intending to make an offer of the Certificates may only do so:

- (i) in that Public Offer Jurisdiction mentioned in the Paragraph Distribution of Part B below, provided such person is of a kind specified in that paragraph; or
- (ii) otherwise in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 1 of the Prospectus Regulation or to supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Certificates in any other circumstances.

## **PART A – CONTRACTUAL TERMS**

These Final Terms have been prepared for the purpose of Article 8 of Regulation (EU) 2017/1129, as amended, and must be read in conjunction with the base prospectus consisting of separate documents (i.e. (i) the securities note dated 8 May 2020 and its supplement(s) (if any) (the “**Securities Note**”) and (ii) the registration document of ING Bank N.V. (the “**Issuer**”) dated 27 March 2020, and its supplement(s) (if any)) (the “**Registration Document**” and together with the Securities Note, the “**Prospectus**”) pertaining to the Issuer’s Certificates Programme. Terms used herein shall be deemed to be defined as such for the purposes of the conditions set forth in the General Certificate Conditions and the relevant Product Conditions contained in the Prospectus [which constitutes a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended or superseded (the “**Prospectus Regulation**”). Full information on the Issuer and the offer of the Certificates is only available on the basis of the Prospectus, any supplements thereto and these Final Terms. The Prospectus and any supplements thereto are available for viewing at the Issuer’s website ([www.ingmarkets.com](http://www.ingmarkets.com)) and copies may be obtained from ING Bank N.V at Foppingadreef 7, 1102 BD Amsterdam, the Netherlands (E-mail: [info@sprinters.nl](mailto:info@sprinters.nl)) and are available for viewing on the website [www.ingmarkets.de](http://www.ingmarkets.de).

Prospective investors should carefully consider the section “Risk Factors” in the Prospectus.

## GENERAL DESCRIPTION OF THE CERTIFICATES

1	(a) Series number of the Certificates:	As specified in the table below
	(b) Whether or not the Certificates are to be consolidated and form a single series with the Certificates of an existing series:	Not Applicable
2	(a) The type of Certificates which may be Index Certificates, Share Certificates, Currency Certificates, Commodity Certificates, Fund Certificates, Government Bond Certificates or Index Futures Certificates:	Share Certificates
	(b) Whether such Certificates are Best Certificates, Limited Certificates, Open Ended Certificates or Fixed Leverage.	Best Certificates (Marketing name: Open End Turbos)
	(c) Whether such Certificates are Long Certificates or Short Certificates:	Long Certificates
3	Number of Certificates being issued:	As specified in the table below
4	Issue Price per Certificate:	As specified in the table below
5	Trade Date:	27 May 2020
6	Issue Date:	29 May 2020
7	"as-if-and-when-issued" trading:	Not Applicable
8	Current Financing Level on the Trade Date:	As specified in the table below
9	Current Spread on the Trade Date:	As specified in the table below
10	Maximum Spread:	As specified in the table below
11	Current Stop Loss Premium Rate on the Trade Date:	As specified in the table below
12	Maximum Premium:	As specified in the table below
13	Minimum Premium:	As specified in the table below
14	Stop Loss Price on the Trade Date:	As specified in the table below
15	Stop Loss Price Rounding:	As specified in the table below
16	Entitlement:	As specified in the table below
17	Financing Level Currency:	As specified in the table below
18	Settlement Currency:	EUR
19	Exercise Time:	12:00 AM Central European Time
20	Cash Settlement Amount:	As specified in the Share Certificate Conditions
21	Final Valuation Date:	Not Applicable

22	Valuation Date(s):	Annually, commencing on the date one year after the Issue Date.
23	Applicable Business Day Centre(s) for the purposes of the definition of "Business Day"	Amsterdam

