

Final Terms dated 23 January 2017

Nederlandse Waterschapsbank N.V.

(Incorporated under the laws of the Netherlands with limited liability and having its corporate seat in The Hague)

Issue of SEK 3,000,000,000 0.700 per cent. Green Bonds due 25 January 2023 (the 'Notes') under the €60,000,000,000 Debt Issuance Program

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes (the '**Conditions**') set forth in the base prospectus dated 28 April 2016 and the supplements to it dated 31 August 2016 which together constitute a base prospectus (the '**Base Prospectus**') for the purposes of Directive 2003/71/EC, as amended (the '**Prospectus Directive**'). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on <https://www.nwbbank.com/funding-programmes.html> and is available for viewing at the registered office of the Issuer at Rooseveltplantsoen 3, 2517 KR The Hague, the Netherlands. In addition, copies may be obtained from Citibank N.A., Citigroup Centre Canada Square, Canary Wharf, London E14 5LB, United Kingdom (the '**Principal Paying Agent**') and, only with respect to Tranches of Notes which are solely offered and sold by the Issuer and/or the Dealers in bearer form outside the United States to non-U.S. persons in reliance on Regulation S, from Banque Internationale à Luxembourg, 69, route d'Esch, 2953 Luxembourg, Grand Duchy of Luxembourg (the '**Non-U.S. Paying Agent**').

1. Issuer: Nederlandse Waterschapsbank N.V. ('**NWB Bank**')
2. (i) Series Number: 1453
(ii) Tranche Number: 1
(iii) Date on which the Notes become fungible: Not Applicable
3. Specified Currency or Currencies: Swedish Krona ('**SEK**')
4. Aggregate Nominal Amount:
(i) Series: SEK 3,000,000,000
(ii) Tranche: SEK 3,000,000,000
5. Issue Price:
(i) 99.673 per cent. of SEK 2,850,000,000 in the Aggregate Nominal Amount ('**A Notes**'); and
(ii) 99.481 per cent. of SEK 150,000,000 in the Aggregate Nominal Amount ('**B Notes**')
6. (i) Specified Denominations: SEK 10,000

	(ii) Calculation Amount:	SEK 10,000
7.	(i) Issue Date:	25 January 2017
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	25 January 2023
9.	Interest Basis:	0.700 per cent. Fixed Rate
		See paragraph 14 below.
10.	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Senior

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions:	Applicable
	(i) Fixed Rate of Interest:	0.700 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	25 January in each year, commencing on 25 January 2018, up to and including the Maturity Date
	(iii) Business Day Convention:	
	- Business Day Convention:	Following Business Day Convention
	- Adjusted or Unadjusted for Interest Period calculation:	Unadjusted
	(iv) Fixed Coupon Amount:	SEK 70 per Calculation Amount
	(v) Broken Amount(s):	Not Applicable
	(vi) Day Count Fraction:	30/360
	(vii) Interest Determination Date(s):	25 January Each Year
15.	Floating Rate Note Provisions:	Not Applicable

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| 16. | Zero Coupon Note Provisions: | Not Applicable |
| 17. | FX Linked Interest Note Provisions: | Not Applicable |
| 18. | Inflation Linked Note Provisions: | Not Applicable |
| 19. | CMS Linked Note Provisions | Not Applicable |
| 20. | Dual Currency Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 21. | Issuer Call Option: | Not Applicable |
| 22. | Investor Put Option: | Not Applicable |
| 23. | Early Redemption: | Applicable |
| | (i) Early Redemption Amount(s) payable on redemption: | Final Redemption Amount |
| | (ii) Redemption for tax reasons (Condition 7.2) permitted at any time: | Applicable |
| | (iii) Redemption for tax reasons (Condition 7.2) permitted on Interest Payment Dates only: | Not Applicable |
| | (iv) Unmatured Coupons to become void upon early redemption: | Applicable |
| | (v) Early Redemption Unwind Costs: | Not Applicable |
| 24. | Whether Condition 8(a) of the Notes applies (in which case Condition 7.2 (Redemption for tax reasons) of the Notes will not apply) or whether Condition 8(b) of the Notes applies (in which case Condition 7.2 (Redemption for tax reasons) may be specified as being Applicable): | Condition 8(b) applies and Condition 7.2 applies |
| 25. | Final Redemption Amount: | SEK 10,000 per Calculation Amount |
| 26. | FX Linked Redemption Note Provisions: | Not Applicable |
| 27. | Automatic Early Redemption Provisions: | Not Applicable |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 28. Form of Notes: Bearer Notes
Temporary Bearer Global Note exchangeable from 40 days after the Issue Date, upon certification as to non-U.S. beneficial ownership if Bearer Notes issued pursuant to the TEFRA D Rules, for interests in a Permanent Bearer Global Note which is exchangeable for Definitive Bearer Notes upon not less than 30 days' notice given by the holder at any time/only upon the occurrence of an Exchange Event
- 29. New Global Note: No
- 30. New Safekeeping Structure: Not Applicable
- 31. Form of Definitive Bearer Notes: Standard Euromarket
- 32. Financial Centre(s) or other special provisions relating to Payment Dates: London, Stockholm and TARGET2
- 33. Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature): Not Applicable
- 34. Details relating to Partly Paid Notes: Not Applicable
- 35. Details relating to Installment Notes: Not Applicable
- 36. Redenomination: Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to listing and trading on the Luxembourg Stock Exchange of the Notes described herein pursuant to the €60,000,000,000 Debt Issuance Program of Nederlandse Waterschapsbank N.V.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in these Final Terms is in accordance with the facts and does not omit anything likely to affect the import of such information.

