

**ING Bank N.V.**  
**Legal entity identifier (LEI): 3TK20IVIUJ8J3ZU0QE75**  
**Issue of 1,000,000**  
**Long Index Open Ended Sprinters**  
**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.

**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.

Nikkei 225 Index is provided by Nikkei Inc and Nikkei Digital Media Inc. Nikkei Inc and Nikkei Digital Media Inc does not appear in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 of the Benchmarks Regulation.

As far as the Issuer is aware, the transitional provisions in Article 51 of the Benchmarks Regulation apply, such that Nikkei Inc and Nikkei Digital Media Inc is currently not required to obtain authorisation or registration (or, if located outside the European Union, recognition, endorsement or equivalence).

#### **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)) .

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

**GENERAL DESCRIPTION OF THE CERTIFICATES**

1	(a) Series number of the Certificates:	64504
	(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:	Index Certificates
	(b) Whether such Certificates are Best Certificates, Limited Certificates, Open Ended Certificates or Fixed Leverage.	Open Ended Certificates
	(c) Whether such Certificates are Long Certificates or Short Certificates:	Long Certificates
3	Number of Certificates being issued:	1,000,000
4	Issue Price per Certificate:	EUR 2.86
5	Trade Date:	26 November 2020
6	Issue Date:	30 November 2020
7	"as-if-and-when-issued" trading:	Three Business Days preceding the Issue Date
8	Current Financing Level on the Trade Date:	JPY 22,750.09
9	Current Spread on the Trade Date:	2 %
10	Maximum Spread:	3.5 %
11	Current Stop Loss Premium Rate on the Trade Date:	3.5 %
12	Maximum Premium:	20 %
13	Minimum Premium:	0 %
14	Stop Loss Price on the Trade Date:	JPY 23,550
15	Stop Loss Price Rounding:	Upwards to the next 10 unit of the Financing Level Currency
16	Entitlement:	0.1
17	Financing Level Currency:	JPY
18	Settlement Currency:	EUR
19	Exercise Time:	12:00 AM Central European Time
20	Cash Settlement Amount:	As specified in the Index 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
<b>ADDITIONAL SPECIFIC PRODUCT RELATED PROVISIONS:</b>		
24	<b>Index Certificate Provisions</b>	Applicable
	(i) Details of the Index:	Nikkei 225 Index (Bloomberg code: NKY <Index>)
	(ii) Exchange:	As specified in the Index Certificate Conditions
	(iii) Notional Dividend Period:	As specified in the Index Certificate Conditions
25	<b>Share Certificate Provisions</b>	Not Applicable
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:	Euronext MTF in Paris
(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 Euronext MTF in Paris with effect from November 26, 2020
(iii) Estimate of total expenses related to admission to trading:	250 EUR

### 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

The return on the Certificates is linked to the performance of the underlying Index. The levels of the Index may go down as well as up throughout the life of the Certificates. Fluctuations in the levels of the Index will affect the value of the Certificates.

Information and details of the past and further performance of the Index and its volatility can be obtained from Bloomberg (Bloomberg code: NKY <Index>).

### 6 PERFORMANCE OF RATE OF EXCHANGE

If the underlying of the Certificate is denominated and/or quoted in another currency than the Settlement Currency of the Certificate, the Certificate is exposed to the currency exchange rate risk of the currency of the underlying and the Settlement Currency. Information about past and further performance of such currency can be obtained from the website <http://www.bloomberg.com/markets/currencies/>, or any successor website.

### 7 POST-ISSUANCE INFORMATION

Post-issuance information will be made available on the website of the Issuer [www.ingsprinters.nl](http://www.ingsprinters.nl), or any

successor website. There is no assurance that the Issuer will continue to provide such information for the life of the Certificates.

## 8 OPERATIONAL INFORMATION

(i) ISIN Code:	NLING0011511
(ii) Common Code:	222741068
(iii) Other relevant code:	Not Applicable
(iv) Name of the Principal Certificate Agent:	ING Bank N.V.

## 9 DISTRIBUTION

(i) Details of any clearing system other than Euroclear Netherlands:	Euroclear Netherlands
(a) details of the appropriate clearing code/number:	Not Applicable
(b) further details regarding the form of Certificates	Not Applicable
(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 the Netherlands, France and Belgium (the “ <b>Public Offer Jurisdiction</b> ”).
(iii) Prohibition of Sales to EEA and UK Retail Investors:	Not Applicable

## 10 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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## Issue Specific Summary

### INTRODUCTION

*This summary must be read as an introduction to the Prospectus and the Final Terms to which this is annexed. Any decision to invest in the Certificates should be based on a consideration of the Prospectus as a whole, including any documents incorporated by reference and the Final Terms. An investor in the Certificates could lose all or part of the invested capital. Where a claim relating to information contained in the Prospectus and the Final Terms is brought before a court, the plaintiff may, under the national legislation of Member States of the European Economic Area and the United Kingdom where the claim is brought, be required to bear the costs of translating the Prospectus and the Final Terms before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of this Base Prospectus or it does not provide, when read together with the other parts of this Prospectus, key information in order to aid investors when considering whether to invest in the Certificates.*

