Dated 22 March 2024

ING BANK N.V.

(*A limited liability company (naamloze vennootschap) incorporated in The Netherlands with its statutory seat in Amsterdam)*

REGISTRATION DOCUMENT

This document constitutes a registration document, as supplemented from time to time (the "**Registration Document**") for the purpose of Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**") in relation to ING Bank N.V. (the "**Issuer**" or "**ING Bank**") and has been drawn up in accordance with Annex 6 of the Commission Delegated Regulation (EU) 2019/980, as amended.

This Registration Document has been approved by the Netherlands Authority for the Financial Markets (the "**AFM**") on 22 March 2024 in its capacity as competent authority pursuant to Article 20 of the Prospectus Regulation. Together with any securities note for non-equity securities, as supplemented or replaced from time to time (each a "**Securities Note**") of the Issuer, in each case, this Registration Document forms part of any prospectus of the Issuer consisting of separate documents within the meaning of the Prospectus Regulation in respect of the relevant securities (this Registration Document together with the respective Securities Note, in each case the "**Prospectus**"). **The AFM only approves this Registration Document as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Registration Document.**

Investors should have regard to the risk factors described under the section headed "*Risk Factors*" in this Registration Document. This Registration Document does not describe all of the risks regarding the Issuer, but the Issuer believes that all material and specific risks relating to it have been described.

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RISK FACTORS

Any of the risks described below could have a material adverse effect on the business activities, financial condition, results and prospects of ING as well as ING's reputation. The Issuer may face a number of the risks described below simultaneously and, where a cross-reference to another risk is included, the risks described below may be interdependent. While the risk factors below have been divided into categories, some risk factors could belong in more than one category and investors should carefully consider all of the risk factors set out in this section. Where a risk factor could belong in more than one category, such risk factor is included in the category that is most appropriate for it. Additional risks of which the Issuer is not presently aware, or that are, as at the date of this Registration Document, viewed as immaterial, could also affect the business operations of ING and have a material adverse effect on ING's business activities, financial condition, results and prospects. The market price of ING shares or other securities could decline due to any of those risks including the risks described below, and investors could lose all or part of their investments.

Although the most material risk factors have been presented first within each category, the order in which the remaining risk factors are presented is not necessarily an indication of the likelihood of the risks actually materialising, of the potential significance of the risks or of the scope of any potential negative impact to the Issuer's business, results, financial condition and prospects.

ING Group is a holding company whose principal asset is its investments in the capital stock of ING Bank, its primary banking subsidiary. As a result, the risks applicable to ING Bank are substantially similar to those impacting ING Group.

1 Risks related to financial conditions, market environment and general economic trends

ING's revenues and earnings are affected by the volatility and strength of the economic, business, liquidity, funding and capital markets environments of the various geographic regions in which it conducts business, as well as by changes in customer behaviour in these regions, and an adverse change in any one region could have an impact on its business, results and financial condition.

Because ING is a multinational banking and financial services corporation, with a global presence and serving 40 million customers, corporate clients and financial institutions in 38 countries, ING's business, results and financial condition may be significantly impacted by turmoil and volatility in the worldwide financial markets or in the particular geographic areas in which the Issuer operates. In Retail Banking, ING's products include savings, payments, investments, loans and mortgages. In Wholesale Banking, the Issuer provides specialised lending, tailored corporate finance, debt and equity market solutions, payments & cash management, trade and treasury services. Negative developments in relevant financial markets and/or countries or regions have in the past had and may in the future have a material adverse impact on its business, results and financial condition, including as a result of the potential consequences listed below.

Factors such as inflation or deflation, interest rates, securities prices, credit spreads, liquidity spreads, exchange rates, consumer spending, changes in customer behaviour, climate change, business investment, real estate values and private equity valuations, government spending, the volatility and strength of the capital markets, political events and trends, supply chain disruptions, shortages, terrorism, pandemics and epidemics (such as the recent Covid-19 pandemic) or other widespread health emergencies all impact the business and economic environment and, ultimately, the Issuer's solvency, liquidity and the amount and profitability of business the Issuer conducts in a specific geographic region.

Some of these risks are often experienced globally as well as in specific geographic regions. Please see the interdependent risk factors *'–Interest rate volatility and other interest rate changes may adversely affect the Issuer's business, results and financial condition'*, *'–Market conditions, including those observed over the past few years, may increase the risk of loans being impaired and have a negative effect on the Issuer's results and* *financial condition'* and *'–Continued risk of political instability and fiscal uncertainty in Europe and the United States, as well as ongoing volatility in the financial markets and the economy generally have adversely affected, and may continue to adversely affect, the Issuer's business, results and financial condition'* for a further description of how ING's business, results and financial condition may be materially impacted by these risks. All of these are factors in local and regional economies as well as in the global economy, and the Issuer may be affected by changes in any one of these factors in any one country or region, and more if more of these factors occur simultaneously and/or in multiple countries or regions or on a global scale.

In case one or more of the factors mentioned above adversely affects the profitability of the Issuer's business, this might also result, among other things, in the following:

- inadequate reserves or provisions, in relation to which losses could ultimately be realised through profit and loss and shareholders' equity;
- the write-down of tax assets impacting net results and/or equity;
- impairment expenses related to goodwill and other intangible assets, impacting net result and equity; and/or
- movements in risk-weighted assets for the determination of required capital.

In particular, the Issuer is exposed to financial, economic, market and political conditions in the Benelux countries and Germany, from which it derives a significant portion of its revenues in both Retail Banking and Wholesale Banking, and which could present risks of economic downturn. Though less material, the Issuer also derives substantial revenues in the following geographic regions: United States, Türkiye, Poland and the remainder of Eastern Europe, Southern Europe, East Asia (primarily Singapore among others) and Australia. In an economic downturn affecting some or all of these jurisdictions, the Issuer expects that higher unemployment, lower family income, lower corporate earnings, higher corporate and private debt defaults, lower business investments and lower consumer spending would adversely affect the demand for banking products, and that ING may need to increase its reserves and provisions, each of which may result in overall lower earnings. Securities prices, real estate values and private equity valuations may also be adversely impacted, and any such losses would be realised through profit and loss and shareholders' equity. The Issuer also offers a number of financial products that expose it to risks associated with fluctuations in interest rates, securities prices, corporate and private default rates, the value of real estate assets, exchange rates and credit spreads. Further, while the Covid-19 pandemic and related response measures have eased, the effects of these measures (including consequences for commercial real estate occupancies and valuations as a result of the increased prevalence of work-from-home or hybrid working arrangements) are still being felt in the financial performance and stability of certain of ING's business customers. As a result, their impact may continue to affect ING's business. ING also has wholesale banking activities in both Russia and Ukraine, as well as investments in Russia, some of which are denominated in local currency. In response to Russia's invasion of Ukraine, the international community imposed various punitive measures, including sanctions, capital controls, restrictions on SWIFT access and restrictions on central bank activity. These measures have significantly impacted, and may continue to significantly impact, Russia's economy and have contributed to heightened instability in global markets and increased inflation due in part to supply chain constraints, as well as higher energy and commodity prices. Should prices remain elevated for an extended period, most businesses and households would be negatively impacted, and ING's business in Russia and Ukraine, as well as its broader business, may be adversely affected, including through spill-over risk to the entire wholesale banking portfolio (e.g. commodities financing, energy and utilities and energy-consuming clients).

Environmental and/or climate risks may also directly and indirectly impact ING, for example through, among other things, losses suffered as a result of extreme weather events, the impact of climate-related transition risk on the risk and return profile or value of security or operations of certain categories of customer to which ING has exposure. In addition, these risks may also increase ING's reputational and litigation risk if the economic activity that ING supports is not in line with community expectations or ING's external commitments or legal or regulatory requirements (this includes, but is not limited to, greenwashing risk). Please see the risk factor "*Risks related to the Group's business and operations – The Issuer may be unable to meet internal or external aims or expectations with respect to ESG-related matters*" for further information on how these risks may adversely impact ING's business, financial condition and operating results.

For further information on ING's exposure to particular geographic areas, see Note 25 'Information on geographical areas' in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Inflation, interest rate volatility and other interest rate changes may adversely affect the Issuer's business, results and financial condition.

Globally, inflation has increased significantly over the past two years and has remained elevated for a prolonged period. In general, both inflation and deflation may influence consumers' spending habits, affecting the economic activity and consequently ING's core revenue stream (e.g., in terms of overall financial health of borrowers and loan demand, and collateral management, among other things). Furthermore, inflation and deflation may have repercussions on interest rate spreads, and therefore on the profitability of traditional banking activities. Overall, both inflation and deflation can pose significant challenges, impacting ING's ability to generate revenue, manage risk, and maintain a stable financial position.

Further, the recent increase in inflation has resulted in an increase in market interest rates in many major economies. Increased interest rates may impact ING's business by:

- decreasing the estimated fair value of certain fixed income securities that ING holds in its investment portfolios, resulting in:
    - reduced levels of unrealized capital gains available to ING, which could negatively impact its solvency position and net income, and/or
    - a decrease in collateral values,
- resulting in increased withdrawal of certain savings products, particularly those with fixed rates below market rates,
- requiring ING, as an issuer of securities, to pay higher interest rates on debt securities that it issues in the financial markets from time to time to finance its operations, which would increase its interest expenses and reduce its results,
- resulting in further customer defaults as interest rate rises flow through into payment stress for lower credit quality customers.

A significant and sustained increase in inflation has historically also been associated with decreased prices for equity securities and sluggish performance of equity markets generally. A sustained decline in equity markets may:

- result in impairment charges to equity securities that ING holds in its investment portfolios and reduced levels of unrealised capital gains available to it which would reduce its net income, and
- lower the value of ING's equity investments impacting its capital position.

Central Banks (including the ECB, the US Federal Reserve and the RBA and RBNZ) have undertaken successive raises in policy rates over the last two years, and have reiterated their commitments to keeping policy rates sufficiently restrictive for as long as necessary, believing that maintaining the key interest rates at their current levels over an extended period could significantly contribute to reducing inflation. As a result of these measures, inflation decreased in 2023 from peak 2022 levels, and is expected to decrease further in 2024. Despite the publicly stated approach of Central Banks, analysts foresee the ECB leading the rate-cutting cycle in 2024 ahead of the Federal Reserve. A decrease in prevailing interest rates may lead to lower interest income from loans and investments, reduced profitability of traditional banking activities, and potential declines in the value of certain fixed income securities ING holds in its investment portfolio, as well as negatively affecting its business in other ways, including leading to:

- lower interest rates, which can compress the net interest income margins because of potential reduction in the interest income earned from loans;
- lower earnings over time on investments, as reinvestments will earn lower rates;
- increased prepayment or redemption of mortgages and fixed maturity securities in ING's investment portfolios, as well as increased prepayments of corporate loans. This as borrowers seek to borrow at lower interest rates potentially combined with lower credit spreads. Consequently, the Issuer may be required to reinvest the proceeds into assets at lower interest rates;
- lower profitability as the result of a decrease in the spread between client rates earned on assets and client rates paid on savings, current account and other liabilities;
- higher costs for certain derivative instruments that may be used to hedge certain of the Issuer's product risks;
- lower profitability since the Issuer may not be able to fully track the decline in interest rates in its savings rates;
- lower profitability since the Issuer may not always be entitled to impose surcharges to customers to compensate for the decline in interest rates;
- lower profitability since the Issuer may have to pay a higher premium for the defined contribution scheme in the Netherlands for which the premium paid is dependent on interest rate developments and the Dutch Central Bank's ("**DNB's**") methodology for determining the ultimate forward rate;
- lower interest rates may cause asset margins to decrease thereby lowering the Issuer's results. This may for example be the consequence of increased competition for investments as result of the low rates, thereby driving margins down; and/or
- (depending on the position) a significant collateral posting requirement associated with the Issuer's interest rate hedge programmes, which could materially and adversely affect liquidity and its profitability.

In addition, given the volatility in inflation and related volatility in interest rates, a failure to accurately anticipate inflation on an ongoing basis and factor it into ING's product pricing assumptions may result in mispricing of ING's products, which could materially and adversely impact its results.

Each of the preceding risks, should they materialise, may adversely affect the Issuer's business, results and financial condition.

The default of a major market participant could disrupt the markets and may have an adverse effect on the Issuer's business, results and financial condition.

Within the financial services industry, the severe distress or default of any one institution (including sovereigns and central counterparties ("**CCPs**")) could lead to defaults by, or the severe distress of, other market participants. While prudential regulation may reduce the probability of a default by a major financial institution, the actual occurrence of such a default could have a material adverse impact on ING. Such distress of, or default by, a major financial institution could disrupt markets or clearance and settlement systems and lead to a chain of defaults by other financial institutions, since the commercial and financial soundness of many financial institutions may be closely related as a result of credit, trading, clearing or other relationships. Also, the perceived lack of creditworthiness of a sovereign or a major financial institution (or a default by any such entity) may lead to market-wide liquidity problems and losses or defaults by the Issuer or by other institutions. This risk is also referred to as 'systemic risk' and may adversely affect financial intermediaries, such as clearing agencies, clearing houses, banks, securities firms and exchanges with whom the Issuer interacts on a daily basis and financial instruments of sovereigns in which it invests. Systemic risk could impact ING directly, by exposing it to material credit losses on transactions with defaulting counterparties or indirectly by significantly reducing the available market liquidity on which ING and its lending customers depend to fund their operations and/or leading to a write-down of loans or securities held by ING. In addition, ING may also be faced with additional open market risk for which hedging or mitigation strategies may not be available or effective (either by hedges eliminated by defaulting counterparties, or reduced market liquidity). Systemic risk could have a material adverse effect on ING's ability to raise new funding and on ING's business, results and financial condition. In addition, such distress or failure could impact future product sales as a potential result of reduced confidence in the financial services industry.

Continued risk of political instability and fiscal uncertainty in Europe and the United States, as well as ongoing volatility in the financial markets and the economy generally have adversely affected, and may continue to adversely affect, the Issuer's business, results and financial condition.

The Issuer's global business and results are materially affected by conditions in the global capital markets and the economy generally. In Europe, there are continuing concerns over weaker economic conditions, levels of unemployment in certain countries, the availability and cost of credit, as well as credit spreads. In addition, geopolitical issues, including trade tensions between the US and China, increasing protectionism between key countries, and issues with respect to North Korea and the Middle East, including the ongoing conflict between Israel and Hamas, may all contribute to adverse developments in the global capital markets and the economy generally. In addition, Russia's invasion of Ukraine and related international response measures have had, and are expected to continue to have, a negative impact on regional and global economic conditions, including heightened instability in global markets and increased inflation due in part to supply chain constraints, as well as higher energy and commodity prices. Should prices remain elevated for an extended period, most businesses and households would be negatively impacted, and the Issuer's business in Russia and Ukraine, as well as its broader business, may be adversely affected, including through spill-over risk to ING's entire wholesale banking portfolio, in areas such as commodities financing, energy and utilities and energy-consuming clients. Furthermore, the upcoming presidential election cycle in the United States has the potential to be disruptive to the global economy as it may result in leadership changes in many federal administrative agencies and result in a range of new policies, executive orders, rules, initiatives and other changes to United States fiscal, tax, regulation, environmental, climate and other policies.

Moreover, there is a risk that an adverse credit event at one or more European sovereign debtors (including a credit rating downgrade or a default) could trigger a broader economic downturn in Europe and elsewhere. In addition, the confluence of these and other factors has resulted in volatile foreign exchange markets. International equity markets have also continued to experience heightened volatility and turmoil, with issuers, including the Issuer, that have exposure to the real estate, mortgage, private equity and credit markets particularly affected. These events, market upheavals and continuing risks, including high levels of volatility, have had and may continue to have an adverse effect on the Issuer's results, in part because it has a large investment portfolio.

There is also continued uncertainty over the long-term outlook for the tax, spending and borrowing policies of the US, the future economic performance of the US within the global economy and any potential future budgetary restrictions in the US, with a potential impact on a future sovereign credit ratings downgrade of the US government, including the rating of US Treasury securities. A downgrade of US Treasury securities could also impact the ratings and perceived creditworthiness of instruments issued, insured or guaranteed by institutions, agencies or instrumentalities directly linked to the US government. US Treasury securities and other US government-linked securities are key assets on the balance sheets of many financial institutions and are widely used as collateral by financial institutions to meet their day-to-day cash flows in the short-term debt market. The impact of any further downgrades to the sovereign credit rating of the US government or a default by the US government on its debt obligations would create broader financial turmoil and uncertainty, which would weigh heavily on the global financial system and could consequently result in a significant adverse impact to the Issuer's business and operations.

In many cases, the markets for investments and instruments have been and remain illiquid, and issues relating to counterparty credit ratings and other factors have exacerbated pricing and valuation uncertainties. Valuation of such investments and instruments is a complex process involving the consideration of market transactions, pricing models, management judgement and other factors, and is also impacted by external factors, such as underlying mortgage default rates, interest rates, rating agency actions and property valuations. Historically these factors have resulted in, among other things, valuation and impairment issues in connection with the Issuer's exposures to European sovereign debt and other investments.

Any of these general developments in global financial and political conditions could negatively impact to the Group's business, results and financial condition in future periods.

Discontinuation of interest rate benchmarks may negatively affect the Issuer's business, results and financial condition.

Changes to major interest rates benchmarks may negatively affect the Issuer's business, including the level of net interest revenue. Financial markets have historically relied on Interbank Offered Rates ("**IBORs**") benchmarks, such as the London Interbank Offered Rate ("**LIBOR**"), the Euro Over Night Index Average ("**EONIA**") and the Euro Interbank Offered Rate ("**EURIBOR**"). While some interest rate benchmarks have been reformed and will continue to exist, such as EURIBOR, others such as EONIA and LIBOR have been, or will be, replaced by recommended alternative rates. EONIA ceased to be published on 3 January 2022, and was succeeded by €STR. GBP, JPY, CHF and EUR LIBOR ceased in 2021/2022, and, more recently, USD LIBOR ceased on 30 June 2023. Synthetic rates of certain GBP and USD LIBOR rates are available for a limited time to facilitate the transition of remaining legacy transactions. 3-month synthetic GBP LIBOR will cease at the end of March 2024 and 1-, 3- and 6-month synthetic USD LIBOR will be published until the end of September 2024.

In 2022 the Polish National Working Group published a roadmap indicating that the market should be prepared for a cessation of, among others, the WIBOR reference rate. It is expected that the reform will be completed by the end of 2027, with the offering of financial products using the new benchmark (WIRON) to progress gradually in 2023 and 2024.

The discontinuation of WIBOR, CDOR and other local benchmarks in the future could result in a number of risks for the Group, its customers, and the financial services industry more widely. These risks include legal risks and costs in relation to changes required to documentation for existing transactions and for clients' contracts. In addition to the heightened conduct and operational risks, the process of adopting new reference rates may expose the Group to an increased level of financial risk, such as potential earnings volatility resulting from contract modifications and changes in hedge accounting relationships.

ING continues to monitor market developments and reform plans for other rates to anticipate the impact on its customers and any related risks.

Market conditions, including those observed over the past few years, may increase the risk of loans being impaired and have a negative effect on the Issuer's results and financial condition.

