



**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:

FINANSINSPEKTIONEN (SWEDEN)
FINANSSIVALVONTA (FINLAND)
CENTRAL BANK OF IRELAND (IRELAND)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (CSSF) (LUXEMBOURG)
FINANCIAL SERVICES AND MARKETS AUTHORITY (FSMA) (BELGIUM)

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 March 4, 2014.

Name of Issuer:

F.van Lanschot Bankiers N.V.

Registered Office/Seat:

Den Bosch, 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 and XXX

EUR 2,000,000,000 Structured Note Programme for the issuance of Index or Equity Linked Notes

Guarantor (if any):

Van Lanschot N.V.

Attachments:

- (1) Base Prospectus dated 4 March 2014
- (2) Translation of Summary

Date: 4 March 2014

A blue ink signature of an official from the AFM, written over a circular stamp.

Autoriteit Financiële Markten
Postbus 11723
1001 GS Amsterdam