Signed on behalf of the Issuer:

Frenk van der Vliet
Member of the Managing Board

By:

Duly authorised

PART B - OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to listing and trading on the Luxembourg Stock Exchange with effect from 25 January 2017.
- (ii) Estimate of total expenses related to admission to trading: €2,600

2. RATINGS

Ratings: The Program has been rated:

S&P: AAA (stable outlook)

Moody's: Aaa (stable outlook)

Each of Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies Inc., and Moody's Investors Service Limited is established in the European Union and registered under Regulation (EC) No 1060/2009, as amended. As such, each of Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies Inc., and Moody's Investors Service Limited is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with such Regulation.

A rating is not a recommendation to buy, sell or hold Notes and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer/Use of Proceeds:

Proceeds from the Notes will be credited to an internal earmarked account at NWB Bank dedicated for lending to the Dutch Water Authorities ("Water Authorities"). Projects financed by the Water Authorities will be according to the mandate given to the Water Authorities, managed by the Water Authorities and defined through the Dutch Water Act. The mandate of the Water Authorities is to do water management through mitigation, adaptation and biodiversity projects inside following areas:

- Energy reduction and biogas production
- Reuse of nutrients and other substances
- Transport and treatment of wastewater
- Flood protection infrastructure
- Irrigation and drainage, pumping stations
- (Re)design of watercourses and wetlands for water storage and discharge
- Sanitation and dredging and waterbeds
- Improving water quality

An annual external audit of the earmarked account will confirm the lending done and transparency on the projects financed will be provided through general reporting from the Water Authorities and summarised through an annual investor letter provided by NWB Bank. Proceeds from the Notes can be used to re-finance as well as pre-finance. If re-financing is done from an earlier calendar year the amount will be reported by NWB Bank in connection with the investor letter.

(ii) Estimated net proceeds:

SEK 2,989,902,000.00

(iii) Estimated total expenses:

€2,600

5. YIELD

Indication of yield

(i) 0.756 per cent. per annum for A Notes; and

(ii) 0.789 per cent. per annum for B Notes

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. OPERATIONAL INFORMATION

ISIN:

XS1555168951

CINS:

Not Applicable

Common Code:

155516895

Any clearing system(s) other than DTC, Euroclear Bank S.A./N.V./ and Clearstream Banking, société anonyme and the relevant Identification numbers:	Not Applicable
Delivery:	Delivery against payment
Paying Agent(s):	Non-U.S. Paying Agent
Name, address and contact details of Calculation Agent:	Non-U.S. Paying Agent
Intended to be held in a manner which would allow Eurosystem eligibility:	No. Whilst the designation is specified as “no” at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra- day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
For the purpose of Condition 14, notices to be published in the Financial Times:	No
7. DISTRIBUTION	
(i) Method of distribution:	Non-syndicated
(ii) If syndicated:	Not Applicable
(iii) If non-syndicated, name and address of Dealer:	Skandinaviska Enskilda Banken AB (publ) Kungsträdgårdsgatan 8 106 40 Stockholm Sweden
(iv) Eligibility:	Reg. S only
(v) U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
(vi) Offer Period:	Not Applicable
(vii) Reduction of subscriptions:	Not Applicable
(viii) Maximum and minimum subscription amount:	Not Applicable
(ix) Names of Financial Intermediaries:	Not Applicable