



**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:

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

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 May 11, 2011

Name of Issuer:

ING Groep N.V.
ING Bank N.V.

Registered Office/Seat:

Amsterdam, The Netherlands
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, XI, XII

€45,000,000,000 Programme for the Issuance of Debt Instruments

Attachments:

- (1) Base Prospectus dated May 11, 2011
- (2) Translation of Summary

Date: May 11, 2011
Reference: TEOB-RKr-11050028

 Autoriteit Financiële Markten
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