


ING Bank N.V. (NL)

6Y USD Participation Notes – 02/27

Linked to the Stoxx Global Select Dividend 100 Index USD (SDGL)

Structured Note

 6 years

 In US dollars (USD)¹



A repayment of the capital at 100% (excluding costs) of the nominal value (USD 100), in US dollars at Maturity²



Possibility of a one-off gross coupon at Maturity up to a maximum of 25% (before taxes and duties)³

Caractéristiques principales

The Notes allow investors to invest in a product whose potential return depends on the evolution of the Stoxx Global Select Dividend 100 Index USD (SDGL). The Notes are issued in US dollars (USD).

You are about to buy a product which is not straightforward and may be difficult to understand.

These Notes are aimed at clients looking for an investment with the following characteristics:

- with a term of 6 years;
- **in US dollars (USD)**, which entails an exchange rate risk when converting amounts in US dollars to Euro;
- linked to the evolution of the Stoxx Global Select Dividend 100 Index USD (SDGL)⁴;
- which entitles the holder to a refund of 100%² in USD of the Nominal Value (excluding charges) at Maturity, as well as the payment of a one-off gross coupon³ in USD equal to 100% of the positive performance of the Index up to a maximum of 25%. The performance of the Index is equal to the evolution between the Initial Average Level and the Final Level. The Initial Average Level is calculated on 19 July 2021 and will be equal to the arithmetic mean of the Final Levels of the 6 Monthly Observation Dates Index (between 19 February 2021 and 19 July 2021). The Initial Average Level may be lower or higher than the Initial Level of the Index. The chance of receiving the maximum coupon is small;

and who accept the following:

- a subscription price of 102% of the nominal value (USD 100);
- a minimum gross actuarial yield (equal to the net actuarial yield) of -0.33%⁵ per annum in US dollars (USD)⁵

The proposed product is a debt instrument issued by ING Bank NV. By subscribing to these Notes, you transfer money to the Issuer, which undertakes to repay 100% of the capital invested in USD (excluding costs) at Maturity plus a gross coupon in USD equal to the positive performance of the Index with a maximum of 25%. **In the event of bankruptcy and/or risk of bankruptcy of the Issuer, the investor runs the risk of losing his invested capital and not receiving the coupon to which he would be entitled.** These Notes are intended solely for clients who have sufficient experience to understand the characteristics of these Notes and who have sufficient knowledge to assess, in terms of their own financial situation, the benefits and risks of investing in the Notes, in particular familiarity with changes in the Index, interest rates and the EUR/USD exchange rate risk.

¹ What is the exchange rate risk when converting amounts in US dollars to euros? The risk will arise primarily for investors who do not have a US dollar account (see page 3 «Foreign exchange risk»).

² Except in the event of bankruptcy and/or risk of bankruptcy of the Issuer.

³ The chance of receiving the maximum coupon is small. The one-off coupon is a gross amount, before deduction of taxes and charges (see «Taxes» on page 6).

⁴ For an overview of the data, Observation Data, Initial Average Level and Final Level of the Index, you can consult the technical data at the end of the document. For the definition of the Index and the mechanism, see page 2.

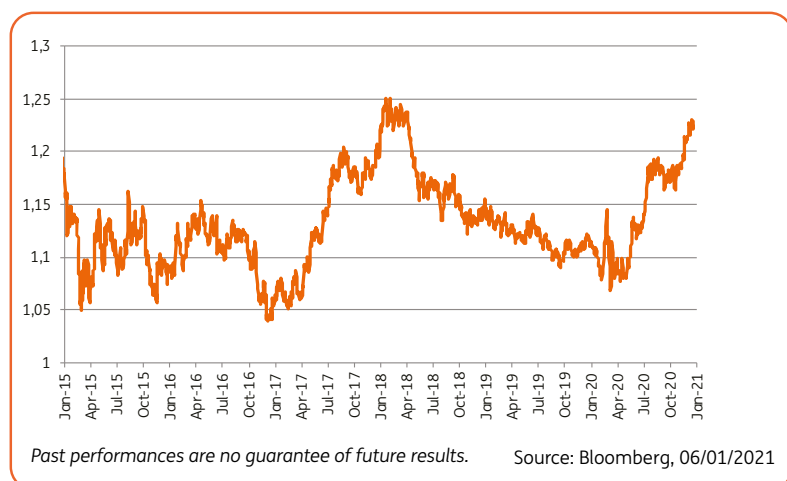
⁵ The gross actuarial rate of return is the expected compound annual return on investment. If the Final Level of the Index is equal to or lower than 100% of the Initial Average Level, the repaid capital at 100% (excluding costs) of the Nominal Value (USD 100) will be lower than the Initial Investment (subscription price at 102%), resulting in a negative return.

