



**Certificate of Approval of a Prospectus
in accordance with Articles 5:10 and 5:11 of the Netherlands Act on Financial Supervision
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (CBFA) (BELGIUM)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (CSSF) (LUXEMBOURG)

From:

Netherlands Authority for the Financial Markets

We hereby certify that the Base Prospectus detailed below has been drawn up in accordance with national law transposing Directive 2003/71/EC and was approved by us on January 21, 2011.

Name of Issuer:

F. van Lanschot Bankiers N.V.

Registered Office/Seat:

's-Hertogenbosch, The Netherlands

Type of Securities (references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up):

Annex IV, V, VI, XI, XII, XIII

Euro 5,000,000,000 Debt Issuance Programme

Guarantor (if any):

Van Lanschot N.V.

Attachments:

- (1) Base Prospectus dated January 21, 2011
- (2) Translation of the Summary

Date: January 21, 2011

Reference: TEOB-MZe-10121764


Autoriteit Financiële Markten

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