The Certificates described in this Summary are issued by ING Bank N.V. (the “**Issuer**”). The Issuer is incorporated in the Netherlands with its statutory seat in Amsterdam. The Issuer’s registered office is at Bijlmerdreef 106, 1102 CT Amsterdam, the Netherlands. Its telephone number is +31 20 563 9111 and its website address is [www.ing.com](http://www.ing.com). The Issuer’s Legal Entity Identifier (“**LEI**”) is 3TK20IVIUJ8J3ZU0QE75.

Any financial intermediary is entitled, within the limitations of the selling restrictions applicable pursuant to the Prospectus, to use the Prospectus (as supplemented as the relevant time, if applicable) during the term of validity of the Prospectus for purposes of a public offer of Certificates in France, The Netherlands and Belgium (each such financial intermediary, an “**Authorised Offeror**”). The Prospectus may only be delivered to potential investors together with all supplements published before such delivery. Any supplement to the Prospectus is available for viewing in electronic form on the Issuer’s website ([www.ingsprinters.nl](http://www.ingsprinters.nl) and [www.ingturbos.fr](http://www.ingturbos.fr)).

The Prospectus has been approved as a base prospectus by the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the AFM), Vijzelgracht 50, 1017 HS Amsterdam, the Netherlands, as competent authority under Regulation (EU) 2017/1129 (the Prospectus Regulation), on 8 May 2020.

### KEY INFORMATION ON THE ISSUER

#### Who is the Issuer of the securities?

##### General

The Issuer is a public limited company (*naamloze vennootschap*) incorporated under the laws of the Netherlands on 12 November 1927, with its corporate seat (*statutaire zetel*) in Amsterdam, the Netherlands. The Issuer’s LEI is 3TK20IVIUJ8J3ZU0QE75.

The Issuer is part of ING Groep N.V. (“**ING Group**”). ING Group is the holding company of a broad spectrum of companies (together called “**ING**”) offering banking services to meet the needs of a broad customer base. The Issuer is a wholly-owned, non-listed subsidiary of ING Group and currently offers retail banking services to individuals, small and medium-sized enterprises and mid-corporates in Europe, Asia and Australia and wholesale banking services to customers around the world, including multinational corporations, governments, financial institutions and supranational organisations. The Issuer is not dependent upon other entities within ING Group.

### **Share Capital and Preference Shares**

As at the date of the Registration Document, the authorised capital of ING Bank N.V. amounted to one billion, eight hundred and eight million euros (EUR 1,808,000,000) and was divided as follows:

- a. one billion, five hundred and ninety-nine million, nine hundred and ninety-nine thousand, nine hundred and fifty (1,599,999,950) ordinary shares, each having a nominal value of one euro and thirteen cents (EUR 1.13); and
- b. fifty (50) preference shares, each having a nominal value of one euro and thirteen cents (EUR 1,13), divided into twenty-six (26) series, each designated by a different letter, of which series A, B, D, and E each consists of one (1) preference share, series F to Y inclusive each consists of two (2) preference shares and series C and Z each consists of three (3) preference shares, each series of preference shares counting as a separate class of share.

The issued and paid-up capital amounted to EUR 525 million, consisting of 465 million ordinary shares and seven preference shares at 31 December 2019.

### **Supervisory Board and Management Board Banking**

ING Bank N.V. has a two-tier board system, consisting of a Supervisory Board and a Management Board Banking. The task of the Supervisory Board is to supervise the policy of the Management Board Banking and the general course of events at ING Bank and to assist the Management Board Banking by providing advice. The Management Board Banking is responsible for the daily management of ING Bank N.V.

As at the date of the Registration Document, the composition of the Supervisory Board and the Management Board Banking is as follows:

Supervisory Board: H. (Hans) Wijers (chairman), A.M.G. (Mike) Rees (vice-chairman), J.P. (Jan Peter) Balkenende, J. (Juan) Colombás<sup>1</sup>, M. (Mariana) Gheorghe, M. (Margarete) Haase, H. (Herman) Hulst, H. (Harold) Naus, and H.W.P.M.A. (Herna) Verhagen.

Management Board Banking: S.J.A. (Steven) van Rijswijk (CEO), T. (Tanate) Phutrakul<sup>2</sup> (CRO), T. (Tanate) Phutrakul (CFO), P. Abay (Pinar), R.M.M. (Roel) Louwhoff (COO), M.I. (Isabel) Fernandez Niemann en A. (Aris) Bogdaneris.

<sup>1</sup> The appointment of Juan Colombás in the Supervisory Board will be effective as of the 1st of October 2020.

<sup>2</sup> The selection process for a new chief risk officer is underway. Until the appointment of a successor,















