Evolution of the US dollar (USD)

The coronavirus crisis initially led to a sharp rise in demand for US dollars, with the result that the dollar rose against many currencies. At the end of March, the dollar peaked against the euro, with a EUR/USD exchange rate of 1.07. Before the crisis, EUR/USD fluctuated between 1.11 and 1.12. However, the relative improvement in the economic situation since the first lockdown and the fall in interest rates in the United States have reversed the trend and the EUR/USD exchange rate is currently fluctuating around 1.20. Joe Biden's victory, the further improvement in the economic situation thanks to the arrival of vaccines and US budget spending will, in our view, put pressure on the dollar in 2021 and we expect the EUR/USD to rise to 1.25 before the end of 2021. However, no guarantee can be given as to the future evolution of the US dollar exchange rate.

Source: ING Belgium internal document, January 2021 - There may be a discrepancy between the forecasts in the brochure and the investment horizon of the product.

Evolution of the euro against the US dollar (January 2015 - January 2021)



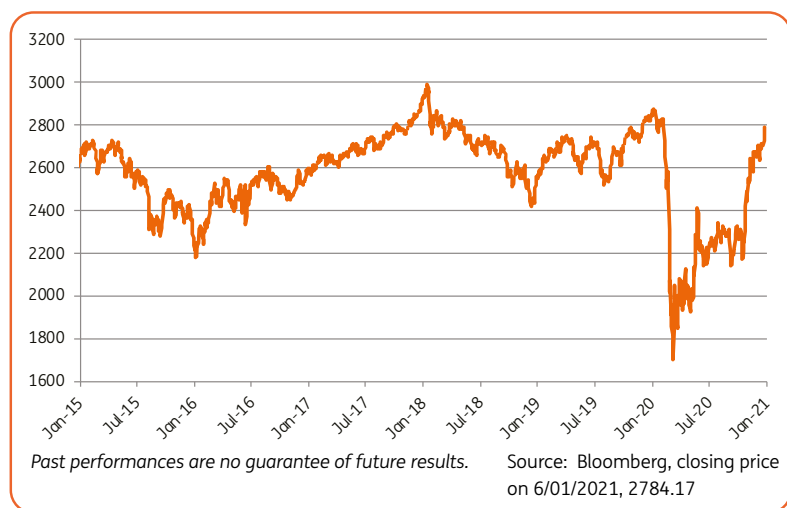
Assume a value of 1 EUR, USD 1.22 on the Payment Date of the Bonds:

To obtain a value of 100 USD at this rate, you would have to pay EUR 81,967 (excluding costs).

On the expiry date (24/02/2027):

- if the EUR has risen by 10% against the USD (USD 1.3556 for 1 EUR), which means that the curve in the chart would have risen by 10%, you only receive EUR 73.770 per 100 USD denomination. In this case you have sustained a capital loss of 10% on the invested capital.
- if the EUR has fallen by 10% against the USD (USD 1.1091 for 1 EUR), which means that the curve in the chart would have decreased by 10%, you receive EUR 90.164 for every 100 USD coupon. In this case, you have a capital gain of 10% on the invested capital.