The Issuer is exposed to the risk that its borrowers (including sovereigns) may not repay their loans according to their contractual terms and that the collateral securing the payment of these loans may be insufficient. The Issuer may see adverse changes in the credit quality of its borrowers and counterparties, for example, as a result of their inability to refinance their indebtedness or in the case of a decline in financial performance, lack of liquidity, downturns in the economy, financial markets or real estate values, financial distress among clients because of the rising cost of living, operational failure, failure to sufficiently hedge interest rate changes or other reasons. Adverse changes in the credit quality of the Issuer's borrowers and/or decreasing collateral values would result in increased capital requirements and provisions, and any deterioration of market conditions may lead to increasing delinquencies, defaults and insolvencies across a range of sectors. This may lead to impairment charges on loans and other assets, higher costs and additions to loan loss provisions. A significant increase in the size of the Issuer's provision for loan losses could have a material adverse effect on its business, results and financial condition.

If the Issuer is significantly exposed to a concentrated set of customers or counterparties, an adverse event affecting these parties could lead to increased losses for the Group, and adversely affect its business, results and financial condition.

The Issuer may incur losses due to failures of banks falling under the scope of state compensation schemes.

While prudential regulation is intended to minimise the risk of bank failures, in the event such a failure occurs, given the Issuer's size, the Issuer may incur significant compensation payments to be made under the Dutch Deposit Guarantee Scheme (DGS), which it may be unable to recover from the bankrupt estate, and therefore the consequences of any future failure of such a bank could be significant to ING. Such costs and the associated costs to be borne by the Issuer may have a material adverse effect on its results and financial condition. On the basis of the EU Directive on deposit guarantee schemes, ING pays quarterly risk-weighted contributions into a DGS-fund. The DGS-fund is to grow to a target size of 0.8 percent of all deposits guaranteed under the DGS, which is expected to be reached in July 2024. In case of failure of a Dutch bank, depositor compensation is paid from the DGS-fund. If the available financial means of the fund are insufficient, Dutch banks, including ING, may be required to pay extraordinary ex-post contributions not exceeding 0.5 percent of their covered deposits per calendar year. In exceptional circumstances and with the consent of the competent authority, higher contributions may be required. However, extraordinary ex-post contributions may be temporarily deferred if, and for so long as, they would jeopardise the solvency or liquidity of a bank. Depending on the size of the failed bank, the available financial means in the fund, and the required additional financial means, the impact of the extraordinary ex-post contributions on ING may be material.

Since 2015, the EU has been discussing the introduction of a pan-European deposit guarantee scheme ("**EDIS**"), which would (partly) replace or complement national compensation schemes. On 18 April 2023, the European Commission published its proposals for the revision of the common framework for bank crisis management and deposit insurance (CMDI) that focuses on small and medium-sized banks, but will affect all EU banks. The CMDI framework consists of the Bank Recovery and Resolution Directive (BRRD), the Single Resolution Mechanism Regulation (SRMR), and the Deposit Guarantee Schemes Directive (DGSD). The revision of the CMDI framework is part of the debate on the completion of the Banking Union and in particular its third and missing pillar EDIS. As at the date of this Registration Document, EDIS has not yet been adopted by the European Commission.

2 Risks related to the regulation and supervision of the Group

Non-compliance with applicable laws and/or regulations, including with respect to financial economic crimes, could result in fines and other liabilities, penalties or consequences for the Issuer, which could materially affect the Issuer's business and reduce its profitability.

The Issuer has faced, and in the future may continue to face, consequences of non-compliance with applicable laws and regulations, including the potential commencement of regulatory investigations or legal proceedings. For additional information on legal proceedings, see '*General Information - Litigation*' section. There are potential risks in areas where applicable regulations may be unclear; subject to multiple interpretations or under development; where regulations may conflict with one another; or where regulators revise their previous guidance or courts overturn previous rulings.These could result in the Issuer's failure to meet applicable standards. Regulators and other authorities have the power to bring investigations and/or administrative or judicial proceedings against the Issuer, which could result, among other things, in suspension or revocation of its licences, cease and desist orders, fines, civil penalties, criminal penalties or other disciplinary action, which could materially harm its results and financial condition as well as ING's reputation. If the Issuer fails to address, or appears to fail to address, any of these matters appropriately, its reputation could be harmed and it could be subject to additional legal risk, which could, in turn, increase the size and number of claims and damages brought against the Issuer or subject it to enforcement actions, fines and penalties.

Furthermore, as a financial institution, the Issuer is exposed to the risk of unintentional involvement in criminal activity in connection with financial economic crimes, including sanctions circumvention and money laundering and the funding of terrorist and other criminal activities. The failure or perceived failure by the Issuer to comply with legal and regulatory requirements with respect to financial economic crimes may result in adverse publicity, claims and allegations, litigation and regulatory investigations and sanctions, which may have a material adverse effect on the Issuer's business, results, financial condition and/or prospects in any given period. For further discussion on the impact of litigation, enforcement proceedings, investigations or other regulatory actions with respect to financial economic crimes, see "*– The Issuer may be subject to litigation, enforcement proceedings, investigations or other regulatory actions, and adverse publicity*" below.

Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations may increase the Issuer's operating costs and limit the Issuer's activities.

The Issuer is subject to detailed banking laws and financial regulations in the jurisdictions in which ING conducts business. Regulation of the industries in which the Issuer operates has become more extensive and complex, while also attracting supervisory scrutiny. Compliance with applicable and new laws and regulations is resource-intensive, and may materially increase the Issuer's operating costs. Moreover, these regulations intend to protect ING's customers, markets and society as a whole and can limit or redirect the Issuer's activities, among others, through stricter net capital, market conduct and transparency requirements and restrictions on the businesses in which ING can operate or invest.

The Issuer's revenues and profitability and those of its industry have been and will continue to be impacted by requirements relating to capital, additional loss-absorbing capacity, leverage, minimum liquidity and long-term funding levels, requirements related to resolution and recovery planning, derivatives clearing and margin rules and levels of regulatory oversight, as well as limitations on which and, if permitted, how certain business activities may be carried out by financial institutions.

The Issuer is subject to additional legal and regulatory risk in certain countries where ING operates with less developed or predictable legal and regulatory frameworks.

In certain countries in which ING operates or where its clients reside, judiciary and dispute resolution systems may be less effective. As a result, in case of a breach of contract, the Issuer may have difficulties in making and enforcing claims against contractual counterparties and, if claims are made against it, the Issuer might encounter difficulties in mounting a defence against such allegations. If the Issuer becomes party to legal proceedings in a market with an insufficiently developed judicial system, it could have an adverse effect on its operations and net results.

In addition, as a result of the Issuer's operations in certain countries, the Issuer is subject to risks of possible nationalisation, expropriation, price controls, exchange controls and other restrictive government actions, as well as the outbreak of hostilities and or war, in these markets. In particular, ING has wholesale banking activities in both Russia and Ukraine, as well as investments in Russia, some of which are denominated in local currency. Furthermore, the current economic environment in certain countries in which the Issuer operates may increase the likelihood for regulatory initiatives to enhance consumer protection or to protect homeowners from foreclosures. Any such regulatory initiative could have an adverse impact on the Issuer's ability to protect its economic interest, for instance in the event of defaults on residential mortgages.

The Issuer is subject to the regulatory supervision of the ECB and other regulators with extensive supervisory and investigatory powers.

In its capacity as principal prudential supervisor in the EU, the ECB has extensive supervisory and investigatory powers, including the ability to issue requests for information, to conduct regulatory investigations and on-site inspections, and to impose monetary and other sanctions. For example, under the Single Supervisory Mechanism ("**SSM**"), the relevant (national) competent authorities, including the ECB, may conduct stress tests and have discretion to impose capital surcharges on financial institutions for risks that are not otherwise recognised in risk-weighted assets or other surcharges depending on the individual situation of the bank, and take or require other measures, such as restrictions on or changes to the Issuer's business. Competent authorities may also prohibit the Group from making dividend payments to shareholders or distributions to holders of its regulatory capital instruments if the Issuer fails to comply with regulatory requirements, in particular with supervisory actions, minimum capital requirements (including buffer requirements) or with liquidity requirements, or if there are shortcomings in its governance and risk management processes. A failure to comply with prudential or conduct regulations could have a material adverse effect on the Issuer's business, results and financial condition.

Failure to meet minimum capital and other prudential regulatory requirements as applicable to the Issuer from time to time may have a material adverse effect on its business, results and financial condition and on its ability to make payments on certain of its securities.

The Issuer is subject to a variety of regulations that require the Issuer to comply with minimum requirements for capital (own funds) and additional loss-absorbing capacity, as well as for liquidity, and to comply with leverage restrictions.

In addition, such capital, liquidity and leverage requirements and their application and interpretation may change. Any changes may require the Issuer to maintain more capital or to raise a different type of capital by disqualifying existing capital instruments from continued inclusion in regulatory capital, requiring replacement with new capital instruments that meet the new criteria. Sometimes changes are introduced subject to a transitional period during which the new requirements are being phased in, gradually progressing to a fully phased-in, or fully-loaded, application of the requirements.

Any failure to comply with these requirements, or to adapt to changes in such requirements, may have a material adverse effect on the Issuer's business, results and financial condition, and may require the Issuer to seek additional capital. Failures to meet minimum capital or other prudential requirements may also result in ING being prohibited from making payments on certain of its securities. Because implementation phases and transposition into EU or national regulation where required may often involve a lengthy period, the impact of changes in capital, liquidity and leverage regulations on the Issuer's business, results and financial condition, and on its ability to make payments on certain of its securities, is often unclear.

The Issuer's US commodities and derivatives business is subject to CFTC and SEC regulation under the Dodd-Frank Act.

The Issuer's affiliate ING Capital Markets LLC is registered with the Commodity Futures Trading Commission ("**CFTC**") as a swap dealer and is subject to CFTC regulation of the off-exchange derivatives market pursuant to Title VII of the US Dodd-Frank Wall Street Reform and Consumer Protection Act ("**Dodd-Frank**"). Operating as a swap dealer requires compliance with CFTC regulatory requirements, which may be burdensome, impose additional compliance costs and could adversely affect the profitability of this business, as well as exposing ING to the risk of non-compliance with these regulations.

ING Capital Markets LLC is also registered with the SEC as a security-based swap dealer. Operating as a security-based swap dealer requires compliance with SEC regulatory requirements, which may be burdensome, impose additional compliance costs and could adversely affect the profitability of this business, as well as exposing ING to the risk of non-compliance with these regulations. While most of these SEC requirements apply to ING Capital Markets LLC, in addition to its CFTC swap dealer requirements, SEC rules have permitted an Alternative Compliance Mechanism that allows for compliance, subject to eligibility requirements, with CFTC capital and margin rules applying to swap dealers in lieu of SEC capital and margin rules applying to security-based swap dealers. ING Capital Markets LLC has elected to use the Alternative Compliance Mechanism. However, should ING Capital Markets LLC in the future be ineligible for the Alternative Compliance Mechanism it would be subject to SEC security-based swap dealer rules for margin, capital and related financial reporting instead of the CFTC swap dealer rules which could be more capital intensive.

On 15 December 2021, the SEC proposed new rules that would for the first time impose public reporting requirements for some significant security-based swaps positions. The rules would apply even to trades between non-US counterparties, including ING Bank, provided that the issuer of the reference securities underlying the security-based swaps is organized in the US, the issuer of the reference securities underlying the security-based swaps has its principal place of business in the US, or the securities are in certain categories registered with the SEC.

These proposed regulations, if adopted in their current form, could constrain trading activity in security-based swaps. In addition, there are, or may be in the future, regulatory requirements or limitations related to other categories of equity derivatives, such as options or forwards, that could similarly constrain trading activity in such instruments as well. These various requirements and limitations with respect to equity derivatives generally could have a significant impact on the liquidity and utility of these markets, materially impacting ING's business in this market.

In addition, position limits requirements have been imposed by the CFTC for enumerated listed futures referencing twenty-five physical commodities. In addition, on 1 January 2023, these position limits were extended to certain positions in swaps that are "economically equivalent" to the enumerated futures contracts. The position limits on futures and related swaps could limit ING's position sizes in these swaps referencing specified physical commodities and similarly limit the ability of counterparties to utilize certain of ING's products, to the extent that hedging exemptions from the position limits are unavailable. Any of the foregoing factors, and any further regulatory developments with respect to commodities and derivatives, could have a material impact on the Issuer's business, results and financial condition.

The Issuer is subject to several other bank recovery and resolution regimes that include statutory write-down and conversion as well as other powers, which remains subject to significant uncertainties as to scope and impact on it.

The Issuer is subject to several recovery and resolution regimes, including the Single Resolution Mechanism ("**SRM**"), the Bank Recovery and Resolution Directive ("**BRRD**") as implemented in national legislation, such as the Dutch Financial Supervision Act. The SRM applies to banks that are supervised by the ECB under the SSM, with the aim of ensuring an orderly resolution of failing banks at minimum cost for taxpayers and the real economy. The BRRD establishes a common framework for the recovery and resolution of banks within the European Union, with the aim of providing supervisory authorities and resolution authorities with common tools and powers to address banking crises pre-emptively to safeguard financial stability and minimise taxpayers' exposure to losses.

Any application of statutory write-down and conversion or other powers would not be expected to constitute an event of default under the Issuer's securities entitling holders to seek repayment. If any of these powers were to be exercised in respect of the Issuer, there could be a material adverse effect on both the Issuer and on holders of its securities, including through a material adverse effect on credit ratings and/or the price of its securities. Investors in the Issuer's securities may lose their investment if resolution measures are taken under current or future regimes.

For further discussion of the impact of bank recovery and resolution regimes on ING, see '*Description of ING Bank N.V.—Regulation and Supervision—Bank Recovery and Resolution Directive*' section.

3 Risks related to litigation, enforcement proceedings and investigations and to changes in tax laws

The Issuer may be subject to litigation, enforcement proceedings, investigations or other regulatory actions, and adverse publicity.

The Issuer is involved in governmental, regulatory, arbitration and legal proceedings and investigations involving claims by and against the Issuer which arise in the ordinary course of its businesses, including in connection with its activities as financial services provider, employer, investor and taxpayer. As a financial institution, the Issuer is subject to specific laws and regulations governing financial services and/or financial institutions. See the interdependent risk factors '*– Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations may increase the Issuer's operating costs and limit the Issuer's activities*' and '*The Issuer's US commodities and derivatives business is subject to CFTC and SEC regulation under the Dodd-Frank Act'* above for a further description of how specific laws and regulations governing financial services or financial institutions may increase the Issuer's operating costs and limit its activities. Financial reporting irregularities involving other large and well-known companies, possible findings of government authorities in various jurisdictions which are investigating several processes, notifications made by whistleblowers, increasing regulatory and law enforcement scrutiny of 'know your customer' anti-money laundering regulations, tax evasion, prohibited transactions with countries or persons subject to sanctions, and bribery or other anti-corruption measures and anti-terrorist-financing procedures and their effectiveness, regulatory investigations of the banking industry, and litigation that arises from the failure or perceived failure by the Issuer to comply with legal, regulatory, tax and compliance requirements could result in adverse publicity and reputational harm, lead to increased regulatory supervision, affect its ability to attract and retain customers and employees and maintain access to the capital markets, result in cease and desist orders, claims, enforcement actions, fines and civil and criminal penalties, other disciplinary action or have other material adverse effects on the Issuer in ways that are not predictable. With respect to sanctions, Russia's invasion of Ukraine has fundamentally changed the global political landscape, resulting in a world-wide response, whereby new and significant sanctions packages were imposed against Russia and Belarus during 2022 and 2023. During 2023, there have been several noteworthy developments highlighting the increasing focus of the EU, US, and other governments on the potential circumvention of sanctions against Russia, and the roles of third countries and companies in facilitating the circumvention or undermining of such sanctions measures. This has prompted a concerted effort by governments to impose pressure on companies operating in these jurisdictions, and to stop the sanctions measures from being sidestepped by targeted Russian parties. The EU introduced additional measures combating sanctions circumvention and several locations have come into focus as potential diversion hubs. While various sanctions include grace periods before full compliance is required, there is no guarantee that ING will be able to implement all required procedures within the applicable grace periods. In addition, some claims and allegations may be brought by or on behalf of a class and claimants may seek large or indeterminate amounts of damages, including compensatory, liquidated, treble and punitive damages. The Issuer's reserves for litigation liabilities may prove to be inadequate. Claims and allegations, should they become public, need not be well founded, true or successful to have a negative impact on the Issuer's reputation. In addition, press reports and other public statements that assert some form of wrongdoing could result in inquiries or investigations by regulators, legislators and law enforcement officials, and responding to these inquiries and investigations, regardless of their ultimate outcome, is time consuming and expensive. Adverse publicity, claims and allegations, litigation and regulatory investigations and sanctions may have a material adverse effect on the Issuer's business, results, financial condition and/or prospects in any given period. For additional information with respect to specific proceedings, see *'General Information – Litigation'* section.

The Issuer is subject to different tax regulations in each of the jurisdictions where ING conducts business, and are exposed to changes in tax laws, and risks of non-compliance with or proceedings or investigations with respect to, tax laws.

Changes in tax laws (including case law) and tax treaties (including the termination thereof) could increase the Issuer's taxes and its effective tax rates and could materially impact its tax receivables and liabilities as well as deferred tax assets and deferred tax liabilities, which could have a material adverse effect on its business, results and financial condition. Changes in tax laws could also make certain ING products less attractive, which could have adverse consequences for its businesses and results. On 7 June 2021, the Dutch government received a formal notice of termination of the Dutch-Russian tax treaty from Russia, and as a result, the tax treaty was terminated as of 1 January 2022. The termination of the Dutch-Russian tax treaty or any other similar developments may have adverse effects on ING and ING's customers.

Because of the geographic spread of its business, ING may be subject to tax audits, investigations and procedures in numerous jurisdictions at any point in time. Although the Issuer believes that it has adequately provided for all its tax positions, the ultimate resolution of these audits, investigations and procedures may result in liabilities which are different from the amounts recognised.

In addition, increased bank taxes in countries where the Group is active result in increased taxes on the Issuer, which could negatively impact the Issuer's operations, financial condition and liquidity.

ING may be subject to tax investigations under EU, US and local laws if it fails to comply with its obligations.

Due to the nature of its business, ING is subject to various provisions of EU, US and other local tax laws in relation to its customers. These include amongst others the Foreign Account Tax Compliance Act ("**FATCA**"), which requires ING to provide certain information for the US Internal Revenue Service ("**IRS**"), the Qualified Intermediary ("**QI**") requirements, which require withholding tax on certain US-source payments, and the Common Reporting Standards (CRS) which requires ING to provide certain information to local tax authorities. Failure to comply with these requirements and regulations could harm the Issuer's reputation and could subject the Group to enforcement actions, fines and penalties, which could have a material adverse effect on its business, reputation, revenues, results, financial condition and prospects. For additional information with respect to specific proceedings, see '*General Information – Litigation*' section.

ING is exposed to the risk of claims from customers or stakeholders who feel misled or treated unfairly because of advice or information received.