Series Number of the Certificates	ISIN Code	Number of Certificates being issued	Issue price per Certificate	Current Financing Level on the Trade Date	Current Spread on the Trade Date	Maximum Spread	Current Stop Loss Premium Rate on the Trade Date	Maximum Premium	Minimum Premium	Stop Loss Price on the Trade Date	Stop Loss Price Rounding	Entitlement	Financing Level Currency
121468	DE000NG3BYA8	2000000	0.06	31.733000000	3.5	5.0	5.0	20.0	0.0	31.733000000	0.001	0.1	EUR
121469	DE000NG3BYB6	2000000	0.07	31.575000000	3.5	5.0	5.0	20.0	0.0	31.575000000	0.001	0.1	EUR
121470	DE000NG3BYC4	2000000	0.09	31.417000000	3.5	5.0	5.0	20.0	0.0	31.417000000	0.001	0.1	EUR
121471	DE000NG3BYD2	2000000	0.11	31.260000000	3.5	5.0	5.0	20.0	0.0	31.260000000	0.001	0.1	EUR
121472	DE000NG3BYE0	2000000	0.12	31.104000000	3.5	5.0	5.0	20.0	0.0	31.104000000	0.001	0.1	EUR
121473	DE000NG3BYF7	2000000	0.14	30.949000000	3.5	5.0	5.0	20.0	0.0	30.949000000	0.001	0.1	EUR
121474	DE000NG3BYG5	2000000	0.15	30.795000000	3.5	5.0	5.0	20.0	0.0	30.795000000	0.001	0.1	EUR
121475	DE000NG3BYH3	2000000	0.17	30.641000000	3.5	5.0	5.0	20.0	0.0	30.641000000	0.001	0.1	EUR
121476	DE000NG3BYJ9	2000000	0.18	30.488000000	3.5	5.0	5.0	20.0	0.0	30.488000000	0.001	0.1	EUR
121477	DE000NG3BYK7	2000000	0.2	30.336000000	3.5	5.0	5.0	20.0	0.0	30.336000000	0.001	0.1	EUR
121478	DE000NG3BYL5	2000000	0.21	30.185000000	3.5	5.0	5.0	20.0	0.0	30.185000000	0.001	0.1	EUR
121479	DE000NG3BYM3	2000000	0.06	111.440000000	3.5	5.0	7.5	20.0	0.0	111.440000000	0.01	0.1	EUR
121480	DE000NG3BYN1	2000000	0.11	110.885000000	3.5	5.0	7.5	20.0	0.0	110.890000000	0.01	0.1	EUR
121481	DE000NG3BYP6	2000000	0.17	110.333000000	3.5	5.0	7.5	20.0	0.0	110.340000000	0.01	0.1	EUR
121482	DE000NG3BYQ4	2000000	0.22	109.784000000	3.5	5.0	7.5	20.0	0.0	109.790000000	0.01	0.1	EUR
121483	DE000NG3BYR	2000000	0.28	109.237000	3.5	5.0	7.5	20.0	0.0	109.240000	0.01	0.1	EUR

