

ING Bank N.V.

Legal entity identifier (LEI): 3TK20IVIUJ8J3ZU0QE75

Issue of

| Series number of the Certificates | WKN Code | ISIN Code | Number of Certificates being issued | Title |
|--|-----------------|------------------|--|---|
| 323,120 | NG8KUW | DE000NG8KUW0 | 130,000 | ING Short Share Mini Future Certificate |
| 323,121 | NG8KUX | DE000NG8KUX8 | 800,000 | ING Short Share Mini Future Certificate |

**under the
Certificates Programme**

The Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (i) below, any offer of Notes in any Member State of the European Economic Area (each, a “**Member State**”) will be made pursuant to an exemption under the Prospectus Regulation (as defined below) from the requirement to publish a prospectus for offers of the Notes.

Accordingly any person making or intending to make an offer of the Notes may only do so:

- (i) in those Public Offer Jurisdictions mentioned in the paragraph Distribution of Part B below, provided such person is a Dealer or Authorised Offeror (as such term is defined in the Prospectus) and that any conditions relevant to the use of the Prospectus are complied with; or
- (ii) otherwise in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of Regulation (EU) 2017/1129 (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.

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.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Certificates are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (“**UK**”). For these purposes, a retail investor means a person who is one (or more)

of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the Prospectus Regulation as it forms part of UK domestic law by virtue of the EUWA (the “**UK Prospectus Regulation**”). Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Certificates or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Certificates or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

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 22 March 2024 and its supplement(s) (if any) (the “**Securities Note**”) and (ii) the registration document of ING Bank N.V. (the “**Issuer**”) dated 22 March 2024, 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) and copies may be obtained from ING Bank N.V. at Foppingadreef 7, 1102 BD Amsterdam, the Netherlands (E-mail: info@sprinters.nl) and are available for viewing on the websites www.ingmarkets.de, www.ingsprinters.nl and www.ingturbos.fr.

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

GENERAL DESCRIPTION OF THE CERTIFICATES

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| 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, Other Bond Certificates or Index Futures Certificates: | Share Certificates |
| | (b) Whether such Certificates are Best Certificates, Factor Certificates, Limited Certificates, Discount Certificates, Open Ended Certificates, Fixed Leverage Certificates or Tracker Certificates. | Open Ended Certificates (Marketing name: Mini Future, Turbo Infini or Sprinter) |
| | (c) Whether such Certificates are Long Certificates or Short Certificates: | Short 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: | 26 April 2024 |
| 6 | Issue Date: | 30 April 2024 |
| 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 |

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| 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 |
|-----------------------------------|--------------|-------------------------------------|-----------------------------|---|----------------------------------|----------------|--|-----------------|-----------------|-----------------------------------|--------------------------|-------------|--------------------------|
| 323,120 | DE000NG8KUW0 | 130,000 | 0.6 | 1.72 | 3 | 3.5 | 10.0 | 20.0 | 0.0 | 1.55 | 0.01 | 1.0 | EUR |
| 323,121 | DE000NG8KUX8 | 800,000 | 1.8 | 43.351 | 3 | 3.5 | 7.5 | 20.0 | 0.0 | 40.1 | 0.001 | 0.1 | EUR |

ADDITIONAL SPECIFIC PRODUCT RELATED PROVISIONS:

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| 24 | Index Certificate Provisions | Not Applicable |
| 25 | Share Certificate Provisions | Applicable |

| Series Number of the Certificates | ISIN Code | (i) Share | (ii) Share Issuer | (iii) Exchange | (iv) Exchange Traded Fund | (v) Notional Dividend Period |
|-----------------------------------|-----------|-----------|-------------------|----------------|---------------------------|------------------------------|
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|---------|------------------|---|-----------------|-------------------------------------|----------------|--|
| 323,120 | DE000NG8KU W0 | Ordinary Shares issued by the Share Issuer (ISIN code: BE0003755692) (Bloomberg code: AGFB BB <Equity>) | AGFA-Gevaert NV | Euronext Brussel | Not Applicable | As specified in the Index Certificate Conditions |
| 323,121 | DE000NG8KUX 8 | Ordinary Shares issued by the Share Issuer (ISIN code: BE0003818359) (Bloomberg code: GLPG NA <Equity>) | Galapagos N.V. | Euronext Amsterdam by NYSE Euronext | Not Applicable | As specified in the Index Certificate Conditions |

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| 26 | Currency Certificate Provisions | Not Applicable |
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| 27 | Commodity Certificate Provisions | Not Applicable |
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| 28 | Fund Certificate Provisions | Not Applicable |
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| 29 | Government Bond Certificate Provisions | Not Applicable |
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| 30 | Other Bond Certificate Provisions | Not Applicable |
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| 31 | Index Futures Certificate Provisions | Not Applicable |
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Signed on behalf of the Issuer:

By:

Duly authorised

By:

Duly authorised

PART B – OTHER INFORMATION

1 LISTING

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| (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

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| 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

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| (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

| Underlying | Information on the underlying can be obtained from the below specified source. |
|-------------------|--|
| Galapagos N.V. | 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: GLPG NA <Equity>) |
| AGFA-Gevaert NV | 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: AGFB BB <Equity>) |
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6 POST-ISSUANCE INFORMATION

Post-issuance information will be made available on the website of the Issuer www.ingmarkets.de, www.ingsprinters.nl, www.ingturbo.fr 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

| (i) ISIN Code | (ii) Common Code | (iii) Other relevant code |
|---------------|------------------|---------------------------|
| DE000NG8KUW0 | Not Applicable | NG8KUW |
| DE000NG8KUX8 | Not Applicable | NG8KUX |

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| (iv) Name of the Principal Certificate Agent | ING Bank N.V. |
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8 DISTRIBUTION

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| (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 | European 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, France, the Netherlands, Belgium, Spain and Italy (each a “ Public Offer Jurisdiction ” and together the “ Public Offer Jurisdictions ”). |
| (iii) Prohibition of Sales to EEA Retail Investors: | Not Applicable |
| (iv) Prohibition of Sales to UK Retail Investors: | Applicable |
| (v) Prohibition of Sales to Belgian Consumers: | Not Applicable |

9 GENERAL

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| 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 WEBSITES OF THE ISSUER WWW.INGMARKETS.DE, WWW.INGSPRINTERS.NL AND WWW.INGTURBOS.FR