Evolution of the Stoxx Global Select Dividend 100 Index USD (January 2015 - January 2021)



The Standard and Poor's 500 (Code Bloomberg SPX Index) is a stock market index consisting of 500 American listed «large market capitalisation» companies. Market capitalisation is the share price multiplied by the number of shares. The index represents approximately 80% of the US market capitalisation and is managed by Standard & Poor's. The S&P 500 is a price weighted index. The investor does not benefit from the dividend payment. We point out that the performance of the index over medium and longer term can be affected by the measures taken by companies to suspend, reduce or exclude dividends set in the context of economic uncertainty due to Covid-19.

For more information:

<https://www.stoxx.com/index-details?symbol=SDGL>

The Notes are not sponsored or promoted, distributed or otherwise supported by the Sponsor of the Index. The Sponsor of the Index does not comment on the Notes, nor on the future evolution of the Index.

Mechanism (except In the event of bankruptcy and/or risk of bankruptcy of the Issuer)

On the Final Observation Date: Is the Final Level of the Index equal to or higher than the Initial Average Level?

YES ✓

✓ **NO**

Repayment of the Notes at 100% of the Nominal Value (excluding charges) in USD plus 100% of the positive performance of the Index up to a maximum of 25%. The chance of receiving the maximum coupon is small.

Reimbursement of notes at 100% of their Nominal Value (excluding charges) in USD and no payment of a coupon.

Performance scenarios

Before subscribing to the Notes, the potential investor is invited to consult the Key Information Document, the technical specifications below, the Prospectus (and in particular the «Risk Factors» section of the Prospectus), its summary and the Summary of the Issue.

Risk factors

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▪ Exchange rate risk

This is a US dollar (USD) issue, which carries an exchange rate risk when amounts in US dollars are converted to Euro. The amount repaid in US dollars on the due date may, after conversion into euros, be less than the capital originally invested in euros. The risk will mainly occur with investors who do not have a US dollar account. The evolution of the EUR/USD exchange rate has a positive or negative impact on the equivalent in euros of the Notes over the lifetime of the Notes and leads to an increase or decrease of the equivalent in euros of the Notes in the event of a sale by the investor before the Maturity.

▪ Risk of insolvency of the Issuer

In the event of bankruptcy and/or the risk of bankruptcy and/or Bail-in⁶ of ING Bank N.V., the Notes may be withdrawn in whole or in part or converted into capital instruments (shares), depending on the decision of the regulator. In this case, the investor runs the risk of not recovering the amounts to which he is entitled and losing all or part of the amount invested and the interest payments.

▪ Risk class

Potential investors should read the synthetic risk indicator calculated on the basis of the methodology of the European Regulation on PRIIPs (Regulation (EU) No 1286/2014) in the [Key Information Document](#), as well as the corresponding definition.

▪ Risk of fluctuations in the value of Notes (market risk)

Certain parameters such as:

- **the evolution of the Index:** a decrease in the value of Notes and an increase in their value has a positive impact on the value of Notes in the event of the sale of Notes by the investor before the Maturity;
- **the evolution of market interest rates:** an increase in market interest rates has a negative effect on the value of the Notes, a decrease in market interest rates has a positive effect on the value of the Notes in the event of the sale of the Notes by the investor before Maturity;
- **the prospect of a revision of the rating of the Issuer,** have a positive or negative impact on the value of the Bonds during their term, which may lead to a capital gain or loss in the event of sale of the Bonds by the investor before Maturity.

▪ Liquidity risk

The Notes will not be listed on the regulated market. ING Bank N.V. will offer the investor the best possible liquidity by proposing a buy-back price. This buy-back price is determined by ING Bank N.V. on the basis of its own models and taking into account the market parameters of the moment (see «Risk of fluctuations in the value of the Bonds» above). Under normal market conditions, the difference between the buy-back price and the mid-price (hereinafter «Bid-Mid spread») will be around 1.00%. The buy-back price may be lower than the face value of the Notes (**risk of capital loss**). The price proposed by ING Bank N.V. is exclusive of exchange charges, brokerage fees, duty on stock exchange transactions and any taxes (see «Technical Data» below).