The Issuer's products and services, including banking products and advice services for third-party products are exposed to claims from customers who might allege that they have received insufficient advice or misleading information from advisers (both internal and external) as to which products were most appropriate for them, or that the terms and conditions of the products, the nature of the products or the circumstances under which the products were sold, were misrepresented to them. When new financial products are brought to the market, it is ING's policy to engage in a multidisciplinary product approval process in connection with the development and distribution of such products, including production of appropriate marketing and communication materials. Notwithstanding these processes, customers may make claims against ING if the products do not meet their expectations, either at the purchase/execution of the product and/or through the life of the product. Customer protection regulations, as well as changes in interpretation and perception by both the public at large and governmental authorities of acceptable market practices, influence customer expectations.

Products distributed through person-to-person sales forces have a higher exposure to such claims as the sales forces may provide face-to-face financial planning and advisory services. Complaints may also arise if customers feel that they have not been treated reasonably or fairly, or that the duty of care has not been complied with. While a considerable amount of time and resources have been invested in reviewing and assessing historical sales practices and products that were sold in the past, and in the maintenance of risk management, legal and compliance procedures to monitor current sales practices, there can be no assurance that all of the issues associated with current and historical sales practices have been or will be identified, nor that any issues already identified will not be more widespread than presently estimated.

The negative publicity associated with any sales practices, any compensation payable in respect of any such issues and regulatory changes resulting from such issues, has had and could have a material adverse effect on the Issuer's reputation, business, results, financial condition and prospects. For additional information regarding legal proceedings or claims, see '*General Information – Litigation*' section.

4 Risks related to the Group's business and operations

The Issuer may be unable to meet internal or external aims or expectations or requirements with respect to ESG-related matters.

Environmental, Social and Governance ("**ESG**") is an area of significant and increased focus for governments and regulators, investors, ING's customers and employees, and other stakeholders or third parties (e.g., non-governmental organizations or NGOs). As a result, an increasing number of laws, regulations and legislative actions have been introduced to address climate change, sustainability and other ESG-related matters, including in relation to the financial sector's operations and strategy. Such recent regulations include the EU Sustainable Finance Disclosure Regulation ("**SFDR**"), EU Taxonomy regulation and EU Green Bond Standards, which broadly focus on disclosure obligations, standardized definitions and classification frameworks for environmentally sustainable activities, and the EU Corporate Sustainability Reporting Directive (CSRD), which requires certain companies, including ING, to disclose information on what they see as the risks and opportunities arising from social and environmental issues, and on the impact of their activities on people and the environment. Third parties may pursue litigation against ING in connection with ESG-related matters, such as the recently announced potential claims by Friends of the Earth Netherlands (Milieudefensie) in connection with financing provided by ING to certain companies whose business is reliant on fossil fuels.

These laws, regulations and legislative frameworks may directly and indirectly impact the business environment in which ING operates and may expose ING to significant risks, including amongst others, greenwashing risk and the risk of litigation if governmental standards or community expectations are not met.

National or international regulatory actions or developments may also result in financial institutions coming under increased pressure from internal and external stakeholders regarding the management and disclosure of their ESG risks and related lending and investment activities. ING may from time to time disclose ESG-related initiatives or aims in connection with the conduct of its business and operations. However, there is no guarantee that ING will be able to implement such initiatives or meet such aims within anticipated timeframes, or at all. ING may fail to fulfil internal or external ESG-related initiatives, aims or expectations, or may be perceived to fail to do so, or may fail to adequately or accurately report performance or developments with respect to such initiatives, aims or expectations. ING could therefore be criticized or held responsible for the scope of its initiatives or goals regarding such matters. In addition, ING might face requests for specific strategies, plans or commitments to address ESG-related matters, which may or may not be viewed as satisfactory to the relevant internal and external stakeholders (including NGOs). Any of these factors may have an adverse impact on ING's reputation and brand value or on ING's business, financial condition and operating results.

The Issuer may be unable to adapt its products and services to meet changing customer behaviour and demand, including as a result of ESG-related matters.

Customers or other counterparties may increasingly assess sustainability or other ESG-related matters in their economic decisions. For instance, customers may choose investment products or services based on sustainability or other ESG criteria, or may look at a financial institution's ESG-related lending strategy when choosing to make deposits. To remain competitive and to safeguard its reputation, ING is required to continuously adapt its business strategy, products and services to respond to emerging, increasing or changing sustainability and other ESG-related demands from customers, investors and other stakeholders. However, there is no guarantee that ING's current or future products or services will meet applicable ESG-related regulatory requirements, customer preferences or investor expectations. Due to the size and nature of its business, ING could be exposed to losses if it fails to adequately factor in such risks in its lending or other business decisions.

Any of the foregoing factors could have a material adverse effect on the Issuer's business, reputation, revenues, results, financial condition and/or prospects.

The Issuer's business and operations are exposed to transition risks related to climate change.

The transition to a low carbon or net zero economy gives rise to risks and uncertainties associated with climate change-related laws, regulations and oversight, changing or new technologies, and shifting customer sentiment. For instance, ING may be required to change its lending portfolio to comply with new climate change-related regulations and other ESG-related demands from customers, investors and other stakeholders. As a result, it might be unable and unwilling to lend to certain prospective customers, or lead to the termination of certain existing relationships with certain customers. This could result in claims or legal challenges from such customers against ING. This transition may also adversely impact the business and operations of ING's customers and other counterparties. Further, there is a risk that changing community standards and market expectations could lead to a reduction in demand and a decline in valuations for certain assets, which may affect the value of collateral ING holds or the financial strength of certain of its portfolios. If ING fails to adequately factor in such risks in its lending or other business decisions, ING could be exposed to losses.

The low carbon or net zero transition may also require ING to modify or implement new compliance systems, internal controls and procedures or governance frameworks. The integration and automation of internal governance, compliance, and disclosure and reporting frameworks across ING could lead to increased operational costs for ING and other execution and operational risks. The implementation cost of these systems may especially be higher in the near term as ING seeks to adapt its business, or address overlapping, duplicative or conflicting regulatory or other requirements in this fast-developing area. Furthermore, ING's ongoing implementation of appropriate systems, controls and frameworks increasingly requires ING to develop adequate climate change-related risk assessment and modelling capabilities (as there is currently no standard approach or methodology available), and to collect customer, third party or other data. There are significant risks and uncertainties inherent in the development of new risk modelling methodologies and the collection of data, potentially resulting in systems or frameworks that could be inadequate, inaccurate or susceptible to incorrect customer, third party or other data.

Any delay or failure in developing, implementing or meeting ING's climate change-related commitments and regulatory requirements may have a material adverse impact on its business, financial condition, operating results and reputation, and lead to climate change or ESG-related investigations, enforcement proceedings or litigation.

ING's business and operations are exposed to physical risks, including as a direct result of climate change.

ING's business and operations may be exposed to the impacts of physical risks arising from climate and weather-related events, including heatwaves, droughts, flooding, storms, rising sea levels, other extreme weather events or natural disasters, and to the impacts of physical risks arising from the environmental degradation, including loss of biodiversity, water or resources scarcity, pollution or waste management. Such physical risks could disrupt ING's business continuity and operations or impact ING's premises or property portfolio, as well as its customers' property, business or other financial interests. These risks could potentially result in impairing asset values, financial losses, declining creditworthiness of customers and increased defaults, delinquencies, write-offs and impairment charges in ING's portfolio, etc. In particular, changing climate patterns resulting in more frequent and extreme weather events, such as the severe flooding that occurred in Western Europe in July 2021, the long-lasting bushfires in Australia in February 2021 or the severe flooding in the eastern states of Australia in early 2022, could lead to unexpected business interruptions or losses for ING or its customers.

For a description of physical risks to ING's operations and business other than resulting from natural disasters as a result of climate change, see "*–Operational and IT risks, such as systems disruptions or failures, breaches of security, cyber attacks, human error, changes in operational practices, inadequate controls including in respect of third parties with which the Issuer does business or outbreaks of communicable diseases may adversely impact its reputation, business and results*" below.

Operational and IT risks, such as systems disruptions or failures, breaches of security, cyber attacks, human error, changes in operational practices, inadequate controls including in respect of third parties with which the Issuer does business or outbreaks of communicable diseases may adversely impact its reputation, business and results.

Operational and IT risks are inherent to the Issuer's business. The Issuer's clients depend on its ability to process and report a large number of transactions efficiently and accurately. In addition, ING routinely transmits, receives and stores personal, confidential and proprietary information electronically. Losses can result from inadequately trained or skilled personnel, IT failures (including due to a cyber attack), inadequate or failed internal control processes and systems (including, as the role of Artificial Intelligence in the finance industry and in ING's business increases, any errors as a result of incomplete, inaccurate, or otherwise flawed outputs from the algorithms and data sets utilized), regulatory breaches, human errors, employee misconduct, including fraud, or from natural disasters or other external events that interrupt normal business operations. Such losses may adversely affect its reputation, business and results.

ING depends on the secure processing, storage and transmission of confidential and other information in its computer systems and networks. The equipment and software used in ING's computer systems and networks may not always be capable of processing, storing or transmitting information as expected. Despite ING's business continuity plans and procedures, certain of ING's computer systems and networks may have insufficient recovery capabilities in the event of a malfunction or loss of data. ING is consistently managing and monitoring ING's IT risk profile globally. ING is subject to increasing regulatory requirements including EU General Data Protection Regulation ("**GDPR**") and EU Payment Services Directive ("**PSD2**") and the new Digital Operational Resilience Act ("**DORA**") which will enter into force in January 2025. Failure to appropriately manage and monitor ING's IT risk profile could affect ING's ability to comply with these regulatory requirements, to securely and efficiently serve its clients or to timely, completely or accurately process, store and transmit information, and may adversely impact its reputation, business and results. For further description of the particular risks associated with cybercrime, which is a specific risk to ING as a result of its strategic focus on technology and innovation, see the interdependent risk factor '*–The Issuer is subject to increasing risks related to cybercrime and compliance with cybersecurity regulation*' below.

In addition, as finance industry participants are increasingly incorporating Artificial Intelligence into their processes and systems, the risk of data and information leaks is correspondingly increasing. ING or ING's customers' sensitive, proprietary, or confidential information could be leaked, disclosed, or revealed as a result of or in connection with ING's or ING's third-party providers' use of generative or other Artifical Intelligence technologies. Any such information that ING inputs into a third-party generative or other Artificial Intelligence or machine learning platform could be revealed to others, including if information is used to train the third party's Artificial Intelligence models. Additionally, where an Artificial Intelligence model ingests personal information and makes connections using such data, those technologies may reveal other sensitive, proprietary, or confidential information generated by the model.

Widespread outbreaks of communicable diseases may impact the health of ING's employees, increasing absenteeism, or may cause a significant increase in the utilisation of health benefits offered to its employees, either or both of which could adversely impact its business. Further, as a result of the Covid-19 pandemic, a significant portion of ING's staff continue to work from home on a full- or part-time basis, which may raise operational risks, including with respect to information security, data protection, availability of key systems and infrastructure integrity. In addition, other events including unforeseeable and/or catastrophic events can lead to an abrupt interruption of activities, and its operations may be subject to losses resulting from such disruptions. Losses can result from destruction or impairment of property, financial assets, trading positions, and the loss of key personnel. If ING's business continuity plans are not able to be implemented, are not effective or do not sufficiently take such events into account, losses may increase further.

The Issuer is subject to increasing risks related to cybercrime and compliance with cybersecurity regulation.

Like other financial institutions and global companies, ING is regularly the target of cyber attacks, which is a specific risk to ING as a result of its strategic focus on technology and innovation. In particular, threats from Distributed Denial of Service ("**DDoS**"), targeted attacks (also called Advanced Persistent Threats) and ransomware have intensified worldwide, and attempts to gain unauthorised access and the sophistication of techniques used for such attacks is increasing. Cyber threats are constantly evolving and the techniques used in these attacks change, develop and evolve rapidly, including the use of emerging technologies, such as advanced forms of Artificial Intelligence and quantum computing. The new cyber risks introduced by these changes in technology require ING to devote significant attention to identification, assessment and analysis of the risks and implementation of corresponding preventative measures. ING has faced, and expect to continue to face, an increasing number of cyber attacks (both successful and unsuccessful) as it has further digitalised. This includes the continuing expansion of ING's mobile- and other internet-based products and services, as well as its usage and reliance on cloud technology.

Cybersecurity, the use and safeguarding of customer data and data privacy have become the subject of increasing legislative and regulatory focus. The EU's second Payment Services Directive ("PSD2"),GDPR and DORA are examples of such regulations. The resilience of financial institutions against ransomware attacks is now subject of the yearly stress test executed by the ECB in 2024. In certain locations where ING is active, there are additional local regulatory requirements and legislation on top of EU regulations that must be followed for business conducted in that jurisdiction. Some of these legislations and regulations may be conflicting due to local regulatory interpretations. ING may become subject to new EU and local legislation or regulation concerning cybersecurity, security of customer data in general or the privacy of information it may store or maintain. Compliance with such new legislation or regulation could increase the Group's compliance cost. Failure to comply with new and existing legislation or regulation could harm ING's reputation and could subject the Group to enforcement actions, fines and penalties.

ING may be exposed to the risks of misappropriation, unauthorised access, computer viruses or other malicious code, cyber attacks and other external attacks or internal breaches for purposes of misappropriating assets or sensitive information, corrupting data, or impairing operational performance, each of which could have a security impact. These events could also jeopardise ING's confidential information or that of its clients or its counterparties. These events can potentially result in financial loss and harm to ING's reputation, hinder its operational effectiveness, result in regulatory censure, compensation costs or fines resulting from regulatory investigations and could have a material adverse effect on its business, reputation, revenues, results, financial condition and prospects. Even when ING is successful in defending against cyber attacks, such defence may consume significant resources or impose significant additional costs on ING.

Although the Covid-19 pandemic has now largely subsided, there has been an increase in the digital behaviour of ING's customers leading to reduced traffic in branches. Over 95 percent of ING's customers now interact with them via digital channels only. This increased reliance on digital banking and remote working may increase the risk of cybersecurity breaches, loss of personal data and related reputational risk. If any of these risks were to materialise that may adversely affect ING's business, results and financial condition.

Because the Issuer operates in highly competitive markets, including its home market, it may not be able to increase or maintain its market share, which may have an adverse effect on its results.

There is substantial competition in the Netherlands and the other countries in which the Issuer does business for the types of wholesale banking, retail banking, investment banking and other products and services it provides. Customer loyalty and retention can be influenced by several factors, including brand recognition, reputation, relative service levels, the prices and attributes of products and services, scope of distribution, credit ratings and actions taken by existing or new competitors (including non-bank or financial technology competitors). A decline in the Issuer‘s competitive position as to one or more of these factors could adversely impact ING's ability to maintain or further increase its market share, which would adversely affect its results. Such competition is most pronounced in the Issuer's more mature markets of the Netherlands, Belgium, the rest of Western Europe and Australia. In recent years, however, competition in emerging markets, such as Asia and Central and Eastern Europe, has also increased as large financial services companies from more developed countries have sought to establish themselves in markets which are perceived to offer higher growth potential, and as local institutions have become more sophisticated and competitive and proceeded to form alliances, mergers or strategic relationships with some of the Issuer's competitors. The Netherlands is the Issuer's largest market. The Issuer's main competitors in the banking sector in the Netherlands are ABN AMRO Bank and Rabobank.

Competition could also increase due to new entrants (including non-bank and financial technology competitors) in the markets that may have new operating models that are not burdened by potentially costly legacy operations and that are subject to reduced regulation. New entrants may rely on new technologies, advanced data and analytic tools, lower cost to serve, less extensive oversight from regulators compared to the frameworks established in respect of traditional banks and/or faster processes to challenge traditional banks. Developments in technology have also accelerated the use of new business models, and ING may not be successful in adapting to this pace of change or may incur significant costs in adapting its business and operations to meet such changes. For example, new business models have been observed in retail payments, consumer and commercial lending (such as peer-to-peer lending), foreign exchange and low-cost investment advisory services. In particular, the emergence of disintermediation in the financial sector resulting from new banking, lending and payment solutions offered by rapidly evolving incumbents, challengers and new entrants, in particular with respect to payment services and products, and the introduction of disruptive technology may impede the Issuer's ability to grow or retain its market share and impact its revenues and profitability.

Increasing competition in the markets in which the Issuer operates (including from non-banks and financial technology competitors) may significantly impact its results if the Issuer is unable to match the products and services offered by its competitors. Future economic turmoil may accelerate additional consolidation activity. Over time, certain sectors of the financial services industry have become more concentrated, as institutions involved in a broad range of financial services have been acquired by or merged into other firms or have declared bankruptcy. These developments could result in the Issuer's competitors gaining greater access to capital and liquidity, expanding their ranges of products and services, or gaining geographic diversity. The Issuer may experience pricing pressures as a result of these factors in the event that some of its competitors seek to increase market share by reducing prices, which may have a material adverse impact on its business, results and financial condition.

The Issuer may not always be able to protect its intellectual property developed in its products and services and may be subject to infringement claims, which could adversely impact its core business, inhibit efforts to monetise its internal innovations and restrict its ability to capitalise on future opportunities.

In the conduct of its business, ING relies on a combination of contractual rights with third parties and copyright, trademark, trade name, patent and trade secret laws to establish and protect its intellectual property, which ING develops in connection with its products and services. Third parties may infringe or misappropriate ING's intellectual property. ING may have to litigate to enforce and protect its copyrights, trademarks, trade names, patents, trade secrets and know-how or to determine their scope, validity or enforceability. In that event, the Issuer may be required to incur significant costs, and its efforts may not prove successful. The inability to secure or protect its intellectual property assets could have an adverse effect on its core business and its ability to compete, including through the monetization of its internal innovations.

The Issuer may also be subject to claims made by third parties for (1) patent, trademark or copyright infringement, (2) breach of copyright, trademark or licence usage rights, or (3) misappropriation of trade secrets. Any such claims and any resulting litigation could result in significant expense and liability for damages. If the Issuer were found to have infringed or misappropriated a third-party patent or other intellectual property right, (including where ING or a third party has used generative Artificial Intelligence outputs based on data for which the generative model may not have had consent), the Issuer could in some circumstances be enjoined from providing certain products or services to its customers or from utilizing and benefiting from certain methods, processes, copyrights, trademarks, trade secrets or licences. Alternatively, the Issuer could be required to enter into costly licensing arrangements with third parties or to implement a costly workaround. Any of these scenarios could have a material adverse effect on the Issuer's business and results and could restrict its ability to pursue future business opportunities.

The inability of counterparties to meet their financial obligations or the Issuer's inability to fully enforce its rights against counterparties could have a material adverse effect on the Issuer's results.

Third parties that have payment obligations to the Issuer, or obligations to return money, securities or other assets, may not pay or perform under their obligations. These parties include the issuers and guarantors (including sovereigns) of securities the Issuer holds, borrowers under loans originated, reinsurers, customers, trading counterparties, securities lending and repurchase counterparties, counterparties under swaps, credit default and other derivative contracts, clearing agents, exchanges, clearing houses and other financial intermediaries. Defaults by one or more of these parties on their obligations to the Issuer due to bankruptcy, lack of liquidity, downturns in the economy or real estate values, continuing low oil or other commodity prices, operational failure or other factors, or even rumours about potential defaults by one or more of these parties or regarding a severe distress of the financial services industry generally, could have a material adverse effect on the Issuer's results, financial condition and liquidity. Given the high level of interdependence between financial institutions, the Issuer is and will continue to be subject to the risk of deterioration of the commercial and financial soundness, or perceived soundness, of sovereigns and other financial services institutions. This is particularly relevant to the Issuer's franchise as an important and large counterparty in equity, fixed income and foreign exchange markets, including related derivatives.