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121484	DE000NG3BYS 0	2000000	1.16	18.8090000 000	3.5	5.0	5.0	20.0	0.0	18.8090000 000	0.001	1.0	EUR
121485	DE000NG3BYT 8	2000000	1.35	18.6220000 000	3.5	5.0	5.0	20.0	0.0	18.6220000 000	0.001	1.0	EUR
121486	DE000NG3BYU 6	2000000	1.53	18.4370000 000	3.5	5.0	5.0	20.0	0.0	18.4370000 000	0.001	1.0	EUR
121487	DE000NG3BYV 4	2000000	1.72	18.2540000 000	3.5	5.0	5.0	20.0	0.0	18.2540000 000	0.001	1.0	EUR
121488	DE000NG3BY W2	2000000	1.23	194.430000 0000	3.5	5.0	5.0	20.0	0.0	194.430000 0000	0.01	0.1	EUR
121489	DE000NG3BYX 0	2000000	1.42	192.500000 0000	3.5	5.0	5.0	20.0	0.0	192.500000 0000	0.01	0.1	EUR
121490	DE000NG3BYY 8	2000000	1.61	190.590000 0000	3.5	5.0	5.0	20.0	0.0	190.590000 0000	0.01	0.1	EUR
121491	DE000NG3BYZ 5	2000000	1.8	188.700000 0000	3.5	5.0	5.0	20.0	0.0	188.700000 0000	0.01	0.1	EUR
121492	DE000NG3BY0 1	2000000	1.99	186.830000 0000	3.5	5.0	5.0	20.0	0.0	186.830000 0000	0.01	0.1	EUR
121493	DE000NG3BY1 9	2000000	0.58	70.0000000 000	3.5	5.0	7.5	20.0	0.0	70.0000000 000	0.001	0.1	EUR
121494	DE000NG3BY2 7	2000000	0.43	81.8100000 000	3.5	5.0	7.5	20.0	0.0	81.8100000 000	0.01	0.1	EUR
121495	DE000NG3BY3 5	2000000	0.51	81.0000000 000	3.5	5.0	7.5	20.0	0.0	81.0000000 000	0.01	0.1	EUR
121496	DE000NG3BY4 3	2000000	0.59	80.1900000 000	3.5	5.0	7.5	20.0	0.0	80.1900000 000	0.01	0.1	EUR
121497	DE000NG3BY5 0	2000000	0.67	79.3900000 000	3.5	5.0	7.5	20.0	0.0	79.3900000 000	0.01	0.1	EUR
121498	DE000NG3BY6 8	2000000	0.75	78.6000000 000	3.5	5.0	7.5	20.0	0.0	78.6000000 000	0.01	0.1	EUR
121499	DE000NG3BY7 6	2000000	0.82	77.8200000 000	3.5	5.0	7.5	20.0	0.0	77.8200000 000	0.01	0.1	EUR
121500	DE000NG3BY8 4	2000000	0.9	77.0400000 000	3.5	5.0	7.5	20.0	0.0	77.0400000 000	0.01	0.1	EUR

**ADDITIONAL SPECIFIC PRODUCT RELATED PROVISIONS:**

24	<b>Index Certificate Provisions</b>	Not Applicable
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25	<b>Share Certificate Provisions</b>	Applicable
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Series Number of the Certificates	ISIN Code	(i) Share	(ii) Share Issuer	(iii) Exchange	(iv) Exchange Traded Fund	(v) Notional Dividend Period
121468	DE000NG3BYA8	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121469	DE000NG3BYB6	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121470	DE000NG3BYC4	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121471	DE000NG3BYD2	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121472	DE000NG3BYE0	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121473	DE000NG3BYF7	Ordinary Shares issued by the Share Issuer (ISIN code:	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate



		DE0007100000) (Bloomberg code: DAI GY <Equity>)				Conditions
121474	DE000NG3BYG 5	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121475	DE000NG3BYH 3	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121476	DE000NG3BYJ9	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121477	DE000NG3BYK 7	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121478	DE000NG3BYL 5	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007100000) (Bloomberg code: DAI GY <Equity>)	Daimler AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121479	DE000NG3BYM 3	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007164600) (Bloomberg code: SAP GY <Equity>)	SAP SE	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121480	DE000NG3BYN 1	Ordinary Shares issued by the Share Issuer (ISIN code:	SAP SE	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate

		DE0007164600) (Bloomberg code: SAP GY <Equity>)				Conditions
121481	DE000NG3BYP 6	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007164600) (Bloomberg code: SAP GY <Equity>)	SAP SE	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121482	DE000NG3BYQ 4	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007164600) (Bloomberg code: SAP GY <Equity>)	SAP SE	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121483	DE000NG3BYR 2	Ordinary Shares issued by the Share Issuer (ISIN code: DE0007164600) (Bloomberg code: SAP GY <Equity>)	SAP SE	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121484	DE000NG3BYS 0	Ordinary Shares issued by the Share Issuer (ISIN code: DE0006231004) (Bloomberg code: IFX GY <Equity>)	Infineon Technologies AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121485	DE000NG3BYT 8	Ordinary Shares issued by the Share Issuer (ISIN code: DE0006231004) (Bloomberg code: IFX GY <Equity>)	Infineon Technologies AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121486	DE000NG3BYU 6	Ordinary Shares issued by the Share Issuer (ISIN code: DE0006231004) (Bloomberg code: IFX GY <Equity>)	Infineon Technologies AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121487	DE000NG3BYV 4	Ordinary Shares issued by the Share Issuer (ISIN code:	Infineon Technologies AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate

