



**Transfer of securities to BNP Paribas Arbitrage Issuance B.V. (“BNPP IBV”) pursuant to Part VII of the UK Financial Services and Markets Act 2000**

On 19 November 2015, The Royal Bank of Scotland plc (with its registered office at 36 St Andrew Square, Edinburgh, Scotland) (“**RBS**”) and BNP Paribas S.A. (incorporated in France and with its registered office at 16, Boulevard des Italiens, 75009 Paris, France) (“**BNPP**”), acting through its London Branch, announced that the Court of Session in Scotland had approved and sanctioned the implementation of a banking business transfer scheme, whereby certain assets and liabilities related to RBS’s structured retail investor products and equity derivatives business would be transferred to BNPP pursuant to Part VII of the UK Financial Services and Markets Act 2000 (the “**Part VII Scheme**”).

The Part VII Scheme took effect on 7 December 2015 (the “**Effective Date**”).

On the Effective Date, BNPP, acting through its London Branch, became the issuer of those securities originally issued by RBS that were transferred pursuant to the Part VII Scheme. Immediately after the transfer of those securities to BNPP, acting through its London Branch, the role of the issuer under those securities was transferred, also under the terms of the Part VII Scheme, to BNPP IBV, a wholly owned subsidiary of BNPP. As part of the Part VII Scheme, BNPP guarantees all the obligations of BNPP IBV arising in respect of the transferred securities.

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 “RBS”, in its capacity as issuer of the transferred securities, being construed as references to “BNPP IBV”.

Details of the securities that have transferred under the Part VII Scheme as well as further information on the Part VII Scheme generally can be viewed at <http://warrants.bnpparibas.com/>

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## Transfers of securities to RBS 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 "RBS N.V." being construed as references to "RBS plc". Details of these amendments are set out in the Scheme Document which can be viewed at [http://www.investors.rbs.com/RBS\\_NV](http://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 [http://www.investors.rbs.com/RBS\\_NV](http://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 term-sheets) (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, 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 [http://www.investors.rbs.com/RBS\\_NV](http://www.investors.rbs.com/RBS_NV).

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**FINAL TERMS**

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**DATED 28 MAY 2009**

**The Royal Bank of Scotland N.V.**

*(incorporated in The Netherlands with its statutory seat in Amsterdam)*

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500,000 RBS ECO INDEX TURBO LONG CERTIFICATES

INDICATIVE ISSUE PRICE: EUR 1.03

1,000,000 AEX-INDEX® TURBO LONG CERTIFICATES

INDICATIVE ISSUE PRICE: EUR 0.57

500,000 HANG SENG INDEX TURBO LONG CERTIFICATES

INDICATIVE ISSUE PRICE: EUR 3.44

500,000 HANG SENG INDEX TURBO LONG CERTIFICATES

INDICATIVE ISSUE PRICE: EUR 6.05

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## FINAL TERMS

DATED: 28 MAY 2009

*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 Turbo Certificates described herein (the "relevant Product Conditions") as set forth in the Base Prospectus relating to Turbos dated 15 November 2008 (the "Base Prospectus") as supplemented from time to time 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 Turbo Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus as so supplemented. Full information on the Issuer and each Series of the Turbo Certificates described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus as so supplemented 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 must be read in conjunction with, and are subject to, the General Conditions and the relevant Product Conditions contained in the Base Prospectus as so supplemented. These Final Terms, the relevant Product Conditions and the General Conditions together constitute the Conditions of each Series of the Turbo Certificates described herein and will be attached to the Global Certificate representing each such Series of the Turbo 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 Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin), Financial Market Authority (FMA), Commission Bancaire, Financiere et des Assurances (CBFA), Comisión Nacional del Mercado de Valores (CNMV), Comissão do Mercado de Valores Mobiliários (CMVM), Autorité des Marchés Financiers (AMF), Irish Financial Services Regulatory Authority (IFSRA), Commissione Nazionale per le Società e la Borsa (CONSOB), Commission de Surveillance du Secteur Financier (CSSF), Financial Services Authority (FSA), the Financial Supervisory Authority (FIN-FSA), the Danish Financial Services Authority (Finanstilsynet), the Swedish Financial Supervisory Authority, the Czech National Bank (CNB), Comisia Nationala a Valorilor Mobiliare (CNVM) and Komisja Nadzoru Finansowego (PFSA) 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 Turbo Certificates has an interest material to the offer.*

Issuer	The Royal Bank of Scotland N.V., acting through its principal office at Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands or its London Branch at 250 Bishopsgate, London EC2M 4AA
Clearing Agents	NECIGEF, Euroclear Bank S.A./N.V. as operator of the Euroclear system, Clearstream Banking, société anonyme
Pricing Date	Not Applicable
Subscription Period	Not Applicable
Launch Date	29 May 2009
"As, If and When-" issued Trading	29 May, 1 and 2 June 2009
Issue Date	03 June 2009
Listing	Euronext Amsterdam
Listing Date	03 June 2009
Admission to Trading	Application has been made for the Securities to be admitted to trading on Euronext Amsterdam by NYSE Euronext with effect from 29 May 2009
Announcements to Holders	Delivered to Clearing Agents
Principal Agent	The Royal Bank of Scotland N.V., London Branch, 250 Bishopsgate, London EC2M 4AA
Agent	ABN AMRO Bank N.V., MF 2020 Kemelstede 2, P.O. Box 3200, 4800 DE Breda, The Netherlands
Calculation Agent	The Royal Bank of Scotland N.V., London Branch, 250 Bishopsgate, London EC2M 4AA
Indication of Yield	Not Applicable