The Issuer routinely executes a high volume of transactions, such as unsecured debt instruments, derivative transactions and equity investments with counterparties and customers in the financial services industry, including brokers and dealers, commercial and investment banks, mutual and hedge funds, insurance companies, institutional clients, futures clearing merchants, swap dealers, and other institutions, resulting in large periodic settlement amounts, which may result in it having significant credit exposure to one or more of such counterparties or customers. As a result, the Issuer could face concentration risk with respect to liabilities or amounts it expects to collect from specific counterparties and customers. The Issuer is exposed to increased counterparty risk as a result of recent financial institution failures and weakness and will continue to be exposed to the risk of loss if counterparty financial institutions fail or are otherwise unable to meet their obligations. As a result of the Russian invasion of Ukraine and related international response measures, including sanctions and capital controls, ING may be exposed to increased risk of default of counterparties located in Russia and Ukraine, counterparties of which the ultimate parent is located in Russia or may be considered effectively controlled or influenced through Russian involvement, and other counterparties in sectors affected by the response measures. Also liquidity or currency controls enforced by the Russian central bank may impact Russian companies' ability to pay. In addition, ING has counterparty exposure to Russian entities in connection with foreign exchange derivatives for future receipt of foreign currencies against Russian rouble ("**RUB**"). Remaining at risk for ING at year-end 2023 is €0.4 billion local equity and €1.3 billion credit exposures booked outside of Russia, and €0.6 billion with clients in Ukraine. A default by, or even concerns about the creditworthiness of, one or more of these counterparties or customers or other financial services institutions could therefore have an adverse effect on the Issuer's results or liquidity.

With respect to secured transactions, the Issuer's credit risk may be exacerbated when the collateral held by the Issuer cannot be liquidated or is liquidated at prices not sufficient to recover the full amount of the loan or derivative exposure due to it. The Issuer also has exposure to a number of financial institutions in the form of unsecured debt instruments, derivative transactions and equity investments. For example, ING holds certain hybrid regulatory capital instruments issued by financial institutions which permit the issuer to cancel coupon payments on the occurrence of certain events or at their option. The ECB has indicated that, in certain circumstances, it may require these financial institutions to cancel payment. If this were to happen, the Issuer expects that such instruments may experience ratings downgrades and/or a drop in value and it may have to treat them as impaired, which could result in significant losses. There is no assurance that losses on, or impairments to the carrying value of, these assets would not materially and adversely affect the Issuer's business, results or financial condition.

In addition, the Issuer is subject to the risk that its rights against third parties may not be enforceable in all circumstances. The deterioration or perceived deterioration in the credit quality of third parties whose securities or obligations the Issuer holds could result in losses and/ or adversely affect its ability to rehypothecate or otherwise use those securities or obligations for liquidity purposes. A significant downgrade in the credit ratings of its counterparties could also have a negative impact on the Issuer's income and risk weighting, leading to increased capital requirements. While in many cases the Issuer is permitted to require additional collateral from counterparties that experience financial difficulty, disputes may arise as to the amount of collateral it is entitled to receive and the value of pledged assets. Also in this case, its credit risk may also be exacerbated when the collateral the Issuer holds cannot be liquidated at prices sufficient to recover the full amount of the loan or derivative exposure due to it, which is most likely to occur during periods of illiquidity and depressed asset valuations, such as those experienced during the financial crisis of 2008. The termination of contracts and the foreclosure on collateral may subject the Issuer to claims. Bankruptcies, downgrades and disputes with counterparties as to the valuation of collateral tend to increase in times of market stress and illiquidity. Any of these developments or losses could materially and adversely affect the Issuer's business, results, financial condition, and/or prospects.

Ratings are important to the Issuer's business for a number of reasons, and a downgrade or a potential downgrade in the Issuer's credit ratings could have an adverse impact on its results and net results.

Credit ratings represent the opinions of rating agencies regarding an entity's ability to repay its indebtedness. The Issuer's credit ratings are important to its ability to raise capital and funding through the issuance of debt and to the cost of such financing. In the event of a downgrade, the cost of issuing debt will increase, having an adverse effect on its net results. Certain institutional investors may also be obliged to withdraw their deposits from ING following a downgrade, which could have an adverse effect on the Issuer's liquidity. They can also have lower risk appetite for the Issuer's debt notes, leading to lower purchases of (newly issued) debt notes. The Issuer has credit ratings from S&P, Moody's Investor Service and Fitch Ratings. Each of the rating agencies reviews its ratings and rating methodologies on a recurring basis and may decide on a downgrade at any time.

As rating agencies continue to evaluate the financial services industry, it is possible that rating agencies will heighten the level of scrutiny that they apply to financial institutions, increase the frequency and scope of their credit reviews, request additional information from the companies that they rate and potentially adjust upward the capital and other requirements employed in the rating agency models for maintenance of certain ratings levels. It is possible that the outcome of any such review of the Issuer would have additional adverse ratings consequences, which could have a material adverse effect on its results and financial condition. The Issuer may need to take actions in response to changing standards or capital requirements set by any of the rating agencies, which could cause its business and operations to suffer. The Issuer cannot predict what additional actions rating agencies may take, or what actions it may take in response to the actions of rating agencies.

Furthermore, ING's assets are risk-weighted. Downgrades of these assets could result in a higher risk-weighting, which may result in higher capital requirements. This may impact net earnings and the return on capital, and may have an adverse impact on the Issuer's competitive position.

An inability to retain or attract key personnel may affect the Issuer's business and results.

The Issuer relies to a considerable extent on the quality of its senior management, such as members of the executive committee, and management in the jurisdictions which are material to ING's business and operations. The success of the Issuer's operations is dependent, among other things, on its ability to attract and retain highly qualified personnel. Competition for key personnel in most countries in which the Issuer operates, and globally for senior management, is intense. The Issuer's ability to attract and retain key personnel, in senior management and in particular areas such as technology and operational management, client relationship management, finance, risk and product development, is dependent on a number of factors, including prevailing market conditions and compensation packages offered by companies competing for the same talent.

The increasing restrictions on, and public and political scrutiny of, remuneration (especially in the Netherlands), may continue to have an impact on existing Issuer remuneration policies and individual remuneration packages for personnel. For example, under the EU's amended Shareholder Rights Directive, known as 'SRD II', which came into effect on 10 June 2019, ING is required to hold a shareholder binding vote on ING's Management

Board Banking remuneration policy and Supervisory Board remuneration policy at least every four years. Furthermore the shareholders have an advisory vote on ING's remuneration report annually. This may restrict the Issuer's ability to offer competitive compensation compared with companies (financial and/or non-financial) that are not subject to such restrictions and it could adversely affect the Issuer's ability to retain or attract key personnel, which, in turn, may affect the Issuer's business and results.

The Issuer may incur further liabilities in respect of its defined benefit retirement plans if the value of plan assets is not sufficient to cover potential obligations, including as a result of differences between actual results and underlying actuarial assumptions and models.

ING Group companies operate various defined benefit retirement plans covering the post-employment benefits of a number of the Issuer's employees. The liability recognised in the Issuer's consolidated balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligations at the balance sheet date, less the fair value of each plan's assets, together with adjustments for unrecognised actuarial gains and losses and unrecognised past service costs. The Issuer determines its defined benefit plan obligations based on internal and external actuarial models and calculations using the projected unit credit method. Inherent in these actuarial models are assumptions, including discount rates, rates of increase in future salary and benefit levels, mortality rates and consumer price index. These assumptions are based on available market data and are updated annually. Nevertheless, the actuarial assumptions may differ significantly from actual results due to changes in market conditions, economic and mortality trends and other assumptions. Any changes in these assumptions could have a significant impact on the Issuer's present and future liabilities to and costs associated with its defined benefit plans.

5 Risks related to the Group's risk management practices

Risks relating to the Issuer's use of quantitative models or assumptions to model client behaviour for the purposes of its market calculations may adversely impact its reputation or results.

The Issuer uses quantitative methods, systems or approaches that apply statistical, economic financial, or mathematical theories, techniques and assumptions to process input data into quantitative estimates. Errors in the development, implementation, use or interpretation of such models, or from incomplete or incorrect data, can lead to inaccurate, noncompliant or misinterpreted model outputs, which may adversely impact the Issuer's reputation and results. In addition, the Issuer uses assumptions to model client behaviour for the risk calculations in its banking books. Assumptions are used to determine the interest rate risk profile of savings and current accounts and to estimate the embedded option risk in the mortgage and investment portfolios. Assumptions based on past client behaviour may not always be a reliable indicator of future behaviour. The realisation or use of different assumptions to determine client behaviour could have a material adverse effect on the calculated risk figures and, ultimately, the Issuer's future results or reputation. Furthermore, the Issuer may be subject to risks related to changes in the laws and regulations governing the risk management practices of financial institutions. For further information on how specific laws and regulations governing financial services or financial institutions may increase the Issuer's operating costs and limit its activities, see the interdependent risk factor '*Risks related to the regulation and supervision of the Group – Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations may increase the Issuer's operating costs and limit the Issuer's activities*' above. As noted there, regulation of the industries in which the Issuer operates is becoming increasingly more extensive and complex, while also attracting supervisory scrutiny. Compliance failures may lead to changes in the laws and regulations governing the risk management practices and materially increase the Issuer's operating costs.

The Issuer may be unable to manage its risks successfully through derivatives.

The Issuer employs various economic hedging strategies with the objective of mitigating the market risks that are inherent in its business and operations. These risks include currency fluctuations, changes in the fair value of its investments, the impact of interest rates, equity markets and credit spread changes, the occurrence of credit defaults and changes in client behaviour. The Issuer seeks to control these risks by, among other things, entering into a number of derivative instruments, such as swaps, options, futures and forward contracts, including, from time to time, macro hedges for parts of its business, either directly as a counterparty or as a credit support provider to affiliate counterparties. Developing an effective strategy for dealing with these risks is complex, and no strategy can completely insulate the Issuer from risks associated with those fluctuations. The Issuer's hedging strategies also rely on assumptions and projections regarding its assets, liabilities, general market factors and the creditworthiness of its counterparties that may prove to be incorrect or prove to be inadequate. Accordingly, the Issuer's hedging activities may not have the desired beneficial impact on its results or financial condition. Poorly designed strategies or improperly executed transactions could actually increase the Issuer's risks and losses. Hedging strategies involve transaction costs and other costs, and if the Issuer terminates a hedging arrangement, it may also be required to pay additional costs, such as transaction fees or breakage costs. There have been periods in the past, and it is likely that there will be periods in the future, during which the Issuer has incurred or may incur losses on transactions, possibly significant, after taking into account its hedging strategies. Further, the nature and timing of the Issuer's hedging transactions could actually increase its risk and losses. Hedging instruments the Issuer uses to manage product and other risks might not perform as intended or expected, which could result in higher realised or unrealised losses, such as credit value adjustment risks or unexpected P&L effects, and unanticipated cash needs to collateralise or settle such transactions. Adverse market conditions can limit the availability and increase the costs of hedging instruments, and such costs may not be recovered in the pricing of the underlying products being hedged. In addition, hedging counterparties may fail to perform their obligations, resulting in unhedged exposures and losses on positions that are not collateralised. As such, the Issuer's hedging strategies and the derivatives that it uses or may use may not adequately mitigate or offset the risks they intend to cover, and its hedging transactions may result in losses.

The Issuer's hedging strategy additionally relies on the assumption that hedging counterparties remain able and willing to provide the hedges required by its strategy. Increased regulation, market shocks, worsening market conditions, and/or other factors that affect or are perceived to affect the financial condition, liquidity and creditworthiness of the Issuer may reduce the ability and/or willingness of such counterparties to engage in hedging contracts with it and/or other parties, affecting the Issuer's overall ability to hedge its risks and adversely affecting its business, results and financial condition.

6 Risks related to the Group's liquidity and financing activities

The Issuer depends on the capital and credit markets, as well as customer deposits, to provide the liquidity and capital required to fund its operations, and adverse conditions in the capital and credit markets, or significant withdrawals of customer deposits, may impact its liquidity, borrowing and capital positions, as well as the cost of liquidity, borrowings and capital.

Adverse capital market conditions have in the past affected, and may in the future affect, the Issuer's cost of borrowed funds and its ability to borrow on a secured and unsecured basis, thereby impacting its ability to support and/or grow its businesses. Furthermore, although interest rates are still relatively low by historical standards and have been since the financial crisis in 2008, interest rates are rising and the Issuer has experienced, and may continue to experience, increased funding costs due in part due to the withdrawal of perceived government support of financial institutions in the event of future financial crises. In addition, liquidity in the financial markets has also been negatively impacted as market participants and market practices and structures adjust to new regulations.

The Issuer needs liquidity to fund new and recurring business, to pay its operating expenses, interest on its debt and dividends on its capital stock, maintain its securities lending activities and replace certain maturing liabilities. Without sufficient liquidity, the Issuer will be forced to curtail its operations and its business will suffer. The principal sources of the Issuer's funding include a variety of short- and long-term instruments, including deposit fund, repurchase agreements, commercial paper, medium- and long-term debt, subordinated debt securities, capital securities and shareholders' equity.

In addition, because the Issuer relies on customer deposits to fund its business and operations, the confidence of customers in financial institutions may be tested in a manner that may adversely impact its liquidity and capital position. Consumer confidence in financial institutions may, for example, decrease due to the Issuer or its competitors' failure to communicate to customers the terms of, and the benefits and risks to customers of, complex or high-fee financial products. Reduced confidence could have an adverse effect on the Issuer's liquidity and capital position through withdrawal of deposits, in addition to its revenues and results. Because a significant percentage of its customer deposit base is originated via internet banking, a loss of customer confidence may result in a rapid withdrawal of deposits over the internet.

In the event that the Issuer's current resources do not satisfy its needs, it may need to seek additional financing. The availability of additional financing will depend on a variety of factors, such as market conditions, the general availability of credit, the volume of trading activities, the overall availability of credit to the financial services industry, the Issuer's credit ratings and credit capacity, as well as the possibility that customers or lenders could develop a negative perception of its long- or short-term financial prospects. See the risk factor "*– Ratings are important to the Issuer's business for a number of reasons, and a downgrade or a potential downgrade in the Issuer's credit ratings could have an adverse impact on its results and net results*" above for more information on how a potential downgrade in the Issuer's credit rating may adversely affect the Issuer's business, results and financial condition. Similarly, the Issuer's access to funds may be limited if regulatory authorities or rating agencies take negative actions against the Issuer. If the Issuer's internal sources of liquidity prove to be insufficient, there is a risk that the Issuer may not be able to successfully obtain additional financing on favourable terms, or at all. Any actions the Issuer might take to access financing may, in turn, cause rating agencies to re-evaluate its ratings.

Disruptions, uncertainty or volatility in the capital and credit markets may also limit the Issuer's access to capital. Such market conditions may in the future limit the Issuer's ability to raise additional capital to support business growth, or to counterbalance the consequences of losses or increased regulatory capital and rating agency capital requirements. This could force the Issuer to (i) delay raising capital, (ii) reduce, cancel or postpone payment of dividends on its shares, (iii) reduce, cancel or postpone interest payments on its other securities, (iv) issue capital of different types or under different terms than the Issuer would otherwise, or (v) incur a higher cost of capital than in a more stable market environment. This would have the potential to decrease both the Issuer's profitability and its financial flexibility. The Issuer's results, financial condition, cash flows, regulatory capital and rating agency capital position could be materially adversely affected by disruptions in the financial markets.

Furthermore, regulatory liquidity requirements in certain jurisdictions in which the Issuer operates remain stringent, undermining its efforts to maintain centralised management of its liquidity. These developments may cause trapped pools of liquidity and capital, resulting in inefficiencies in the cost of managing the Issuer's liquidity and solvency, and hinder its efforts to integrate its balance sheet. An example of such trapped liquidity includes the Issuer's operations in Germany where German regulations impose separate liquidity requirements that restrict the Issuer's ability to move a liquidity surplus out of the German subsidiary.

IMPORTANT NOTICES

This Registration Document has been prepared for the purpose of giving information with respect to ING Bank N.V. which, according to the particular nature of ING Bank N.V. and the securities which it may offer to the public within a member state ("**Member State**") of the European Economic Area (the "**EEA**") or apply to have admitted to trading on a regulated market situated or operating within such a Member State, is necessary to enable investors to make an informed assessment of the assets and liabilities, financial position, profit and losses and prospects of ING Bank N.V.

In this Registration Document, unless otherwise stated or the context otherwise requires, references to the "**Issuer**" are to ING Bank N.V., references to "**ING Bank**" are to ING Bank N.V. and its subsidiaries, references to "**ING Group**" are to ING Groep N.V. and references to "**ING**" or the "**Group**" are to ING Group and its subsidiaries.

The Issuer accepts responsibility for the information contained in this Registration Document. To the best of the knowledge of the Issuer, the information contained in this Registration Document is in accordance with the facts and makes no omission likely to affect the import of such information.

No person has been authorised to give any information or to make any representation not contained in or incorporated by reference into this Registration Document and the Issuer takes no responsibility for, and can provide no assurance as to the reliability of, information that any other person may give.

This Registration Document should not be considered as a recommendation by the Issuer that any recipient of this Registration Document should purchase any securities of the Issuer. Each investor contemplating purchasing any securities of the Issuer should make its own independent investigation of the financial condition and affairs, and its own appraisal of the creditworthiness, of the Issuer. This Registration Document does not constitute an offer or invitation by or on behalf of the Issuer to any person to subscribe for or to purchase any securities of the Issuer.

The delivery of this Registration Document shall not in any circumstances imply that the information contained herein concerning the Issuer is correct at any time subsequent to the date hereof. Investors should carefully review and evaluate, *inter alia*, the most recent financial disclosure of the Issuer from time to time incorporated by reference into this Registration Document when deciding whether or not to purchase any securities of the Issuer.

The distribution of this Registration Document and the offer or sale of any securities of the Issuer may be restricted by law in certain jurisdictions. Persons into whose possession this Registration Document or any securities of the Issuer come must inform themselves about, and observe, any such restrictions.

Any securities to be issued by the Issuer in connection with this Registration Document have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**") or with any securities regulatory authority of any state or other jurisdiction of the United States ("**U.S.**"). Accordingly, any such securities may not be offered, sold, pledged or otherwise transferred within the U.S. or to or for the account or benefit of U.S. persons except in accordance with Regulation S under the Securities Act or pursuant to an exemption from the registration requirements of the Securities Act and any applicable state securities laws.

Any securities to be issued by the Issuer in connection with this Registration Document have not been approved or disapproved by the U.S. Securities and Exchange Commission ("**SEC**"), any state securities commission in the U.S. or any other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of any such securities or the accuracy or the adequacy of this Registration Document. Any representation to the contrary is a criminal offence in the U.S.