		DE0006231004) (Bloomberg code: IFX GY <Equity>)				Conditions
121488	DE000NG3BYW 2	Ordinary Shares issued by the Share Issuer (ISIN code: DE0008430026) (Bloomberg code: MUV2 GY <Equity>)	Muenchener Rueckversicheru ngs AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121489	DE000NG3BYX 0	Ordinary Shares issued by the Share Issuer (ISIN code: DE0008430026) (Bloomberg code: MUV2 GY <Equity>)	Muenchener Rueckversicheru ngs AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121490	DE000NG3BYY 8	Ordinary Shares issued by the Share Issuer (ISIN code: DE0008430026) (Bloomberg code: MUV2 GY <Equity>)	Muenchener Rueckversicheru ngs AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121491	DE000NG3BYZ 5	Ordinary Shares issued by the Share Issuer (ISIN code: DE0008430026) (Bloomberg code: MUV2 GY <Equity>)	Muenchener Rueckversicheru ngs AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121492	DE000NG3BY01	Ordinary Shares issued by the Share Issuer (ISIN code: DE0008430026) (Bloomberg code: MUV2 GY <Equity>)	Muenchener Rueckversicheru ngs AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121493	DE000NG3BY19	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005785802) (Bloomberg code: FME GR <Equity>)	Fresenius Medical Care AG & Co	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121494	DE000NG3BY27	Ordinary Shares issued by the Share Issuer (ISIN code:	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate

		DE0005439004) (Bloomberg code: CON GR <Equity>)				Conditions
121495	DE000NG3BY35	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121496	DE000NG3BY43	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121497	DE000NG3BY50	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121498	DE000NG3BY68	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121499	DE000NG3BY76	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
121500	DE000NG3BY84	Ordinary Shares issued by the Share Issuer (ISIN code: DE0005439004) (Bloomberg code: CON GR <Equity>)	Continental AG	Deutsche Börse, Exchange Electronic Trading (Xetra)	Not Applicable	As specified in the Index Certificate Conditions
26	<b>Currency Certificate Provisions</b>		Not Applicable			
27	<b>Commodity Certificate Provisions</b>		Not Applicable			

28	<b>Fund Certificate Provisions</b>	Not Applicable
29	<b>Government Bond Certificate Provisions</b>	Not Applicable
30	<b>Index Futures Certificate Provisions</b>	Not Applicable

Signed on behalf of the Issuer:

By: .....

*Duly authorised*

By: .....

*Duly authorised*

## PART B – OTHER INFORMATION

### 1 LISTING

(i) Listing:	The Freiverkehr section of the Frankfurt Stock Exchange
(ii) Admission to trading:	Application is expected to be made by the Issuer (or on its behalf) for the Certificates to be admitted to trading on The Freiverkehr section of the Frankfurt Stock Exchange
(iii) Estimate of total expenses related to admission to trading:	EUR 500

### 2 RATINGS

Ratings:	The Certificates to be issued will not be rated
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### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the offer of the Certificates has an interest material to the offer. The Dealers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer	See “Use of Proceeds” wording in Base Prospectus
(ii) Estimated total expenses	The terms of the Public Offer do not provide for any expenses and/or taxes to be charged to any purchaser of the Certificates

### 5 INFORMATION CONCERNING THE UNDERLYING

<b>Underlying</b>	<b>Information on the underlying can be obtained on source of information.</b>
Fresenius Medical Care AG & Co	The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates. Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: FME GR <Equity>)
Infineon Technologies AG	The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates. Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: IFX GY <Equity>)