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## INDEX TURBO CERTIFICATES

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<b>Series</b>	<b>RBS Eco Index Turbo Long Certificates</b>
Issue Price	EUR 1.03 (Indicative)
Additional Market Disruption Events	None
Business Day	As specified in Product Condition 1
Cash Amount	As specified in Product Condition 1
Index	RBS Eco Index (Bloomberg code: RBSZECSE)
Current Financing Level on the Launch Date	64.26
Current Spread on the Launch Date	2%
Current Stop Loss Premium Rate on the Launch Date	10% of Current Financing Level on the Launch Date
Emerging Market Disruption Events	As specified in Product Condition 1
Entitlement	0.1
Exercise Time	10.00 a.m. Central European Time
Final Reference Price	As specified in Product Condition 1
Financing Level Currency	EUR
Issuer Call Commencement Date	The first Business Day following the three month period from and including the Launch Date
Issuer Call Notice Period	One year
Maximum Premium	15% of Current Financing Level
Maximum Spread	3.5%
Minimum Premium	5% of Current Financing Level
Notional Dividend Amount	Not Applicable
Notional Dividend Period	As specified in Product Condition 1
Relevant Currency	As specified in Product Condition 1
Relevant Number of Trading Days	For the purposes of: Issuer Call Date: 5, or in respect of an Emerging Market Disruption Event only, 180 Valuation Date: 5, or in respect of an Emerging Market Disruption Event only, 180
Reset Date	15th day
Securities Exchange	Euronext Amsterdam by NYSE Euronext
Settlement Currency	EUR
Settlement Date	Up to the fifth Business Day following the Valuation Date, the last day of the Stop Loss Termination Valuation Period or the Issuer Call Date, as the case may be
Standard Currency	As specified in Product Condition 1
Stop Loss Event	As specified in Product Condition 1
Stop Loss Price on the Launch Date	70.70

Stop Loss Price Rounding	Upwards to the nearest 0.1 Index Point where "Index Point" means the standard market quotation basis used by the Index Sponsor with respect to the Index
Stop Loss Reset Date	15th day
Stop Loss Termination Reference Price	As specified in Product Condition 1
Valuation Date	The last Trading Day of March in each year, commencing no earlier than one year after the Launch Date
Amendment to General Conditions and/or Product Conditions	Not Applicable
Amendments to the Offering Procedure for the Securities	None
ISIN	NL0009172634
Common Code	42940810
Mnemonic Code	O122N

#### **INFORMATION ON THE UNDERLYING**

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

**Series**

Issue Price	EUR 0.57 (Indicative)
Additional Market Disruption Events	None
Business Day	As specified in Product Condition 1
Cash Amount	As specified in Product Condition 1
Index	AEX-Index® (Bloomberg code: AEX)
Current Financing Level on the Launch Date	257.00
Current Spread on the Launch Date	2%
Current Stop Loss Premium Rate on the Launch Date	3% of Current Financing Level on the Launch Date
Emerging Market Disruption Events	As specified in Product Condition 1
Entitlement	0.1
Exercise Time	10.00 a.m. Central European Time
Final Reference Price	As specified in Product Condition 1
Financing Level Currency	EUR
Issuer Call Commencement Date	The first Business Day following the three month period from and including the Launch Date
Issuer Call Notice Period	One year
Maximum Premium	5% of Current Financing Level
Maximum Spread	3.5%
Minimum Premium	2% of Current Financing Level
Notional Dividend Amount	Applicable
Notional Dividend Period	As specified in Product Condition 1
Relevant Currency	As specified in Product Condition 1
Relevant Number of Trading Days	For the purposes of: Issuer Call Date: 5, or in respect of an Emerging Market Disruption Event only, 180 Valuation Date: 5, or in respect of an Emerging Market Disruption Event only, 180
Reset Date	15th day
Securities Exchange	Euronext Amsterdam by NYSE Euronext
Settlement Currency	EUR
Settlement Date	Up to the fifth Business Day following the Valuation Date, the last day of the Stop Loss Termination Valuation Period or the Issuer Call Date, as the case may be
Standard Currency	As specified in Product Condition 1
Stop Loss Event	As specified in Product Condition 1
Stop Loss Price on the Launch Date	265.00
Stop Loss Price Rounding	Upwards to the nearest whole 1 Index Point where "Index Point" means the standard market quotation basis used by the Index Sponsor with respect to the Index
Stop Loss Reset Date	15th day