FORWARD-LOOKING STATEMENTS

This Registration Document includes or incorporates by reference "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the United States Securities Exchange Act of 1934, as amended. All statements other than statements of historical fact included or incorporated by reference into this Registration Document, including, without limitation, those regarding the Issuer's financial position, business strategy, plans and objectives of management for future operations, are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Issuer, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Issuer's present and future business strategies and the environment in which the Issuer will operate in the future. These forward-looking statements speak only as of the date of this Registration Document or as of such earlier date at which such statements are expressed to be given. The Issuer expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in the Issuer's expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

GENERAL

All references in the Prospectus to "**U.S. dollars**", "**U.S.$**" and "**$**" refer to the lawful currency of the United States, those to "**Sterling**", "**£**", "**GBP**" and "**STG**" refer to the lawful currency of the United Kingdom those to "**euro**", "**€**" and "**EUR**" refer to the currency introduced at the start of the third stage of the European Economic and Monetary Union pursuant to the Treaty establishing the European Community, as amended by the Treaty on European Union, and those to "**Swiss Francs**" or "**CHF**" refer to the lawful currency of Switzerland.

In this Registration Document and any document incorporated herein by reference, references to websites or uniform resource locators ("**URLs**") are deemed inactive textual references and are included for information purposes only. The contents of any such website or URL shall not form part of, or be deemed to be incorporated into, this Registration Document.

Except where such information has been incorporated by reference into this Registration Document, any information on any website referred to in this document does not form part of this Registration Document and has not been scrutinised or approved by the AFM.

DOCUMENTS INCORPORATED BY REFERENCE

The following (parts of the following) documents, which have previously been published or are published simultaneously with this Registration Document and have been approved by the AFM or filed with it, shall be deemed to be incorporated in, and to form part of, this Registration Document; this Registration Document should be read and construed in conjunction with such (parts of the) documents:

	Document/Heading	Page reference in the relevant document
(a)	the following parts of the publicly available annual report in respect of the year ended 31 December 2023 (the "**2023 Annual Report**") (containing the audited consolidated financial statements of the Issuer in respect of the year ended 31 December 2023) (which can be obtained here)	
	Introduction – About this report	3
	Strategy and performance	4 - 22
	Risk Management (including, without limitation, "Environmental, social and governance risk")	42 - 116
	Consolidated financial statements (including, without limitation, "Notes to the consolidated financial statements")	117 - 217
	Other information and appendices – Independent auditor's report with respect to the consolidated financial statements	239 - 246
(b)	the following part of the publicly available annual report in respect of the year ended 31 December 2023 (the "**2023 Groep Annual Report**") (containing the audited consolidated financial statements of the ING Groep N.V. in respect of the year ended 31 December 2023) (which can be obtained here)	
	ESG	40 - 71
(c)	the following parts of the publicly available annual report in respect of the year ended 31 December 2022 (the "**2022 Annual Report**") (containing the audited consolidated financial statements of the Issuer in respect of the year ended 31 December 2022) (which can be obtained here)	
	Introduction - About this report	3
	Strategy and performance	4 - 33
	Risk Management (including, without limitation, "Environmental, social and governance risk")	50 - 130
	Consolidated financial statements (including, without limitation, "Notes to the consolidated financial statements")	133 - 236
	Other information and appendices – Independent auditor's report with respect to the consolidated financial statements	258 - 265
(d)	the following parts of the publicly available annual report in respect of the year ended 31 December 2021 (the "**2021 Annual Report**") (containing the audited consolidated financial statements of the Issuer in respect of the year ended 31 December 2021) (which can be obtained here)	
	Introduction - About this report	3

Report of the Management Board	4 - 44
Risk Management (including, without limitation, "Environmental, social and governance risk")	45 - 150
Consolidated financial statements (including, without limitation, "Notes to the consolidated financial statements")	174 - 289
Other information and appendices – Independent auditor's report with respect to the consolidated financial statements	312 - 318

Any statement contained in a document which is deemed to be incorporated by reference into this Registration Document shall be deemed to be modified or superseded for the purpose of this Registration Document to the extent that a later statement contained herein modifies or supersedes such earlier statement (whether expressly, by implication or otherwise). Those parts of the 2023 Annual Report, 2022 Annual Report and 2021 Annual Report which are not explicitly listed in the table above are not incorporated by reference into this Registration Document as these parts are either not relevant for investors or the relevant information is included elsewhere in this Registration Document. Unless otherwise indicated, any documents themselves incorporated by reference into the documents incorporated by reference into this Registration Document shall not form part of this Registration Document. This Registration Document and the documents incorporated by reference herein may contain active hyperlinks or inactive textual addresses to Internet websites operated by ING and third parties. Unless otherwise indicated, reference to such websites is made for information purposes only, and information found at such websites is not incorporated by reference into this Registration Document or the documents incorporated by reference herein and shall not form a part of this Registration Document.

All figures in the documents incorporated by reference herein have not been audited, unless stated otherwise. These figures are internal figures of the Issuer. Any statements on the Issuer's competitive position included in this Registration Document (including in a document which is incorporated by reference herein) and where no external source is identified are based on the Issuer's internal assessment of generally available information.

With respect to the press releases published each quarter by ING and containing, among other things, the consolidated unaudited results of ING Group for the quarter (the "**Quarterly Press Releases**"), prospective investors should note that the consolidated operations of the Issuer, while materially the same, are not identical with the reported financial and statistical information on a segment basis for the banking business of ING Group as described in the Quarterly Press Releases, because the financial and statistical information reported by ING Group also contains certain financial items incurred solely at the level of ING Group (on a standalone basis) which are therefore not included in the consolidated operations of ING Bank (being a wholly-owned subsidiary of ING Group).

The Issuer will provide, without charge, to each person to whom a copy of this Registration Document has been delivered in accordance with applicable law, upon the oral or written request of such person, a copy of any or all of the documents which are incorporated herein by reference. Requests for such documents should be directed to the Issuer at Foppingadreef 7, 1102 BD Amsterdam, the Netherlands. In addition, this Registration Document and any document which is incorporated herein by reference will be made available on the website of ING (https://www.ingmarkets.com/downloads/800/debt-issuance-programme (for this Registration Document), https://www.ing.com/Investor-relations/Financial-performance/Annual-reports.htm (for the annual reports) and https://www.ing.com/about-us/corporate-governance/legal-structure-and-regulators.htm (for the Articles of Association)).

DOCUMENTS AVAILABLE FOR INSPECTION

So long as this Registration Document is valid as described in Article 12 of the Prospectus Regulation, in addition to the documents incorporated by reference into this Registration Document, electronic versions of the following documents will be available on the Issuer's website (see the links set out below):

(i) the Articles of Association, which can be obtained here;

(ii) the 2023 Annual Report (containing the parts incorporated by reference into this Registration Document as indicated under "Documents Incorporated by Reference" above), which can be obtained here;

(iii) the 2022 Annual Report (containing the parts incorporated by reference into this Registration Document as indicated under "Documents Incorporated by Reference" above), which can be obtained here;

(iv) the 2021 Annual Report (containing the parts incorporated by reference into this Registration Document as indicated under "Documents Incorporated by Reference" above), which can be obtained here;

(v) this Registration Document and any supplement to this Registration Document, which can be obtained here; and

(vi) (a) any securities note relating to securities to be issued by the Issuer under a Prospectus that includes this Registration Document and any supplement thereto and (b) any summary of the individual issue annexed to the relevant final terms for the securities to be issued by the Issuer, which can be obtained here (for any subordinated securities), here (for any senior securities) and here (for any green securities).

SUPPLEMENTS

If there is a significant new factor, material mistake or material inaccuracy relating to the information included in any Prospectus consisting of separate documents (i.e. this Registration Document, the respective Securities Note and, where applicable, the respective summary) which may affect the assessment of any securities described in such Prospectus and which arises or is noted between the time when the relevant Prospectus is approved and the closing of the offer period of such securities or the time when trading of such securities on a regulated market begins, whichever occurs later, the Issuer shall prepare a supplement to the Prospectus for use in connection with any subsequent offering of securities to be offered to the public in the EEA or to be admitted to trading on a regulated market within the EEA and shall supply to the AFM and, where applicable, the stock exchange operating the relevant market such number of copies of such supplement or replacement document as relevant applicable legislation may require.

If there is a significant new factor, material mistake or material inaccuracy only concerning the information contained in this Registration Document and this Registration Document is simultaneously used as a constituent part of several Prospectuses, the Issuer shall prepare only one supplement to this Registration Document. In that case, the supplement shall mention all the Prospectuses to which it relates.

Furthermore, in the event that the Issuer prepares and submits for approval a Securities Note and a summary, where applicable, in respect of securities that are to be offered to the public and/or admitted to trading on a regulated market within the EEA and, since the date of this Registration Document, there has been a significant new factor, material mistake or material inaccuracy relating to the information included in this Registration Document which is capable of affecting the assessment of such securities, the Issuer shall prepare and submit for approval a supplement to this Registration Document, at the latest at the same time as the relevant Securities Note and the summary, where applicable.

DESCRIPTION OF ING BANK N.V.

Profile

ING Bank N.V. (also called "**ING Bank**") is part of ING Groep N.V. (also called "**ING Group**"), the holding company for a broad spectrum of companies (together, called "**ING**"). ING Group holds all shares of ING Bank N.V., which is a non-listed 100% subsidiary of ING Group.

ING Group is a holding company incorporated in 1991 under the laws of the Netherlands. It's a leading European universal bank with global activities. More than 60,000 colleagues based in 38 countries serve around 40 million individuals, corporates and financial institutions in 10 retail and over 100 wholesale banking markets.

ING's purpose is to empower people to stay a step ahead in life and in business. This purpose guides them in everything they do. It represents ING's conviction in people's potential. ING doesn't judge, coach or tell people how to live their lives. However big or small, modest or grand, it helps people and businesses to realise their own vision for a better future.

ING's products include savings, payments, investments, loans and mortgages in most of its retail markets. For its Wholesale Banking clients it provides specialised lending, tailored corporate finance, debt and equity market solutions, sustainable finance solutions, payments and cash management and trade and treasury services.

ING Bank serves retail customers in Europe and Australia and Wholesale Banking clients worldwide. Its reporting structure reflects the two main business lines through which it is active: Retail Banking and Wholesale Banking.

In most Retail markets, ING provides a full range of consumer banking products and services covering payments, mortgages, savings, insurance, investments and loans. Retail Banking serves individuals (Private Individuals, Private Banking and Wealth Management) as well as Business Banking customers – self-employed entrepreneurs, micro businesses, small-to-medium-sized enterprises (SMEs) and mid-corporate companies.

Wholesale Banking offers corporate clients, governments and financial institutions advisory value propositions such as specialised lending, tailored corporate finance, sustainable and sustainability-linked financing and debt and equity-market solutions. It also serves their daily banking needs with payments and cash management and trade and treasury services.

ING Bank aims to be the primary bank for its customers. In Retail Banking, primary customers are those with multiple active ING products, including a current account with a recurrent income such as a salary. In Wholesale Banking these are active clients with lending and daily banking products and at least one other product generating recurring revenues.

Incorporation and History

ING Bank N.V. was incorporated under Dutch law in the Netherlands on 12 November 1927 for an indefinite duration in the form of a public limited company as Nederlandsche Middenstandsbank N.V.

As result of the merger on equal terms of Nationale-Nederlanden and NMB Postbank Groep, ING Groep N.V. was created in 1991 as holding company allowing separate insurance and banking supervision. In 2011 insurance and banking activities were split operationally; divestment of insurance completed in April 2016.

ING Bank N.V. is a limited liability company (*naamloze vennootschap*). The registered office of ING Bank N.V. is at Bijlmerdreef 106, 1102 CT Amsterdam, the Netherlands (telephone number: +31 20 563 9111). ING Bank N.V. is registered at the Dutch Trade Register of the Chamber of Commerce under no. 33031431 and its corporate seat is in Amsterdam, the Netherlands. The legal entity identifier (LEI) of ING Bank N.V. is

3TK20IVIUJ8J3ZU0QE75. The Articles of Association of ING Bank N.V. were last amended by notarial deed executed on 29 June 2021. According to Article 2 of its Articles of Association, the objects of ING Bank N.V. are to conduct the banking business in the widest sense, including insurance brokerage, to acquire, build and operate real estate, to participate in, manage, finance and furnish personal or real security for the obligations of and provide services to other enterprises and institutions of any kind, but in particular enterprises and institutions which engage in lending, investments and/or other financial services, and to engage in any activity which may be related or conducive to the foregoing.

As a non-listed company, ING Bank N.V. is not bound by the Dutch Corporate Governance Code 2022 (the "**Code**"). ING Group, as the listed holding company of ING Bank N.V., is in compliance with the Code. However, ING Bank is bound to the Dutch Banking Code ("**Banking Code"**). The Banking Code is a form of self-regulation that took effect on 1 January 2010 on a 'comply or explain' basis. The updated Banking Code came into effect on 1 January 2015. Just like its predecessor, the revised version of the Banking Code, is applicable to ING Bank. ING Bank published its application of the Banking Code for the financial year 2023 on its corporate website www.ing.com.

Supervisory Board and Management Board Banking

ING Bank N.V. has a two-tier board system, consisting of a Supervisory Board and a Management Board Banking. All members of the Supervisory Board are independent within the meaning of the Code. The task of the Supervisory Board is to supervise the policy of the Management Board Banking and the general course of events at ING Bank and to assist the Management Board Banking by providing advice. The Management Board Banking is responsible for the daily management of ING Bank N.V.

As at the date of this Registration Document, the composition of the Supervisory Board and the Management Board Banking is as follows:

- Supervisory Board: K.K. (Karl) Guha (chair), A.M.G. (Mike) Rees (vice-chair), J. (Juan) Colombás, M. (Margarete) Haase, L.J. (Lodewijk) Hijmans van den Bergh, H.A.H. (Herman) Hulst, H.H.J.G. (Harold) Naus, A. (Alexandra) Reich and H.W.P.M.A. (Herna) Verhagen.
- Management Board Banking: S.J.A. (Steven) van Rijswijk (CEO, chair), T. (Tanate) Phutrakul (CFO), L. (Ljiljana) Čortan (CRO), P. (Pinar) Abay, A.J.M. (Andrew) Bester and M.A. (Marnix) van Stiphout.

The business address of all members of the Supervisory Board and the Management Board Banking is: ING Bank N.V., Bijlmerdreef 106, 1102 CT Amsterdam, the Netherlands.

In order to avoid potential conflicts of interest, ING Bank N.V. has a policy that members of its Management Board Banking do not accept corporate directorships with listed companies outside ING. As a result, and given the different fields of business of each company, ING believes that there is no potential conflict of interest.

Details of relationships that members of the Management Board Banking may have with ING Group subsidiaries as ordinary, private individuals are not reported, with the exception of information on any loans that may have been granted to them. In all these cases, the company complies with the best-practice provisions of the Code.

There are no potential conflicts of interest between any duties owed by the members of the Supervisory Board or the Management Board Banking to ING Bank N.V. and any private interests or other duties which such persons may have.

Listed below are the most relevant ancillary positions performed by members of the Supervisory Board outside ING as at the date of this Registration Document.

Guha, K.K.
Member of the supervisory board of SHV Holdings N.V.

Member of the supervisory board of Rijksmuseum Fonds

Rees, A.M.G.
Non-executive chairperson of the board of directors of Travelex International Limited

Non-executive chairman of the board of Mauritius Africa FinTech Hub

Non-executive chairman of the board of Midlands Mindforge

Colombás, J.
Non-executive member of the board of directors of Azora Capital, S.L.

Member of the global alumni advisory board of the IE Business School

Non-executive chairman of the board of Bluserena Spa

Haase, M.
Member of the supervisory board and chairwoman of the audit committee of Fraport AG

Chairwoman of the supervisory board of AMS-OSRAM AG

Chairwoman of the Employers Association of Kölnmetall

Member of the German Corporate Governance Commission

Hijmans van den Bergh, L.J.
Deputy chairman of the supervisory board of HAL Holding N.V.

Member of the supervisory board of Heineken N.V.

Chairman of the board of Utrecht University Fund (the Netherlands),

Chairman of the executive committee of Vereniging Aegon

Hulst, H.A.H.

None

Naus, H.H.J.G.
CEO of Cardano Asset Management N.V.

CEO of Cardano Risk Management B.V.

Member of the executive board of Cardano Holding Limited

Reich, A.
Non-executive member of the board of directors of Cellnex Telecom S.A.

Non-executive member of the board of Salt Mobile SA

Non-executive member of the board of DELTA Fiber

Verhagen, H.W.P.M.A.
CEO of PostNL N.V.

Member of the supervisory board of Koninklijke Philips N.V.

Member of the supervisory board and member of the audit committee of Het Concertgebouw N.V.

Member of the advisory council of Goldschmeding Foundation

Changes to the Management Board Banking and the Supervisory Board

In line with ING's strategic priorities and in order to further simplify the management structure of ING Bank, the roles of head of Retail Banking, Challengers & Growth Markets and Market Leaders were combined in 2023. Pinar Abay was appointed to the combined role effective 15 May 2023. Aris Bogdaneris stepped down from the Management Board Banking and his role as head of Retail Banking, Challengers & Growth Markets as of 15 May 2023 and left ING as of 1 August 2023 to pursue other opportunities.

Furthermore, Ron van Kemenade, chief technology officer, stepped down from his position as of 30 April 2023. Görkem Köseoğlu was appointed as chief technology officer and member of the Management Board Banking effective 1 September 2023 but stepped down from this position effective 1 November 2023. His departure follows mutual discussions on different views regarding the expectations about his leadership role within ING. Marnix van Stiphout has taken over the additional responsibilities as chief technology officer on an interim basis.

At the 2023 Annual General Meeting, Tanate Phutrakul was reappointed as chief financial officer and member of the Management Board Banking. Herna Verhagen and Mike Rees were reappointed as members of the Supervisory Board. The reappointments became effective at the end of the 2023 Annual General Meeting and will end at the end of the 2027 Annual General Meeting.

After more than seven years of dedicated service, Mariana Gheorghe was not available for reappointment to the Supervisory Board at the 2023 Annual General Meeting and her term of appointment expired at the end of the 2023 Annual General Meeting. Hans Wijers stepped down as chair and member of the Supervisory Board on 1 July 2023.

Alexandra Reich was appointed as member of the Supervisory Board commencing at the end of the 2023 Annual General Meeting. Karl Guha was appointed as a member of the Supervisory Board at the 2023 Annual General Meeting effective 1 July 2023 and succeeded Hans Wijers as chairman of the Supervisory Board on that date.

At the 2024 Annual General Meeting, Juan Colombás, Herman Hulst and Harold Naus are on the agenda to be reappointed as members of the Supervisory Board. The proposed reappointments will become effective at the 2024 Annual General Meeting and will end at the end of the 2028 Annual General Meeting.

Permanent Committees of the Supervisory Board

The Supervisory Board has four permanent committees: the Risk Committee, the Audit Committee, the Nomination and Corporate Governance Committee and the Remuneration Committee, and one ad hoc committee: the ESG Committee.

