



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:

BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BaFin) (GERMANY)
FINANCIAL MARKET AUTHORITY (FMA) (AUSTRIA)
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (CBFA) (BELGIUM)
COMISIÓN NACIONAL DEL MERCADO DE VALORES (CNMV) (SPAIN)
COMISSÃO DO MERCADO DE VALORES MOBILIÁRIOS (CMVM) (PORTUGAL)
AUTORITÉ DES MARCHÉS FINANCIERS (AMF) (FRANCE)
CENTRAL BANK OF IRELAND (IRELAND)
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LA BORSA (CONSOB) (ITALY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (CSSF) (LUXEMBOURG)
FINANCIAL SERVICES AUTHORITY (FSA) (UNITED KINGDOM)
FINANSSIVALVONTA (FINLAND)
FINANSTILSYNET (DENMARK)
FINANSINSPEKTIONEN (SWEDEN)
FINANSTILSYNET (NORWAY)

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 July 1, 2011.

Name of Issuer:

The Royal Bank of Scotland N.V.

Registered Office/Seat:

Amsterdam, 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

The Base Prospectus relating to The Royal Bank of Scotland N.V. in respect of the LaunchPAD Programme relating to Reverse Exchangeable Securities

Guarantor (if any):

RBS Holdings N.V.

Attachments:

- (1) Base Prospectus dated July 1, 2011
- (2) Translations of the Summary
- (3) Registration Document dated April 5, 2011
- (4) Supplement to the Registration Document dated April 19, 2011

Date: July 1, 2011
Reference: TEOB-MZe-11061343

HB
VT
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