⁶ The bail-in may be defined as a series of measures imposed by the supervisory authorities with the aim of making the losses of a credit institution in difficulty chargeable to some or all of its creditors, including the investors who have subscribed to these Notes. These measures may lead to a reduction in the nominal amount of the Notes or their conversion into shares of that credit institution in order to absorb and/or recapitalise its losses (the reduction in the nominal amount may in some cases lead to a zero value of the Note).

Information available after the subscription period

Investors who hold their Notes in a securities account with ING België N.V. will be able to follow the evolution of the value of their Notes on a daily basis through HomeBank. At the end of the subscription period, ING België N.V. will communicate significant changes to investors through the website (www.ingmarkets.com).

If you have any complaints, you can contact ING, Client Service, Sint-Michielswarande 60, 1040 Brussels or by email, klachten@ing.be. If the dispute is not resolved in this way, you can appeal to the Ombudsman in financial disputes, North Gate II, Koning Albert II-laan II 8, box 2, 1000 Brussels (ombudsman@ombudsfin.be).

Legal Documentation

These Notes are issued under the EUR 25,000,000 [Global Issuance Programme](#) (hereinafter: “GIP”) of ING Bank N.V. The GIP of ING Bank N.V. consists of several documents. The [Registration Document](#) of 27 March 2020 and its Supplements of [31 March 2020](#), [12 May 2020](#), [23 June 2020](#), [7 August 2020](#) and [6 November 2020](#) together with the Transaction Note of 12 May 2020 constitute the Base Prospectus (hereinafter the “**Base Prospectus**”). The Base Prospectus is supplemented by the [Definitive Conditions](#) of 11 January 2020 and a [Specific Issue Summary](#) attached to them. Together with the Base Prospectus, the Definitive Terms and the Specific Issue Summary constitute the Prospectus (the “**Prospectus**”). The Base Prospectus and the Definitive Terms are only available in English.

The Prospectus has been approved by the Financial Markets Authority: “AFM”). The approval of the Prospectus should not be construed as an investment recommendation. The Prospectus is available at www.ingmarkets.com > ING Markets > Downloads > GIP Programme. Definitive Conditions as well as the attached Issue Specific Summary can be found at www.ingmarkets.com > ISIN XS2266975437.

For other information about the operation and risks of this product, you can also consult the so-called [Key Information Document](#).

You can obtain a copy of each of these documents free of charge at any ING branch in Belgium or on request by telephone. Before subscribing to these Notes, investors are advised to take note of these documents.

Additional information in the context of the Belgian legislation

The issuer declares that it respects the Code of Economic Legislation and in particular the provisions relating to unlawful terms. The issuer declares that it has declared the illegal clauses in the passport of the prospectus in the final terms inapplicable.

Other Important Information

These Notes are the subject of a public offering. This Product Sheet is a commercial document drawn up and distributed by ING België N.V. as Distributor of the Notes. Therefore, it is not and should not be construed as a recommendation to subscribe or conclude a transaction. This Product Sheet is intended for use by the original addressee only and may not be reproduced, distributed or transmitted to any other person, nor published, in whole or in part. These financial instruments will not be registered under the United States Securities Act of 1933, as amended (“Securities Act”), and may not be offered or sold in the United States, to US citizens, to persons with a legal or tax-registered address in the United States, to persons with a telephone number if the United States or holders of a permanent residency permit (“Green Card”), not even outside the territory of the United States.

