#### **FINAL TERMS**

10 December 2013

### Nederlandse Waterschapsbank N.V.

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

# Issue of EUR 50,000,000 Fixed Rate Notes due December 2033 (the "Notes")

### under the €60,000,000,000 Debt Issuance Program

This document constitutes the Final Terms relating to the issue of Notes described herein. 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 May 2013 and the supplemental base prospectuses dated 12 September 2013 and 4 December 2013 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the 'Prospectus Directive' which term includes Directive 2010/73/EU (the '2010 PD Amending Directive') to the extent implemented in a relevant member state of the European Economic Area in which the Notes are issued (each, a 'Relevant Member State')). 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 such Base Prospectus as so supplemented. 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 as so supplemented. The Base Prospectus as so supplemented is available for viewing at the registered office of the Issuer at Rooseveltplantsoen 3, 2517 KR The Hague, the Netherlands. A copy will also be available from the Issuer's website https://www.nwbbank.com/en/investor-relations/fundingprogrammes/. In addition, copies may be obtained from Citibank N.A., 14th floor, Citigroup Centre Canada Square, Canary Wharf, London E14 5LB, United Kingdom 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.

| 1. | Issuer:                           |                         | Nederlandse Waterschapsbank N.V.                |
|----|-----------------------------------|-------------------------|---|
| 2. | (a)                               | Series Number:          | 1366  |
|    | (b)                               | Tranche Number:         | 1   |
| 3. | Specified Currency or Currencies: |                         | Euro ("EUR")                                    |
| 4. | Aggre                             | gate Principal amount:  |   |
|    | Tranche: Series:                  |                         | EUR 50,000,000                                  |
|    |                                   |                         | EUR 50,000,000                                  |
| 5. | (a)                               | Issue Price of Tranche: | 100 per cent. of the Aggregate Principal amount |
|    | (b)                               | Net proceeds:           | EUR 50,000,000                                  |

EUR 100,000 6. (a) Specified Denominations: EUR 100,000 Calculation Amount: (b) 12 December 2013 7. Issue Date: (a) Issue Date **Interest Commencement Date:** (b) 12 December 2033 Maturity Date: 8. 2.905 per cent. Fixed Rate 9. Interest Basis: (further particulars specified below) Redemption at par Redemption/Payment Basis: 10. (further particulars specified below) Not Applicable 11. Change of Interest Basis: Not Applicable 12. Investor Put/Issuer Call Options: Not Applicable Automatic Early Redemption: 13. Not Applicable **Dual Currency Note Provisions:** 14. Senior 15. Status of the Notes: Application has been made by the Issuer (or on 16. (a) Listing and admission to trading: its behalf) for the Notes to be admitted to listing and trading on the Luxembourg Stock Exchange with effect from the Issue Date. EUR 7,000 Estimate of total expenses related to admission to trading: Offer solely outside the United States in Not Applicable 17. reliance on Regulation S: Non-syndicated Method of distribution: 18. Name, address and contact details of Non-U.S. Paying Agent 19. Calculation Agent: PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE Applicable 20. Fixed Rate Note Provisions: 2.905 per cent. per annum payable annually in (a) Fixed Rate(s) of Interest:

arrear

the Maturity Date

(b)

Interest Payment Date(s):

12 December in each year up to and including

Fixed Coupon Amount(s): EUR 2,905 per Calculation Amount (c) Not Applicable Broken Amount(s): (d) Actual/Actual (ICMA) (e) Day Count Fraction: 12 December in each year Interest Determination Date(s): (f) Not Applicable 21. Floating Rate Note Provisions: Not Applicable Zero Coupon Note Provisions: 22. Not Applicable FX Linked Interest Note Provisions: 23. Inflation Linked Note Provisions: Not Applicable 24. Not Applicable 25. CMS Linked Note Provisions Not Applicable 26. Change of Interest Basis Option: PROVISIONS RELATING TO REDEMPTION Not Applicable Issuer Call Option: 27. Not Applicable **Investor Put Option:** 28. Not Applicable Early Redemption: 29. Condition 8(b) and Condition 7.2 apply Whether Condition 8(a) of the Notes applies 30. (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: 100 per cent. per Calculation Amount Final Redemption Amount: 31. Not Applicable 32. FX Linked Redemption Note Provisions: Automatic Early Redemption Provisions: Not Applicable 33. GENERAL PROVISIONS APPLICABLE TO THE NOTES **Bearer Notes** Form of Notes: 34. Temporary Bearer Global Note exchangeable (a) Form: from 40 days after the Issue Date, upon certification to non-U.S. beneficial as 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 only upon the occurrence of an Exchange Event