Stop Loss Termination Reference Price	As specified in Product Condition 1
Valuation Date	The last Trading Day of March in each year, commencing no earlier than one year after the Launch Date
Amendment to General Conditions and/or Product Conditions	Not Applicable
Amendments to the Offering Procedure for the Securities	None
ISIN	NL0009172642
Common Code	42940836
Mnemonic Code	O123N

#### **INFORMATION ON THE UNDERLYING**

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

**Series**

Issue Price	EUR 3.44 (Indicative)
Additional Market Disruption Events	None
Business Day	As specified in Product Condition 1
Cash Amount	As specified in Product Condition 1
Index	Hang Seng Index (Bloomberg code: HSI)
Current Financing Level on the Launch Date	14,150.00
Current Spread on the Launch Date	2%
Current Stop Loss Premium Rate on the Launch Date	6% of Current Financing Level on the Launch Date
Emerging Market Disruption Events	As specified in Product Condition 1
Entitlement	0.01
Exercise Time	10.00 a.m. Central European Time
Final Reference Price	As specified in Product Condition 1
Financing Level Currency	HKD
Issuer Call Commencement Date	The first Business Day following the three month period from and including the Launch Date
Issuer Call Notice Period	One year
Maximum Premium	10% of Current Financing Level
Maximum Spread	3.5%
Minimum Premium	5% of Current Financing Level
Notional Dividend Amount	Applicable
Notional Dividend Period	As specified in Product Condition 1
Relevant Currency	As specified in Product Condition 1
Relevant Number of Trading Days	For the purposes of: Issuer Call Date: 5, or in respect of an Emerging Market Disruption Event only, 180 Valuation Date: 5, or in respect of an Emerging Market Disruption Event only, 180
Reset Date	15th day
Securities Exchange	Euronext Amsterdam by NYSE Euronext
Settlement Currency	EUR
Settlement Date	Up to the fifth Business Day following the Valuation Date, the last day of the Stop Loss Termination Valuation Period or the Issuer Call Date, as the case may be
Standard Currency	As specified in Product Condition 1
Stop Loss Event	As specified in Product Condition 1
Stop Loss Price on the Launch Date	15,000.00
Stop Loss Price Rounding	Upwards to the nearest whole 10 Index Points where "Index Point" means the standard market quotation basis used by the Index Sponsor with respect to the Index
Stop Loss Reset Date	15th day

Stop Loss Termination Reference Price	As specified in Product Condition 1
Valuation Date	The last Trading Day of March in each year, commencing no earlier than one year after the Launch Date
Amendment to General Conditions and/or Product Conditions	Not Applicable
Amendments to the Offering Procedure for the Securities	None
ISIN	NL0009172675
Common Code	42940976
Mnemonic Code	O126N

#### **INFORMATION ON THE UNDERLYING**

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

**Series**

Issue Price	EUR 6.05 (Indicative)
Additional Market Disruption Events	None
Business Day	As specified in Product Condition 1
Cash Amount	As specified in Product Condition 1
Index	Hang Seng Index (Bloomberg code: HSI)
Current Financing Level on the Launch Date	11,320.00
Current Spread on the Launch Date	2%
Current Stop Loss Premium Rate on the Launch Date	6% of Current Financing Level on the Launch Date
Emerging Market Disruption Events	As specified in Product Condition 1
Entitlement	0.01
Exercise Time	10.00 a.m. Central European Time
Final Reference Price	As specified in Product Condition 1
Financing Level Currency	HKD
Issuer Call Commencement Date	The first Business Day following the three month period from and including the Launch Date
Issuer Call Notice Period	One year
Maximum Premium	10% of Current Financing Level
Maximum Spread	3.5%
Minimum Premium	5% of Current Financing Level
Notional Dividend Amount	Applicable
Notional Dividend Period	As specified in Product Condition 1
Relevant Currency	As specified in Product Condition 1
Relevant Number of Trading Days	For the purposes of: Issuer Call Date: 5, or in respect of an Emerging Market Disruption Event only, 180 Valuation Date: 5, or in respect of an Emerging Market Disruption Event only, 180
Reset Date	15th day
Securities Exchange	Euronext Amsterdam by NYSE Euronext
Settlement Currency	EUR
Settlement Date	Up to the fifth Business Day following the Valuation Date, the last day of the Stop Loss Termination Valuation Period or the Issuer Call Date, as the case may be
Standard Currency	As specified in Product Condition 1
Stop Loss Event	As specified in Product Condition 1
Stop Loss Price on the Launch Date	12,000.00
Stop Loss Price Rounding	Upwards to the nearest whole 10 Index Points where "Index Point" means the standard market quotation basis used by the Index Sponsor with respect to the Index
Stop Loss Reset Date	15th day

Stop Loss Termination Reference Price	As specified in Product Condition 1
Valuation Date	The last Trading Day of March in each year, commencing no earlier than one year after the Launch Date
Amendment to General Conditions and/or Product Conditions	Not Applicable
Amendments to the Offering Procedure for the Securities	None
ISIN	NL0009172667
Common Code	42940984
Mnemonic Code	O125N

#### **INFORMATION ON THE UNDERLYING**

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

**RESPONSIBILITY**

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