Separate charters have been drawn up for the Risk Committee, the Audit Committee, the Nomination and Corporate Governance Committee and the Remuneration Committee. Terms of reference have been drawn up for the ESG Committee. These charters and terms of reference are available on the website of ING (www.ing.com) (but are not incorporated by reference into, and do not form part of, this Registration

Document). A short description of the duties of the four permanent committees and the ad hoc ESG Committee follows below.

The Risk Committee assists and advises the Supervisory Board with the performance of its duties in relation to overseeing (i) the setting and monitoring of ING's risk appetite and risk strategy for all types of risk including but not limited to financial and non-financial risk, (ii) the effectiveness of the internal risk management and control systems and (iii) other related risk management topics. The Risk Committee prepares the discussions within and decisions of the Supervisory Board on such matters. The members of the Risk Committee are: Mike Rees (chair), Juan Colombás, Karl Guha, Margarete Haase, Lodewijk Hijmans van den Bergh, Herman Hulst, Harold Naus and Alexandra Reich.

The Audit Committee assists and advises the Supervisory Board with the performance of its duties in relation to the integrity and the quality of the Issuer's financial reporting and related effectiveness on the Issuer's internal risk management and control systems and prepares the discussions within and the decisions of the Supervisory Board on such matters. The members of the Audit Committee are: Margarete Haase (chair), Juan Colombás, Karl Guha, Herman Hulst and Mike Rees.

The appointment of Margarete Haase as supervisory board member became effective as of 1 May 2018 (as decided by the Supervisory Board in January 2018) and as of that date Margarete Haase is considered a financial expert as defined by the SEC in its final rules implementing Section 407 of the Sarbanes-Oxley Act of 2002.

The Nomination and Corporate Governance Committee assists the Supervisory Board with the performance of its duties in relation to selection and nomination of, among others, the Supervisory Board members and Management Board Banking members, talent management and the effectiveness of the Issuer's governance arrangements and prepares the discussions with and decisions of the Supervisory Board on such matters. The members of the Nomination and Corporate Governance Committee are: Karl Guha (chair), Mike Rees and Herna Verhagen.

The Remuneration Committee assists the Supervisory Board with the performance of its duties in relation to remuneration policies and the application and compliance thereof and prepares the discussion within and decisions of the Supervisory Board on such matters. In doing so, the Remuneration Committee will take into account the adequacy of information provided to shareholders on remuneration policies and practices. The members of the Remuneration Committee are: Herna Verhagen (chair), Juan Colombás, Karl Guha and Harold Naus.

The ESG Committee, which was established in the second quarter of 2022 for an initial duration of two years, assists the Supervisory Board with matters relating to the various areas of ESG ('environmental', 'social' and 'governance'), including but not limited to, the development of ESG and the integration of ESG in the company and its strategy. In addition, the ESG Committee assists the Supervisory Board by generally monitoring and advising on relevant ESG developments. The members of the ESG Committee are: Lodewijk Hijmans van den Bergh (chair), Juan Colombás, Karl Guha, Herman Hulst and Alexandra Reich.

THREE-YEAR KEY CONSOLIDATED FIGURES FOR ING BANK N.V.[1]

	2023	2022	2021
Balance sheet			
Total assets	975,636	967,861	951,317
Total equity	41,135	43,050	48,650
Deposits and funds borrowed[2]	809,897	801,049	800,366
Loans and advances	642,453	635,557	627,550
Results			
Total income	22,401	18,546	18,485
Operating expenses	11,563	11,193	11,195
Additions to loan loss provisions	520	1,861	516
Result before tax	10,318	5,493	6,774
Taxation	2,926	1,723	1,876
Net result (before non-controlling interests)	7,392	3,769	4,898
Attributable to Shareholders of the parent	7,157	3,667	4,770
Ratios (in per cent.)			
BIS ratio[3]	16.99	17.55	19.54
Tier 1 ratio[4]	14.14	14.52	16.54

Notes:

(1) These figures have been derived from the audited consolidated financial statements of ING Bank N.V. in respect of the financial years ended 31 December 2023, 2022 and 2021, respectively. Amounts may not add up due to rounding.

(2) Figures including Banks and Debt securities.

(3) BIS ratio = BIS capital as a percentage of Risk Weighted Assets (based on Basel III phased-in).

(4) Tier 1 ratio = Available Tier 1 capital as a percentage of Risk Weighted Assets

Share Capital and Preference Shares

As at the date of this Registration Document, the authorised capital of ING Bank N.V. amounted to one billion, eight hundred and eight million euros (EUR 1,808,000,000) and was divided as follows:

a. one billion, five hundred and ninety-nine million, nine hundred and ninety-nine thousand, nine hundred and fifty (1,599,999,950) ordinary shares, each having a nominal value of one euro and thirteen cents (EUR 1.13); and

b. fifty (50) preference shares, each having a nominal value of one euro and thirteen cents (EUR 1,13), divided into twenty-six (26) series, each designated by a different letter, of which series A, B, D, and E each consists of one (1) preference share, series F to Y inclusive each consists of two (2) preference shares and series C and Z each consists of three (3) preference shares, each series of preference shares counting as a separate class of share.

The issued and paid-up capital amounted to EUR 525 million, consisting of 465 million ordinary shares and seven preference shares at 31 December 2023.

Significant Developments in 2023

On 6 February 2023, a devastating earthquake with multiple aftershocks struck southern and central Türkiye and northern and western Syria causing a significant tragedy for the people and continues to cause disruption to business and economic activity in the region.

Market turmoil

Financial markets, and the banking sector in particular, experienced turmoil in the first half of 2023, with the collapse of Silicon Valley Bank, followed by Signature Bank and Credit Suisse. These events have resulted in increased uncertainty in the global macroeconomic environment. The response by government regulators and central banks to the recent turmoil in financial markets, including the response by Swiss authorities to the collapse of Credit Suisse, has caused market participants to question how regulators and central banks will utilise resolution authority powers with respect to financial institutions or otherwise respond in the event of further turbulence or crisis in financial markets.

ING's strategy

ING's purpose is to empower people to stay a step ahead in life and in business. ING's updated strategy, introduced in 2022, is built around this purpose and making a difference for people and the planet. In a world that's constantly changing, ING is a digital and sustainability pioneer, adept at adapting to the trends impacting its business.

ING's two overarching priorities are giving customers a superior customer experience (CX) and putting sustainability at the heart of what it does.

ING also has four enabling priorities:

1. Providing seamless, digital services;
2. Using its scalable tech and operations;
3. Staying safe and secure; and
4. Unlocking its people's full potential.

Superior customer experience

As an organisation ING needs to be customer focused – after all, customers are whom ING is here for, its reason for being. ING wants to provide them with the products and services they need: executing payments and other transactions, keeping and managing their money and savings and extending loans and making investments. ING's aim is to do all that with an experience that is easy, instant, personal and relevant. ING realises that different types of customers have different needs. ING can make a difference by helping customers plan for the future and make informed financial decisions, and by providing suitable financial products and customised advice. For more information, please see "*Superior customer experience*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Sustainability at the heart

ING has a role in society to define new ways of doing business that align with economic changes, growth and social impact. Climate change is one of the world's biggest challenges, threatening societies as we know them today. ING is determined to be a banking leader in building a sustainable future for customers, society and the environment. ING wants to lead by example by striving for net zero in its own operations. ING also wants to play its part in the low-carbon transformation that's necessary to achieve a sustainable future, aiming to steer its financing towards meeting global climate goals and working with clients to achieve their own sustainability goals. For more information, please see "*ESG overview*" in the 2023 Groep Annual Report, which is incorporated by reference into this Registration Document.

ING's enablers

Providing seamless digital services

ING knows that it can serve its customers better with robust, 'always on' channels, providing data-enabled personalised experiences and end-to-end digitalisation of processes with human intervention only where needed or desired. For more information, please see "*Providing seamless digital services*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Using scalable tech and operations

A technology and operations foundation that is modular and scalable brings many benefits, including support for providing a superior customer experience, increased safety, speeding up time-to-volume, shortening time-to-market, and lowering cost-to-serve. For more information, please see "S*calable tech and operations*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Staying safe and secure

For a bank, trust is the starting point, the most basic requirement vis-à-vis all stakeholders. People trust ING with their money and with their data, and keeping that safe is crucial. As a gatekeeper to the financial system, ING has an important role in the collective fight against fraud, cybercrime and financial & economic crimes. For more information, please see "*Staying safe and secure*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Unlocking ING's people's full potential

People are ING's greatest asset. ING seeks to attract, develop and retain the best people, and ING's sustained success is founded on their continued commitment. What will unlock their full potential is ING's inclusive Orange culture where everyone has the opportunity to develop and have an impact for its customers and society. For more information, please see "*Unlocking our people's full potential*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

Regulation and Supervision

The banking and broker-dealer businesses of ING are subject to detailed and comprehensive supervision in all of the jurisdictions in which ING conducts business.

Regulatory agencies and supervisors have broad administrative power and enforcement capabilities over many aspects of ING's business, which may include liquidity, capital adequacy, permitted investments, ethical issues, money laundering, anti-terrorism measures, privacy, recordkeeping, product and sale suitability, marketing and sales practices, ESG, remuneration policies, personal conduct and its own internal governance practices. Also, regulators and other supervisory authorities in the EU, the U.S. and elsewhere continue to scrutinise payment processing and other transactions and activities of the financial services industry through laws and regulations governing such matters as money laundering, anti-terrorism financing, tax evasion, prohibited transactions with countries or persons subject to sanctions, and bribery or other anti-corruption measures.

European Regulatory framework

The Single Supervisory Mechanism ("**SSM**") is the first pillar of the Banking Union and has been operational since 4 November 2014. The SSM is composed of the European Central Bank ("**ECB**") and the national competent authorities of the participating EU member states. The main aims of European banking supervision are to ensure the safety and soundness of the European banking system, increase financial integration and stability and ensure consistent supervision. Under the SSM, the ECB is the Issuer's and ING Group's principal prudential supervisor. The ECB is amongst others responsible for tasks such as market access, compliance with capital and liquidity requirements and governance arrangements. National competent authorities, including the Dutch Central Bank (*De Nederlandsche Bank* or "**DNB**") for ING Group and ING Bank, remain responsible for supervision of tasks that have not been transferred to the ECB such as financial crime and payment supervision. See also '*Risk Factors – Risks related to the regulation and supervision of the Group – Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations may increase the Issuer's operating costs and limit the Issuer's activities*'.

The SSM is complemented by the second pillar of the Banking Union, the Single Resolution Mechanism ("**SRM**"), which comprises the Single Resolution Board ("**SRB**") and the national resolution authorities. The SRM is fully responsible for the resolution of banks within the Eurozone since 1 January 2016. The rules underpinning the SRM could have a significant impact on business models and capital structure of financial groups in order to become resolvable.

As the third pillar of the Banking Union, the EU wants to further harmonise the regulation for Deposit Guarantee Schemes ("**DGS**"). One of the key elements is the creation of ex-ante funded DGS funds, financed by risk-weighted contributions from banks. Since 2015, the EU has been discussing a pan-European (or pan-banking union) DGS (the European Deposit Insurance Scheme ("**EDIS**")), which would (partly) replace or complement national compensation schemes, but there is no EDIS yet as political negotiations have stalled. On 18 April 2023, the European Commission published the proposals for the revision of the common framework for bank crisis management and deposit insurance ("**CMDI**") that focuses on small and medium-size banks, but will affect all EU banks. The CMDI framework consists of the Bank Recovery and Resolution Directive ("**BRRD**"), the Single Resolution Mechanism ("**SRMR**") and the Deposit Guarantee Schemes Directive ("**DGSD**"). Proposals on revision of the CMDI are now subject to political negotiations (with some exceptions concerning e.g. changes to the so called "daisy-chain" deductions framework that were already agreed politicly, and might affect how ING's subsidiaries calculate their internal MREL ratios once proposals are published). The revision of the CMDI framework is part of the debate on the completion of the Banking Union and in particular its third and missing pillar EDIS.

Dutch Regulatory Framework

The Dutch regulatory system for financial supervision consists of prudential supervision – monitoring the soundness of financial institutions and the financial sector, and conduct-of-business supervision – regulating institutions' conduct in the financial markets. As far as prudential supervision has not been transferred to the ECB, it is exercised by the Dutch Central Bank (*De Nederlandsche Bank* or "**DNB**"), while conduct-of-business supervision is performed by the Dutch Authority for the Financial Markets (*Autoriteit Financiële Markten* or "**AFM**").

Global Regulatory Environment

There is a variety of proposals for laws and regulations that could impact ING globally, in particular those made by the Financial Stability Board and the Basel Committee on Banking Supervision at the transnational level and an expanding series of supranational directives and national legislation in the European Union (see '*Risk Factors – Risks related to the regulation and supervision of the Group –Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations governing the Issuer's business may reduce its profitability*). The aggregated impact and possible interaction of all of these proposals are hard to determine, and it may be difficult to reconcile them where they are not aligned. The financial industry has also taken initiatives by means of guidelines and self-regulatory initiatives.

Dodd-Frank Act and other U.S. Regulations

ING Bank has a limited direct presence in the United States through the ING Bank Representative Offices in New York, Dallas (Texas), Houston (Texas) and Los Angeles (California). Although the offices' activities are strictly limited to essentially that of a marketing agent of bank products and services and a facilitator (i.e. the offices may not take deposits or execute any transactions), the offices are subject to the regulation of the State of New York Department of Financial Services, the State of Texas Department of Banking, the California Department of Financial Protection and Innovation, as well as the Federal Reserve. ING Bank also has a subsidiary in the United States, ING Financial Holdings Corporation, which through several operating subsidiaries offers various financial products, including lending, and financial markets products. These entities do not accept deposits in the United States on their own behalf or on behalf of ING Bank N.V.

The ING subsidiary, ING Capital Markets LLC, is registered as a swap dealer and subject to a statutory regulatory regime and CFTC rules and oversight. As a registered entity, it is subject to, among others, business conduct, record-keeping and reporting requirements, as well as margin requirements and capital requirements. In that regard, because ING Capital Markets LLC is not subject to regulation by a prudential regulator, it is required to comply with the CFTC's capital requirements. In addition to the obligations imposed on registrants (such as swap dealers), other requirements relating to reporting, clearing, and on-facility trading have been imposed for much of the off-exchange derivatives market and new risk management requirements have been proposed focused on business continuity, cybersecurity, and operation resilience generally. It is possible that some of these compliance requirements, especially the capital requirements, will increase the costs of and restrict participation in the derivative markets. This could have the effect of restricting trading activity, reducing trading opportunities and market liquidity, potentially increasing the cost of hedging transactions and the volatility of the relevant markets. This could adversely affect the business of ING in these markets. The proposed new risk management requirements could impose significant compliance costs to the extent inconsistent with the existing group-wide framework.

ING Capital Markets LLC is also registered as a security-based swap dealer and is subject to a statutory regulatory regime and SEC rules and oversight. The SEC has adopted regulations, among others, establishing registration, reporting, risk management, business conduct, and margin and capital requirements for security-based swaps. While ING Capital Markets LLC, as a security-based swap dealer, is required to comply with SEC rules with respect to most of these requirements, SEC rules have permitted an "Alternative Compliance

Mechanism” that allows for compliance, subject to eligibility requirements, with CFTC capital and margin rules applying to swap dealers in lieu of SEC capital and margin rules applying to security-based swap dealers. ING Capital Markets LLC has elected to use the Alternative Compliance Mechanism. However, should ING Capital Markets LLC in the future be ineligible for the “Alternative Compliance Mechanism”, it would be subject to SEC security-based swap dealer rules for margin, capital, and related financial reporting instead of the CFTC swap dealer rules applied to security-based swaps with respect to margin, capital, and related financial reporting.

On 15 December 2021, the SEC proposed new rules that would for the first time impose public reporting requirements for some significant security-based swaps positions. The rules would apply even to trades between non-U.S. counterparties, including ING Bank, provided that the issuer of the reference securities underlying the security-based swaps is organized in the U.S., the issuer of the reference securities underlying the security-based swaps has its principal place of business in the U.S., or the securities are in certain categories registered with the SEC. These proposed regulations, if adopted in their current form, could constrain trading activity in security-based swaps. In addition, there are, or may be in the future, regulatory requirements or limitations related to other categories of equity derivatives, such as options or forwards, that could similarly constrain trading activity in such instruments as well. These various requirements and limitations with respect to equity derivatives generally could have a significant impact on the liquidity and utility of these markets, materially impacting ING’s business in this market.

In addition, position limits requirements have been imposed by the CFTC for uncleared swaps referencing any of twenty-five commodity futures contracts on physical commodities. In addition, on 1 January 2023, these position limits were extended to certain positions in swaps that are “economically equivalent” to the enumerated futures contracts. The position limits on futures and related swaps could limit ING’s position sizes in these swaps referencing specified physical commodities and similarly limit the ability of counterparties to utilise certain of its products to the extent hedging exemptions from the position limits are unavailable.

The Dodd-Frank Act also created a new agency, the Financial Stability Oversight Council (“**FSOC**”), an inter-agency body that is responsible for monitoring the activities of the U.S. financial system, designating systemically significant financial services firms and recommending a framework for substantially increased regulation of such firms, including systemically important non-bank financial companies that could consist of securities firms, insurance companies and other providers of financial services, including non-U.S. companies. ING has not been designated a systemically significant non-bank financial company by FSOC and FSOC initiating such a designation is, as at the date of this Registration Document, deemed unlikely.

Dodd-Frank continues to impose significant requirements on the Issuer, some of which may have a material impact on its operations and results, as discussed further under ‘*Risk Factors – Risks related to the regulation and supervision of the Group –Changes in laws and/or regulations governing financial services or financial institutions or the application of such laws and/or regulations governing the Issuer’s business may reduce its profitability*’.

Basel III and European Union Standards as currently applied by ING Bank

In all jurisdictions where the bank operates through a separate legal entity that is a credit institution, ING must meet the local implementation of Basel requirements as well. ING uses the Advanced IRB Approach for credit risk, the Internal Model Approach for its trading book exposures and the Advanced Measurement Approach for operational risk. A small number of portfolios including certain sovereign exposures are reported under the Standardised Approach for credit risk.

In December 2010, the Basel Committee on Banking Supervision announced higher global minimum capital standards for banks, and has introduced a new global liquidity standard and a new leverage ratio (“**LR**”). The Basel Committee's package of reforms, collectively referred to as the “Basel III” rules, has, among other requirements, increased the amount of common equity required to be held by subject banking institutions, has prescribed the amount of liquid assets and the long term funding a subject banking institution must hold at any given moment, and has limited leverage. Banks are required to hold a "capital conservation buffer" to withstand future periods of stress. Basel III has also introduced a "countercyclical buffer" as an extension of the capital conservation buffer, which permits national regulators to require banks to hold more capital during periods of high credit growth (to strengthen capital reserves and moderate the debt markets). Further, Basel III has strengthened the definition of capital that has the effect of disqualifying many hybrid securities during the years 2013-2022, as well as increased capital requirements associated with certain business conditions (for example, for credit value adjustments ("**CVAs**") and illiquid collateral) as part of a number of reforms to the Basel II framework. In addition, the Basel Committee and Financial Stability Board ("**FSB**") published measures that have had the effect of requiring higher loss absorbency capacity, liquidity surcharges, exposure limits and special resolution regimes for, and instituting more intensive and effective supervision of, "systemically important financial institutions" ("**SIFIs**"), in addition to the Basel III requirements otherwise applicable to most financial institutions. One such measure, published by the FSB in November 2015, is the Final Total-Loss Absorbing Capacity ("**TLAC**") standard for G-SIFIs, which aims for G-SIFIs to have sufficient loss-absorbing and recapitalisation capacity available in resolution. ING Bank has been designated by the Basel Committee and FSB as a so-called "Global Systemically Important Bank" ("**G-SIB**"), since 2011, and by DNB and the Dutch Ministry of Finance as an "other SII" ("**O-SII**") since 2011. Since December 2020 DNB has required ING Group to hold a 2.5% O-SII Buffer in addition to the capital conservation buffer and the countercyclical buffer described above. In May 2023 DNB announced that O-SII Buffer for ING Group will be lowered to 2.0% from 31 May 2024.