SAP SE	<p>The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates.</p> <p>Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: SAP GY &lt;Equity&gt;)</p>
Muenchener Rueckversicherungs AG	<p>The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates.</p> <p>Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: MUV2 GY &lt;Equity&gt;)</p>
Continental AG	<p>The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates.</p> <p>Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: CON GR &lt;Equity&gt;)</p>
Daimler AG	<p>The return on the Certificates is linked to the performance of the underlying Share. The price of the Share may go down as well as up throughout the life of the Certificates. Fluctuations in the price of the Share will affect the value of the Certificates.</p> <p>Information and details of the past and future performance of the Share and its volatility can be obtained from Bloomberg (Bloomberg code: DAI GY &lt;Equity&gt;)</p>

## 6 POST-ISSUANCE INFORMATION

Post-issuance information will be made available on the website of the Issuer [www.ingmarkets.de](http://www.ingmarkets.de), or any successor website. There is no assurance that the Issuer will continue to provide such information for the life of the Certificates.

## 7 OPERATIONAL INFORMATION

ISIN Code	(ii) Common Code	(iii) Other relevant code
DE000NG3BYA8	Not Applicable	NG3BYA
DE000NG3BYB6	Not Applicable	NG3BYB
DE000NG3BYC4	Not Applicable	NG3BYC
DE000NG3BYD2	Not Applicable	NG3BYD
DE000NG3BYE0	Not Applicable	NG3BYE
DE000NG3BYF7	Not Applicable	NG3BYF
DE000NG3BYG5	Not Applicable	NG3BYG
DE000NG3BYH3	Not Applicable	NG3BYH
DE000NG3BYJ9	Not Applicable	NG3BYJ
DE000NG3BYK7	Not Applicable	NG3BYK

DE000NG3BYL5	Not Applicable	NG3BYL
DE000NG3BYM3	Not Applicable	NG3BYM
DE000NG3BYN1	Not Applicable	NG3BYN
DE000NG3BYP6	Not Applicable	NG3BYP
DE000NG3BYQ4	Not Applicable	NG3BYQ
DE000NG3BYR2	Not Applicable	NG3BYR
DE000NG3BYS0	Not Applicable	NG3BYS
DE000NG3BYT8	Not Applicable	NG3BYT
DE000NG3BYU6	Not Applicable	NG3BYU
DE000NG3BYV4	Not Applicable	NG3BYV
DE000NG3BYW2	Not Applicable	NG3BYW
DE000NG3BYX0	Not Applicable	NG3BYX
DE000NG3BYY8	Not Applicable	NG3BYY
DE000NG3BYZ5	Not Applicable	NG3BYZ
DE000NG3BY01	Not Applicable	NG3BY0
DE000NG3BY19	Not Applicable	NG3BY1
DE000NG3BY27	Not Applicable	NG3BY2
DE000NG3BY35	Not Applicable	NG3BY3
DE000NG3BY43	Not Applicable	NG3BY4
DE000NG3BY50	Not Applicable	NG3BY5
DE000NG3BY68	Not Applicable	NG3BY6
DE000NG3BY76	Not Applicable	NG3BY7
DE000NG3BY84	Not Applicable	NG3BY8

(iv) Name of the Principal Certificate Agent	BNP Paribas Securities Services S.C.A.
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## 8 DISTRIBUTION

(i) Details of any clearing system other than Euroclear Netherlands:	Clearstream Banking AG, Eschborn
(a) details of the appropriate clearing code/number:	Not Applicable
(b) further details regarding the form of Certificates	German Certificates
(ii) Non-exempt offer:	An offer of Certificates may be made by the Issuer other than pursuant to Article 3(2) of the Prospectus Regulation in Germany (the “ <b>Public Offer Jurisdiction</b> ”).
(iii) Prohibition of Sales to EEA and UK Retail Investors:	Not Applicable

## 9 GENERAL

Conditions to which the offer is subject:	There is no subscription period and the offer of Certificates is not subject to any conditions imposed by the Issuer.
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**ANNEX**

**ISSUE SPECIFIC SUMMARY OF THE CERTIFICATES AND THE KEY INFORMATION DOCUMENT  
ARE AVAILABLE ON THE WEBSITE OF THE ISSUER [WWW.INGMARKETS.DE](http://WWW.INGMARKETS.DE)**