ING Bank N.V. (NL) 6Y USD Participation Notes - 02/27 - Technical data



Issuer

ING Bank N.V., Bijlmerdreef 106,
Amsterdam, 1102 CT Nederland
(company incorporated under Dutch law)

Applicable law

Dutch law

Distributor

ING België NV,
Avenue Marnix 24, B-1000 Brussels

Current rating of the Issuer Rating

Standard and Poor's: A+ (stable outlook); Moody's: Aa3 (stable outlook); Fitch: AA- (negative outlook). A credit rating is provided for information purposes only and does not constitute a recommendation to buy, sell or hold the securities of the Issuer. The credit rating may be suspended, amended or withdrawn by the credit rating agency at any time. You can consult the assessment recommendations on the following webpage:
<https://www.wikifin.be/nl/themas/sparen-en-beleggen/sleutelvragen/ratings>



Subscription period

From 11 January 2021 to 19 February 2021
(subject to early closing)

Coupon/Nominal value

100 USD / 100%

Issue price

100% of the nominal value (USD 100)

Subscription price

102% of the Nominal Value, being the Issue Price plus the subscription amount

Issue and payment date

24 February 2021

Maturity

24 February 2027

ISIN Code

XS2266975437



Initial Average Level

Arithmetic mean of the Final Levels of the Index at each Observation Data

Final Level

Closing date of the Index on 17 February 2027

Observation Dates

If the Final Level of the Index equals or exceeds 100% of the Initial Level, the Notes will be redeemed at 100% (excluding costs)

Sale before expiry date

19 February 2021, 19 March 2021, 19 April 2021, 19 May 2021, 21 June 2021 and 19 July 2021.

Reimbursement on the due date

If the Final Level of the Index is equal to or higher than the Initial Average Level, the Notes will be repaid at 100% of their Nominal Value (excluding charges) in USD, plus 100% of the positive performance of the Index (one-time gross USD coupon) up to a maximum of 25%. The chance of receiving the maximum coupon is small.

If the Final Level of the Index is lower than the Initial Average Level, the Notes are repaid at 100%² of their Nominal Value and no coupon is paid.

² Except in the event of bankruptcy and/or risk of bankruptcy of the Issuer.

ING Bank N.V. (NL) 6Y USD Participation Notes - 02/27 - Technical data



Commissions and costs

Costs included in the issue price and relating to the structuring and management of the securities:

Unique structuring and management costs: 1.15% of the subscribed nominal amount. These costs are indicative and may increase (with a maximum of 2.30%) or decrease according to the evolution of market conditions during the subscription period.

Costs not included in the issue price: Subscription costs: 2% of the nominal subscription amount, collected by ING België N.V. as distributor.

Exit cost when selling the notes before maturity: under normal market conditions, 1.00% (Bid-Mid Spread). The Notes may be sold at a price lower than the price paid by the investor at the time of issue of the Notes (risk of capital loss). In addition, the price proposed by ING Bank N.V. is exclusive of brokerage fees (0.50% with a minimum of 50 EUR), duty on stock exchange transactions and any taxes. For more information about brokerage fees we refer you to: www.ing.be > Rates and regulations > Rates for the most common transactions on securities.

Charges for currency conversion and exchange: The exchange rates used in currency transactions are based on current international market quotations. The rates are available at www.ing.be, Self'Bank and any ING branch. ING's standard margin is 3.25% for transactions below EUR 100,000 and 3.1875% for amounts above EUR 100,000. (www.ing.be > Rates and regulations > Currency conversion and foreign exchange transactions).

Tax

(The tax treatment depends on the individual circumstances of each investor and may change at any time)

- For natural persons established for tax purposes in Belgium:

Withholding tax

Income from Notes is subject to withholding tax, currently 30%. In the case of sales on the secondary market, the separate rate of 30% personal income tax is payable on the amount received and declared as movable income. Income from Notes that have been subject to the withholding tax of 30% no longer needs to be declared in the Personal Income Tax.

Tax on stock exchange transactions

Sale on the secondary market is subject to a tax on stock exchange transactions (TOB), currently 0.12% (maximum EUR 1,300 per transaction).

- For individuals domiciled for tax purposes in a state participating in the Common Reporting Standard (CRS) and/or who are a «Specified US Person» within the meaning of the Foreign Account Tax Compliance Act (FATCA):

This note falls within the scope of the CRS Standard and FATCA. Belgium will transmit information to the CRS Standard participating state where the tax residence of the individual is located and/or to the United States of America, in accordance with the principles laid down in the CRS Standard and FATCA.