CRR / CRD IV

For European banks the Basel III requirements have been implemented through the Capital Requirement Regulation ("**CRR**") and the Capital Requirement Directive ("**CRD IV**"). The CRD IV regime entered into effect in August 2014 in the Netherlands, but not all requirements were implemented all at once. Having started in 2014, the requirements have been gradually tightened, mostly before 2019, until the Basel III migration process was completed.

CRD IV has not only resulted in new quantitative requirements but has also led to the setting of new standards and evolving regulatory and supervisory expectations in the area of governance, including with regard to topics like conduct and culture, strategy and business models, outsourcing and reporting accuracy.

CRRII / CRD V and BRRDII

On 27 June 2019, a series of measures referred to as the Banking Reform Package (including certain amendments to CRR and CRD IV commonly referred to as "**CRR II**" and "**CRD V**") came into force, subject to various transitional and staged timetables. The adoption of the Banking Reform Package concluded a process that began in November 2016 and marks an important step toward the completion of the European post-crisis regulatory reforms, drawing on a number of international standards agreed by the Basel Committee, the Financial Stability Board and the G20. CRD V was implemented in Dutch law in 2020. The Banking Reform Package updates the framework of harmonised rules established following the financial crisis of 2008 and introduces changes to the CRR, CRD IV, the Bank Recovery and Resolution Directive ("**BRRD**") and the Single Resolution Mechanism Regulation ("**SRMR**"). The Banking Reform Package covers multiple areas, including the Pillar 2 framework, the introduction of a leverage ratio requirement of 3% and a leverage ratio buffer requirement of 50% of the G-SIB buffer requirement (applicable per 1 January 2023), a binding Net Stable Funding ("**NSFR**") ratio based on the Basel NSFR standard but including adjustments with regard to e.g. pass-through models and covered bonds issuance, mandatory restrictions on distributions, permission for reducing own funds and eligible liabilities, macroprudential tools, a new category of 'non-preferred' senior debt, the minimum requirement for own funds and eligible liabilities ("**MREL**") and the integration of the TLAC standard into EU legislation. Further, the EBA obtained a mandate to investigate how to incorporate environmental, social, and governance ("**ESG**") risks into the supervisory process and what the prudential treatment of assets associated with environmental or social objectives should look like.

Whilst the Banking Reform Package was being developed, the ECB introduced the Targeted Review of Internal Models ("**TRIM**") in June 2017 to assess reliability and comparability between banks' models for calculating each bank's risk-weighted assets ("**RWA**") used for determining certain of such bank's capital requirements. In July 2019, the ECB published the final chapters of the guide to internal models, covering credit risk, market risk and counterparty credit risk. These risk type-specific chapters are intended to ensure a common and consistent approach to the most relevant aspects of the regulations on internal models for banks directly supervised by the ECB. Additionally, they provide transparency on how the ECB understands the regulations on the use of internal models to calculate own funds requirements for the three risk types. Impact on ING is through more stringent regulation on the end-to-end process and governance around internal models as well as an increase of RWA.

In 2020, the last TRIM ECB inspection ended. Most of the remedial actions triggered by the TRIM assessments resulted in the redevelopment of the credit risk models and were addressed. The resolution of remaining remedial actions is ongoing and is linked mainly to the implementation timelines of the CRRIII/CRD VI.

CRR "quick fix" in response to the Covid-19 pandemic

On 26 June 2020 Regulation (EU) 2020/873 of the European Parliament and of the Council of 24 June 2020 amending Regulations CRR as regards certain adjustments in response to the Covid-19 pandemic (commonly referred to as CRR "quick fix") was published.

The CRR 'quick fix' introduced certain adjustments to the CRR, including temporary measures and measures that early adopt changes in the regulations that were intended to become effective at a future date. This notably included reduced capital requirement for certain exposures to small- and medium sized enterprises (SMEs), a more favourable prudential treatment for certain software assets, one year delay in the application of the leverage ratio buffer requirement of 50% of the G-SIB buffer (to 1 January 2023). Also, the 'quick fix' extended by 2 years transitional arrangements for mitigating the impact on own funds of the introduction of IFRS 9 (Article 473a (8) of CRR).

Final Basel III reforms

In December 2017 the Basel Committee finalised its Basel III post-crisis reforms with the publication of the revisions to the prudential standards for credit, operational and credit valuation adjustment (CVA) risk as well as the introduction of an output floor. This package of reforms aims to increase consistency in risk-weighted asset calculations and improve the comparability of banks' capital ratios. The use of internal models will be reduced and the standardised approaches will be made more risk-sensitive and granular.

Following a one-year deferral due to Covid-19, these reforms will take effect from 1 January 2023 and will be phased in over five years. The implementation of the EU/Basel III reforms will have impact on ING's risk-weighted assets and capital ratios, but it is expected that other new banking regulations and model reviews bring forward a significant part of this impact before the EU implementation date.

CRRIII / CRD VI

On 27 October 2021, the European Commission published a legislative proposal to review the EU's CRD/CRR framework. The review consists of the following legislative elements: a proposal to amend CRD V, a proposal to amend CRR II, and a separate, targeted proposal to amend CRR II in the area of resolution (the so-called 'daisy chain'-proposal).

This proposed legislative review's key aim is to implement the final Basel III framework – agreed at the end of 2017 - in the EU. It is meant to ensure banks remain resilient and capable of withstanding future crises The proposed revisions mainly relate to the prudential standards for credit, market, operational and credit valuation adjustment ("**CVA**") risk as well as the introduction of an output floor. Key changes comprise the reduced use of internal models and more risk-sensitive and granular standardised approaches. It aims to increase consistency in risk-weighted asset calculations and improve comparability of bank capital ratios. The Commission's proposal remains close to the 2017 Basel agreement, but in some areas (often temporarily) includes targeted measures to account for specificities of the EU banking sector. These measures relate to topics such as the calculation of the output floor, lending to unrated corporates, specialized lending, property lending and counterparty credit risk. The European Commission expects that overall risk-weighted assets will not increase significantly, on average, less than 10% for EU banks at the end of the transition period.

The proposed implementation date is set at 1 January 2025 for most provisions under review, with a phase-in period for the output floor of five years. This is two years later than the BCBS's deadline. The European Commission also proposes a number of other targeted transitional requirements, phasing out by 2032 at the latest.

In December 2023 the EU co-legislators reached a political agreement on the review, but the final legislative texts are yet to be published.

Capital requirements applicable to ING Group at a consolidated level

In accordance with the CRR the minimum Pillar I capital requirements applicable to ING Group are: a Common Equity Tier 1 ("**CET1**") ratio of 4.5%, a Tier 1 ratio of 6% and a Total capital ratio of 8% of risk-weighted assets.

In 2020, as a reaction to the Covid-19 pandemic, relevant regulators introduced a number of changes to the Pillar II capital requirements and the capital buffer requirements applicable to ING, including structural reductions. The structural reductions of these capital requirements reflect the application of Art.104a in CRD V, which allowed ING to replace CET1 capital with additional Tier 1 / Tier 2 securities to meet Pillar II requirement, and a reduction in the overall systemic buffer (i.e. the Systemic Risk Buffer plus the highest of the O-SII and G-SII buffer) by the Dutch National Bank from 3% to 2.5%. Similarly, various competent authorities changed or removed their Countercyclical Buffer ("**CcyB**") requirements as a response to the Covid-19 pandemic.

Recently, however, various authorities began to increase the CCyB again, including De Nederlandsche Bank ("**DNB**"; for exposures in the Netherlands), Bundesanstalt für Finanzdienstleistungsaufsicht ("**BaFin**"; for exposures in Germany) and National Bank of Belgium ("**NBB**"; for exposures in Belgium). DNB increased the CCyB to 1% from May 2023 and to 2% from May 2024 (in line with the revised countercyclical capital buffer framework DNB intends to apply a 2% CCyB in a standard risk environment). BaFin decided to set the CCyB at 0.75% from February 2023. NBB increased the Ccyb to 0.5% from October 2023 and to 1% from April 2024. Other authorities announced increases too.

The CET1 requirement, including buffers, for ING Group at a consolidated level was 10.98% as end of 2023. This requirement is the sum of a 4.5% Pillar I requirement, a 0.98% Pillar II requirement, a 2.5% Capital Conservation Buffer (CCB), a 0.50% Countercyclical Buffer (CCyB) (based on 31 December 2023 positions) and a 2.5% O-SII buffer that is set separately for Dutch systemic banks by the Dutch Central Bank (*De Nederlandsche Bank*). This requirement excludes the Pillar II guidance, which is not disclosed. The fully loaded CET1 requirement (that reflects measures already known on 31 December 2023 but not yet applicable) would amount to 10.76% (4.5% Pillar I requirement, a 0.93% Pillar II requirement, a 2.5% CCB, a 0.84% CCyB and a 2.0% O-SII buffer).

The Maximum Distributable Amount (MDA) trigger level stood at 10.98% as end of 2023 for CET1, 12.81% for Tier 1 Capital and 15.25% for Total Capital (after the application of Art.104a of CRDV). ING Group met these requirements. In the event that ING Group breaches the MDA level, ING will face restrictions on dividend payments, AT1 instruments coupons and payment of variable remuneration.

Bank Recovery and Resolution Directive

Since its adoption by the European Parliament in 2014, the Bank recovery and resolution directive ("**BRRD**") has become effective in all EU countries after transposition into national law, including in the Netherlands. The BRRD aims to safeguard financial stability and minimise the use of public funds in case banks face financial distress or fail to comply with the BRRD. Banks across the EU need to have recovery plans in place and need to cooperate with resolution authorities to determine, and make feasible, the preferred resolution strategy. The banking reform which came into force on 27 June 2019 includes changes to the minimum requirement for own funds and eligible liabilities ("**MREL**") to ensure an effective bail in process. It also includes new competences for resolution authorities and requires G-SIBs and other banks to build up loss-absorbing and recapitalisation capacity.

In April 2023 the European Commission published a legislative proposal to review the EU's existing bank crisis management and deposit insurance ("**CMDI**") framework, with a focus on medium-sized and smaller banks. Key elements of the proposal include among others: 1) a further harmonization of national insolvency hierarchies - all deposits would rank above ordinary unsecured claims in insolvency and the relative ranking between the different categories of deposits would be replaced by a single tier depositor preference (this may result in a detriment to ordinary unsecured liabilities in case they would no longer rank pari-passu with some of the deposits), 2) a broader use of deposit guarantee schemes to support resolution of banks, and 3) an expansion of the scope of resolution tools for smaller and mid-size banks. The EU co-legislators continue to negotiate the proposals. Based on the draft proposal, majority of the changes would apply from 18 months from the date of entry into force.

ING has had a recovery plan in place since 2012. The plan includes information on crisis governance, recovery indicators, recovery options, and operational stability and communication measures. The plan enhances the bank's readiness and decisiveness in case of a financial crisis. The plan is updated annually to make sure it stays fit for purpose. The completeness, quality and credibility of the updated plan is assessed each year by ING's regulators.

The Single Resolution Board ("**SRB**") confirmed to ING in 2017 that a single-point-of-entry (SPE) strategy is ING's preferred resolution strategy, with ING Groep N.V. as the resolution entity.

In 2023, ING Group received an updated formal notification from De Nederlandsche Bank ("**DNB**") of its MREL requirements. The MREL requirement has been established to ensure that banks in the European Union have sufficient own funds and eligible liabilities to absorb losses and to recapitalize bank in the case of a resolution. The MREL requirement is set for ING Group at a consolidated level, as determined each year by the Single Resolution Board ("**SRB**"). The following MREL requirements for ING Group were applicable on 31 December 2023: 22.29% of RWA, and 5.97% of LR exposure (intermediate MREL targets set by SRB). From 1 January 2024, ING Group will be subject to the following MREL requirements: 23.51% of RWA, and 7.27% of LR exposure.

CRR II implements the Financial Stability Board's total loss absorbing ("**TLAC**") requirement for Global Systemically Important Institutions (**"G-SII"),** which is the EU equivalent of a G-SIB. The transitional requirement - the higher of 16% of the resolution group's RWA or 6% of the leverage ratio exposure measure - applied immediately. The higher requirement - 18% and 6.75%, respectively - came into effect as of 1 January 2022. As a G-SII ING is required to meet the TLAC requirement alongside the other minimum regulatory requirements set out in EU regulation.

On top of MREL and TLAC RWA requirements, ING Group is required to meet the Combined Buffer Requirement (CBR) of 5.50% of CET1 (as of 31 December 2023). Fully loaded CBR (that reflects measures already known on 31 December 2023 but not yet applicable) would amount to 5.34%. ING Group met these requirements. If ING Group breaches the CBR on top of MREL/TLAC (M-MDA), ING may face restrictions on dividend payments, AT1 instruments coupons and payment of variable remuneration.

Apart from the requirements for the Group on a consolidated level, the internal MREL requirements are also set for individual ING subsidiaries in the EU.

Stress testing

Stress testing is an important risk management tool that provides input for strategic decisions and capital planning. The purpose of stress testing is to assess the impact of plausible but severe stress scenarios on ING's capital and liquidity position. Stress tests provide complementary and forward-looking insights into the vulnerabilities of certain portfolios, with regards to adverse macroeconomic circumstances, stressed financial markets, and changes in the (geo)political climate. In addition to assessing P&L, capital and liquidity positions of ING for a range of different scenarios, idiosyncratic risks are also included. The outcome of these stress tests help management get insight into the potential impact and define actions to mitigate this potential impact.

In addition to running internal stress test scenarios to reflect the outcomes of the annual risk assessment, ING also participates in regulatory stress test exercises. ING participated in the 2023 EU-wide stress test. The exercise has been coordinated by the European Banking Authority (EBA) and carried out in cooperation with the European Central Bank (ECB), the European Systemic Risk Board (ESRB), the European Commission (EC) and the Competent Authorities (CAs) from all relevant national jurisdictions. The baseline macro-financial scenario is based on the projections from the EU national central banks, IMF and OECD. The adverse stress test scenario was developed by the ESRB. Both the scenario covers the three years from 2023 to 2025 in line with the EBA methodology.

The 2023 EU-wide stress test exercise was carried out applying a static balance sheet assumption as of December 2022, and therefore does not take into account current or future business strategies and mitigating actions. The results of the EBA stress test shows that even under the severe but hypothetical scenario ING's is able to withstand these circumstances even when no mitigating actions have been taken into account. Under the hypothetical baseline scenario and EBA's methodological instructions, ING Group would have a fully loaded common equity Tier 1 capital ratio (CET1) of 14.37% in 2025. Under the hypothetical adverse scenario and EBA's methodological instructions, ING Group would have a fully loaded CET1 ratio of 8.92% in 2025. ING's commitment to maintain a robust, fully-loaded Group common equity Tier 1 (CET1) ratio in excess of prevailing requirements remains. ING Group published an actual CET1 ratio of 14.47% per 31 December 2022 (a reference date for the stress test), and 14.68 % per 31 December 2023. The next EBA EU-wide stress test will be held in 2025.

Deposit Schemes

In the Netherlands and other jurisdictions, deposit guarantee schemes and similar funds ('Compensation Schemes') have been implemented from which compensation may become payable to customers of financial services firms in the event the financial service firm is unable to pay, or unlikely to pay, claims against it. In many jurisdictions in which ING operates, these Compensation Schemes are funded, directly or indirectly, by financial services firms which operate and/or are licensed in the relevant jurisdiction. ING Bank is a participant in the Dutch Deposit Guarantee Scheme ('DGS'), which guarantees an amount of EUR 100,000 per person per bank (regardless of the number of accounts held). Based on the EU Directive on deposit guarantee schemes, ING pays quarterly risk-weighted contributions into a DGS-fund. The DGS-fund is to grow to a target size of 0.8% of all deposits guaranteed under the DGS, which is expected to be reached in July 2024. In case of failure of a Dutch bank, depositor compensation is paid from the DGS-fund. If the available financial means of the fund are insufficient, Dutch banks, including ING, may be required to pay extraordinary ex-post contributions not exceeding 0.5% of their covered deposits per calendar year. In exceptional circumstances and with the consent of the competent authority, higher contributions may be required. However, extraordinary ex-post contributions may be temporarily deferred if, and for so long as, they would jeopardise the solvency or liquidity of a bank.

Since 2015, the EU has been discussing the introduction of a pan-European deposit guarantee scheme ("**EDIS**"), but so far no political agreement has been reached on the creation of EDIS. To strengthen the Banking Union, the common framework for bank crisis management and deposit insurance ("**CMDI**") might be reformed by making changes to three existing key pieces of EU legislation: the Bank Recovery and Resolution Directive ("**BRRD**"), the Single Resolution Mechanism Regulation ("**SRMR**"), and the Deposit Guarantee Schemes Directive ("**DGSD**"). The European Commission published the proposals on 18 April 2023.

Instant Payments and the Payment Services Regulation/PSD3

In November 2023 the Council and the European Parliament reached political agreement on the proposal for an instant payments regulation. The proposal aims to ensure that instant payments in euro are affordable, secure and without hindrance across the European Union. Instant Payments are to be credited to the account of the beneficiary within 10 seconds after receipt of the payment order by the payer's payment service provider and shall be available 24 hours a day all year round. The regulation introduces a service to be provided by payment service providers to payers to verify the match between the bank account number and the name of the beneficiary provided by the payer to prevent mistakes or fraud.

In June 2023 the European Commission launched its proposal for the Payment Services Regulation ("**PSR**") and Payment Services Directive 3, which together will succeed the current directive for payment services ("**PSD2**"). The main changes relate to fraud, further development of open banking, the granting of access to payment systems to non-bank payment service providers, further improving consumer rights and obligations and national competent authorities to closely monitor compliance and take enforcement action where relevant.

The combat of fraud stands out and addresses new fraud types, such as impersonation fraud. To that end PSR introduces: an obligation for electronic communications services providers to contribute to the collective fight against fraud, the IBAN/name check, a legal basis for payment service providers to share fraud related data, intensified transaction monitoring and an obligation for payment service providers to increase fraud awareness through education. All actors in the ecosystem must contribute to the combat of fraud. PSR grants certain refund rights to consumers that suffered damages from the failure of the IBAN/name verification or that are a victim of bank employee impersonation fraud. Agreement on final texts is not expected for the upcoming European elections.