|                         | (b)                                | New Global Note:  | Applicable   |  |  |
|-------------------------|------------------------------------|---|--|--|--|
|                         | (c)                                | New Safekeeping Structure:  | Not Applicable   |  |  |
|                         | (d)                                | Form of Definitive Bearer Notes:  | Standard Euromarket                                      |  |  |
| 35.                     | Financ                             | cial Centre(s) or other special ions relating to Payment Dates:   | TARGET   |  |  |
| 36.                     | attache                            | s for future Coupons or Receipts to be<br>ed to Definitive Bearer Notes (and<br>on which such Talons mature):                           | Not Applicable   |  |  |
| 37.                     | Details                            | s relating to Partly Paid Notes:  | Not Applicable   |  |  |
| 38.                     | Details                            | s relating to Instalment Notes:   | Not Applicable   |  |  |
| 39.                     | Reden                              | omination:  | Not Applicable   |  |  |
| DISTRIBUTION            |                                    |   |  |  |  |
| 40.                     | (a)                                | If syndicated, names of Managers:   | Not Applicable   |  |  |
|                         | (b)                                | Date of Subscription Agreement:   | Not Applicable   |  |  |
|                         | (c)                                | Stabilizing Manager(s) (if any):  | Not Applicable   |  |  |
| 41.                     | If non-syndicated, name of Dealer: |   | Applicable   |  |  |
|                         |                                    |   | Barclays Bank PLC  |  |  |
|                         |                                    |   | The North Colonnade<br>Canary Wharf<br>London<br>E14 4BB |  |  |
| 42.                     | Names of Financial Intermediaries: |   | Not Applicable   |  |  |
| 43.                     | Eligibility:                       |   | Reg. S only  |  |  |
| 44.                     | U.S. S                             | Selling Restrictions:   | Reg. S Compliance Category 2; TEFRA D                    |  |  |
| OPERATIONAL INFORMATION |                                    |   |  |  |  |
| 45.                     | Euroc<br>Banki                     | clearing system(s) other than DTC,<br>lear Bank S.A./N.V./ and Clearstream<br>ng, société anonyme and the relevant<br>fication numbers: | Not Applicable   |  |  |
| 46.                     | Delive                             | ery:  | Delivery against payment                                 |  |  |
| 47.                     | Payin                              | g Agent(s):   | Non-U.S. Paying Agent                                    |  |  |
| 48.                     | Offer                              | Period:   | Not Applicable   |  |  |

49. Reduction of subscriptions:

Not Applicable

50. Maximum and minimum subscription amount:

subscription Not Applicable

Intended to be held in a manner which would Yes allow Eurosystem eligibility:

Note that the designation 'yes' simply means that the Notes are intended upon issue to be deposited with one of the International Central Securities Depositories ('ICSDs') as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper, that is, held under the new safekeeping structure as designated by the European Central Bank, and does necessarily mean that the Notes will be recognized eligible collateral for as Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the European Central Bank being satisfied that the Eurosystem eligibility criteria have been met.

52. For the purpose of Condition 14, notices to be published in the Financial Times:

ISIN:

XS1004110240

No

CUSIP: Not Applicable

CINS: Not Applicable

Common Code: 100411024

Any other relevant code: Not Applicable

53. Ratings: The Notes to be issued have been rated:

S& P: AA+

Moody's: Aaa

Each of S & P and Moody's are established in the European Union and are registered under Regulation (EC) No 1060/2009 (as amended). As such, S & P and Moody's are 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, change or withdrawal at any time by the assigning rating agency.

54. Interests of natural and legal persons involved in the Issue:

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

- Reasons for the offer, estimated net proceeds and total expenses:
  - (a) Reasons for the offer:

See 'Use of Proceeds' wording in Base

Prospectus

(b) Estimated net proceeds:

EUR 50,000,000

(c) Estimated total expenses:

Not Applicable

56. Indication of yield (Fixed Rate Notes only)

2.905%

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

- 57. Historic Interest Rates (Floating Rate Notes Not Applicable and CMS Linked Notes only)
- 58. Performance of index, explanation of effect on value of investment and associated risks and other information concerning the underlying (Inflation Linked Notes only).

Not Applicable

Performance of rate[s] of exchange and explanation of effect on value of investment (Dual Currency Notes, FX Linked Notes and notes to which Automatic Early Redemption provisions applies where the trigger level is an exchange rate only.)

Not Applicable

60. TERMS AND CONDITIONS OF THE OFFER

## Not Applicable

### 61. FUNGIBLE ISSUES

Issue fungible with previous issue:

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:

By:

Ron Walkier Chairman of the Managing Board