The single currency package: the digital euro and access to cash

In October 2023 the ECB's governing council announced to start the preparation phase for the digital euro. In June 2023 the European Commission launched its legislative proposal establishing the legal framework for such euro. It will ensure that people and business when paying with central bank money also have the possibility to pay digitally, both online and offline, in addition to coins and banknotes. The legislative proposal on the legal tender of euro cash safeguards the role of cash, it shall continue to be a means of payment and should continue to be easily accessible.

Benchmarks Regulation

In 2016, the EU adopted a Regulation (the "**Benchmarks Regulation**" or "**BMR**") on indices used in the EU as benchmarks in financial contracts and financial instruments. The Benchmarks Regulation became effective on 1 January 2018.

The BMR among others requires that supervised entities may only use benchmarks in the EU if these benchmarks are provided by administrators that are registered with the European Securities and Markets Authority ("**ESMA**").

Benchmarks that are based on input from contributors shall have a code of conduct in place designed primarily to ensure reliability of input data, governing issues such as conflicts of interest, internal controls and benchmark methodologies. Financial contracts and financial instruments in which benchmarks are used by supervised entities require to have robust fall back wording included in their documentation.

Benchmarks, such as the London Interbank Offered Rate ("**LIBOR**"), the Euro Overnight Index Average ("**EONIA**"), the Warsaw Interbank Offered Rate ("**WIBOR**"), the Canadian Dollar Offered Rate ("**CDOR**") and Mexico's Interbank Equilibrium Interest Rate ("**TIIE**"), have been either discontinued or are the subject of ongoing national and international regulatory reform. ING has established a global benchmarks transition office which is coordinating benchmark transitions with a global impact, to safeguard a controlled execution of all elements in a transition. For qualitative and quantitative disclosures on IBOR transition, please see "*Risk Management – Market Risk*" and "*Note 33 - Derivatives and hedge accounting*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

KYC Requirements

Financial institutions continue to face new and increasingly complex regulatory requirements, contributing to increasing costs of compliance, in the context of heightened regulatory scrutiny. Generally, ING expects the scope and extent of regulations in the jurisdictions in which ING operates to continue to increase.

The evolving regulatory landscape drives the need for continuous change in the various processes, procedures and systems of the bank. Where the timeline for implementation of new or revised requirements is sometimes quite short, this presents challenges to financial institutions in general. In addition, in some instances, the complexity of the regulatory landscape gives rise to potential tension between applicable laws and regulations at a local and/or global level. For example, there seems to continue to be no full uniformity within the EU about the proper application, interpretation and/or execution of restrictive measures under EU sanctions against Russia (imposed as per February 2022, and updated from time to time since then, as further described in the below paragraph on '*Sanctions related developments*'). Another example is the potential tension between data privacy ("**GDPR**") and AML/CFT and anti-corruption laws and regulations; including the requirement to share information relating to financial crime concerns to manage risk exposure across the group, while complying with the legislative requirements relating to data, which can differ significantly depending on jurisdiction.

ING is focussed on continuing to embed applicable requirements in ING's processes and procedures, including in its IT systems and data sources, in a robust and sustainable way; driving a business environment which is compliant by desire and design. The bank also executes ongoing training and awareness to develop its people to have the right knowledge and skills.

In addition, ING aims to continuously monitor regulatory developments, as well as considering emerging and evolving risks. This supports assessment of the risks that ING may be exposed to and of the associated controls and processes ING has in place, so it can appropriately manage these risks in accordance with ING's risk appetite. For example, the volatile price and increased use of virtual assets, accompanied by the continuing growth of virtual assets service providers is a theme that continued to attract regulatory attention for potential money laundering, tax and sanctions evasion and terrorist financing.

AML/CTF-related developments

In July 2021, the Commission of the European Union (EU) presented a new package of legislative proposals to strengthen the EU's rules on anti-money laundering and countering the financing of terrorism (AML/CFT). This package consists of the following four items:

- a draft regulation, aimed to establish a new EU AML authority, which shall have direct administrative and enforceability powers to impose sanctions and penalties against obliged entities established in EU Member States (the AMLA). Given the cross-border nature of financial crime, the AMLA is aimed to boost the efficiency of the EU AML/CFT framework, by creating an integrated mechanism with national supervisors to ensure obliged entities comply with AML/CFT-related obligations in the financial sector. AMLA will also have a supporting role with respect to non-financial sectors, and coordinate financial intelligence units in EU member states. In addition to supervisory powers and in order to ensure compliance, in cases of serious, systematic or repeated breaches of directly applicable requirements, the AMLA shall impose pecuniary sanctions on the selected obliged entities;

- a draft regulation, recasting the current regulation on transfers of funds which aims to make transfers of crypto-assets more transparent and fully traceable by, inter alia, introducing the so-called 'travel rule' which aims to provide the EU with a solid and proportional framework that complies with the most demanding international standards on data sharing (data shall travel along with the funds and thus 'follow the money') and the exchange of crypto-assets, in particular recommendations 15 and 16 of the Financial Action Task Force (FATF);

- a draft regulation on AML requirements for the private sector, having direct effect in the local jurisdictions of EU Member States, catering for the prevention of the use of the financial system for the purposes of ML/TF (the AMLR); and

- a draft directive (AMLD6) on AML/CTF mechanisms, to be implemented into national laws and thereby put in place by the EU Member States for the prevention of the use of the financial system for the purposes of ML/TF, and repealing the fourth EU AML Directive, Directive (EU) 2015/840 (AMLD4), as amended by the fifth EU AML Directive, Directive (EU) 2018/843 (AMLD5).

In June 2022, the EU Council and Parliament reached a provisional agreement on the regulation on transfers of funds. More recently, in December 2023, the EU Council and the Parliament also reached a provisional agreement on the creation of the AMLA.

More (AMLA-, ALMR-, AMLD6- and other AML/CTF-related) developments are expected in the upcoming years, starting with 2024.

Policy with respect to certain countries

As a result of frequent evaluation of all businesses from economic, strategic and risk perspective ING continues to believe that for business reasons doing business involving certain specified countries should be discontinued. In that respect, ING has a policy not to enter into new relationships with clients from these countries and processes remain in place to discontinue existing relationships involving these countries. At present these countries are Cuba, Iran, North Korea, Sudan and Syria, as well as the Crimea region.

ING Group maintains a limited legacy portfolio of guarantees, accounts, and loans that involve various entities with a connection to Iran. These positions remain on the books but certain accounts related thereto are 'frozen' where prescribed by applicable laws and procedures and in all cases subject to increased scrutiny within ING Group. ING Group may receive loan repayments, duly authorised by the relevant competent authorities where prescribed by applicable laws. For the calendar year 2023, ING Group had limited revenues (comparable to the revenues in 2022, amounting to approximately USD 40,000). No net profit is made as there were no repayments made in 2023.

Sanctions related developments

Russia's invasion of Ukraine has fundamentally changed the global political landscape, resulting in a world-wide response, whereby new and significant sanctions packages were imposed against Russia and Belarus since the end of February 2022 and continuing later such year and throughout 2023. These new sanctions add to existing sanctions imposed on Russia since the 2014 annexation of Crimea.

A significant amount of new sanctions has therefore been implemented since. During 2023, there have been several noteworthy developments highlighting the increasing focus of the EU, US, and other governments on the potential circumvention of sanctions against Russia, and the roles of third countries and companies in facilitating the circumvention or undermining of such sanctions' measures. This has prompted a concerted effort by said governments to impose pressure on companies operating in these jurisdictions, and to stop the sanctions measures from being sidestepped by targeted Russian parties. The EU introduced additional measures combating sanctions circumvention and several locations have come into focus as potential diversion hubs. ING continues to actively combat sanctions circumvention and takes great efforts to make its employees and customers aware of the sanctions circumvention risks of the named countries. The increase in sanctions as a result of Russia's invasion has contributed to the increased efforts to cater for ING's control framework to remain robust to effectively mitigate against the bank's sanctions risks, and apply greater scrutiny of transactions alerted for heightened risk of non-compliance with applicable sanctions. With the Russian invasion of Ukraine, the global sanctions regimes have been in overdrive, creating a very complex environment, besides other geopolitical developments. Intensive focus on sanctions (worldwide) is expected to be continued for the coming years.

This expectation is based on the built experience that the international community is collectively leveraging their sanction tools in response to the many escalations of Russia's invasion of Ukraine and the ongoing war ever since, thereby however also noting that sanction measures of the U.S., U.K. and EU and other partner countries can differ in their scope and these differences present complex operational and legal challenges for business that operate globally or facilitate global trade and payment activities. These complexities and challenges require careful navigation. The scope of the restrictive measures are generally broad, yet often also nuanced and made subject to relatively detailed factual context, ranging from prohibitions and restrictions which target specific industries, or types of business or activity, to asset freeze sanctions which target specifically listed/designated corporates, private individuals, and certain legal structures and entities owned and/or controlled by these targeted individuals.

Accordingly, as part of ING's know your customer and compliance risk governance and procedures, ING is continuously monitoring the situation to stay abreast on all relevant updates to implement effective and appropriate additional control measures and to manage the increased risk and financial impacts of these developments.

Operationally, the impact of these enhancements has resulted in the need for additional staff members to review and apply greater scrutiny of transactions alerted for heightened risk of non-compliance with applicable sanctions.

For additional information regarding regulatory developments, please see "*Risk Management - Compliance Risk*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

ESG Reporting Regulations

Environmental, Social and Governance ("**ESG**") metrics and disclosures are an increasing focus for businesses as they respond to a wave of scrutiny from all manner of stakeholders, from investors and regulators to employees and customers. There's an expectation that ESG disclosures will comply with mandatory and voluntary reporting requirements and be reliable, verifiable and comparable to allow those stakeholders to make decisions that matter to them.

Non-Financial Reporting Directive (NFRD)

Since 2018, companies like ING within the scope of the NFRD (Directive 2014/95/EU) have been required to disclose information on non-financial matters (environmental, social and employee matters, human rights, bribery and corruption). The objective of the NFRD is to improve the quality and quantity of corporate non-financial information reporting.

Under the NFRD, large, listed companies, banks and insurance companies ('public interest entities') with more than 500 employees are required to publish reports on the policies they implement in relation to social responsibility and treatment of employees; respect for human rights; anti-corruption and bribery; and diversity on company boards (in terms of age, gender, educational and professional background). In particular, the NFRD requires companies to disclose information about their business models, policies (including implemented due diligence processes), outcomes, risks and risk management, and Key Performance Indicators relevant to the business.

Corporate Sustainability Reporting Directive (CSRD)

The CSRD (directive (EU) 2022/2464) was published in December 2022 in the Official Journal of the European Union and should be transposed into national law by 6 July 2024. It profoundly revises the the ESG reporting requirements under the NFRD, Accounting Directive and the Transparency Directive, and it is designed to bring sustainability reporting on par with financial reporting over time and monitor the progress of companies' behaviors in relation to sustainability matters. With the CSRD, the existing sustainability matters of ESG reporting will be expanded and standardized. Its aims are to:

- harmonize and improve the quality of information published by undertakings, particularly information on ESG (sustainability-related information);
- provide financial undertakings, investors, relevant stakeholders and the general public with relevant, comparable and reliable sustainability information;
- encourage investment that supports the transition to a sustainable economy in line with the European Green Deal.

Undertakings subject to the CSRD will be required to provide more information than under the NFRD.

Undertakings falling within its scope will be required to include the following disclosures in their management report:

- information necessary to understand the undertaking's impacts on sustainability matters, that is, ESG matters; and
- information necessary to understand how sustainability matters affect the undertaking's development, performance and position (double materiality).

The first-time application for undertakings such as ING that are already subject to reporting under the NFRD is for financial years beginning on or after 1 January 2024. These companies will be later joined by large non-listed companies (2025), listed SMEs (2026) and certain European subsidiaries of non-EU groups. Although the objective is to have a similar level of assurance for financial and sustainability reporting, a progressive approach is taken. Therefore, at this stage, the CSRD 'only' requires a 'limited' assurance from the auditors. ING Group, as well as some of its subsidiaries are to disclose sustainability related information in its Management Board report.

European Sustainability Reporting Standards (ESRS)

In July 2023, the European Commission has adopted the final delegated act of the European Sustainability Reporting Standards ("**ESRS**"). Companies subject to the CSRD shall report according to the ESRS and ING will have to apply the standards over financial year 2024, for reports published in 2025.

The first set of ESRS specify the new sustainability reporting requirements based on the CSRD, covering the full range of sustainability matters (Environment, Social and Governance). The overall architecture of the first set of ESRS is designed to ensure that sustainability information is reported in the companies' management report in a carefully articulated manner and is based on the following reporting structure:

1. Governance: the governance processes, controls and procedures used to monitor and manage impacts, risks and opportunities

2. Strategy: how the undertaking's strategy and business model(s) interact with its material impacts, risks and opportunities, including the strategy for addressing them

3. Impact, risk and opportunity management: the process(es) by which impacts, risks and opportunities are identified, assessed and managed through policies and actions

4. Metrics and targets: how the undertaking measures its performance, including progress toward the targets it has set

The first set of standards only includes the cross-cutting and sector-agnostic standards.

Sector-specific and SME-proportionate standards are in the process of being developed and will be submitted for a separate public consultation, however the Commission has announced a delay in the implementation.

The cross-cutting standards consist of:

- ESRS 1 which prescribes the mandatory concepts and principles to be applied when preparing sustainability statements under the CSRD.
- ESRS 2 is on general, strategy, governance, and materiality assessment disclosure requirements.

The topical standards consist of:

- Environment topical standards (ESRS E1–E5) outline disclosure requirements for companies to report on matters related to climate change, pollution, water and marine resources, biodiversity and ecosystems, and resource use and circular economy.
- Social topical standards (ESRS S1–S4) provide a framework for entities to report on topics related to their own workforce, the workers in their value chains, the communities impacted by their operations and the consumers and end-users of their products or services.
- Governance topical standards (ESRS G1–G2) set out disclosure requirements that seek to enhance users' understanding of a company's governance structure, its internal control and risk management system, the company's strategy and approach, and the processes, procedures and performance in relation to their business conduct.

EU Taxonomy

The EU Taxonomy Regulation ("**EU Taxonomy**"), published in the Official Journal of the EU in 2020, is a classification system, establishing a list of 'environmentally sustainable' economic activities and introducing reporting requirements. The EU Taxonomy provides companies, investors and policymakers with appropriate definitions for which economic activities can be considered 'environmentally sustainable' and can be reported accordingly. In this way, it creates security for investors and protect private investors from greenwashing. For an economic activities to be recognized as ‘environmentally sustainable”, it should meet the following technical screening criteria:

- Substantially contributing to one of the six EU environmental objectives:
    - Climate change mitigation
    - Climate change adaptation
    - Sustainable use and protection of water and marine resources
    - Transition to a circular economy
    - Pollution prevention and control
    - Protection and restoration of biodiversity and ecosystems
- Doing no harm to any of the other 5 objectives, and
- Meeting minimum safeguards, including OECD Guidelines for Multinational Enterprises and the UN
- Guiding Principles on Business, ILO standards and Human Rights

For each of the environmental objectives, additional delegated acts are published to provide detailed lists of eligible economic activities and related technical screening criteria. The delegated acts on the above mentioned environmental objectives have been published in the Official Journal of the EU which provide the detailed technical screening criteria to be met for the relevant climate and environmental objectives for defined activities. The delegated acts on Climate Change Mitigation and Climate Change Adaptation are applicable since January 2022 and have been adjusted by a complementary delegated act on nuclear and gas energy activities, which is applicable as of January 2023. The second delegated act for the remaining 4 objectives will be applicable as of 1 January 2024.

For disclosure requirements under the EU Taxonomy, a delegated act supplementing Article 8 of the Taxonomy is applicable since January 2022. Article 8 of the EU Taxonomy requires companies falling within the scope of the existing NFRD – and the additional companies to be brought under the scope of the proposed CSRD in the future – to report on the extent to which their activities are environmentally sustainable according to the EU Taxonomy. Article 8 of the EU Taxonomy aims to increase transparency in the market and help prevent greenwashing by providing information to investors about the environmental performance of assets and economic activities of financial and non-financial undertakings subject to the NFRD. This delegated act specifies the content, methodology and presentation of information to be disclosed concerning the proportion of environmentally sustainable economic activities in their businesses, depending on the type of the company (i.e. non-financial/financial). Within the scope of Article 8 delegated act, all NFRD non-financial companies have to determine the parts of their turnover, capital and operating expenditures that are eligible and aligned with the EU Taxonomy. Financial companies on the other hand, will disclose certain KPIs such as the Green Asset Ratio (“**GAR**”), and disclose the EU Taxonomy aligned part of their balance sheet such as their mortgage book, and loan book by using non-financial companies' EU Taxonomy disclosures. Credit institutions such as ING should follow the below listed disclosures requirements:

- From 1 January 2022 (reference date: 31 December 2021): only disclose (i) the proportion in their total assets of exposures to Taxonomy non-eligible and Taxonomy-eligible economic activities; (ii) the proportion in their total assets of the exposures to central governments, central banks, and supranational issuers, derivatives and undertakings that are not in-scope entities, together with (iii) certain qualitative information for the previous financial year.

- From 1 January 2024 (reference date: 31 December 2023): disclose 5 quantitative templates including the GAR and accompanying qualitative information.
- 1 January 2026: in addition to previous requirements, need to report on the Taxonomy-alignment of their trading book and fees and commissions for non-banking activities.

Pillar 3 ESG Disclosures

Article 449a of Regulation (EU) No 575/2013 (CRR) requires large institutions with securities traded on a regulated market of any Member State to disclose prudential information on environmental, social and governance risks, including physical risks and transition risks, as defined in the report referred to in Article 98(8) of Directive 2013/36/EU. Article 434a CRR mandates the EBA to develop draft implementing technical standards (ITS) specifying uniform formats and associated instructions for the disclosure of this information.

The ITS on Pillar III disclosures on Environmental, Social and Governance (ESG) risks was adopted by the European Commission in November 2022, published in the Official Journal of the EU in December 2022 with a first reporting date in 2023 (reference date: 31 December 2022). The ESG Pillar 3 requires credit institutions such as ING to disclose the following information:

- Climate risks: how climate change may exacerbate other risks within banks balance sheets.
- Mitigating actions: what mitigating actions banks have in place to address those risks, including financing activities that reduce carbon emissions.
- Green Asset ratio and Banking Book Taxonomy Alignment ratio: to understand how banks are financing activities that will meet the publicly agreed Paris agreement objectives of climate change mitigation and adaptation based on the EU taxonomy of green activities.

The EBA ESG Pillar 3 requirements features (i) a set of 10 quantitative templates that request banks to disclose climate-related risks and actions to mitigate them, together with exposure to assets that support the climate change mitigation and adaptation and (ii) qualitative information on their ESG strategies, governance and risk management arrangements with regard to ESG risk. It should be noted that the EBA ESG Pillar 3 requirements will become binding following a phased-in approach, with a transitional period for certain disclosures until 2025 (reference date: 31 December 2024).

Sustainable Finance Disclosure Regulation

The Sustainable Finance Disclosure Regulation ("**SFDR**") is a European regulation intended to improve financial sector transparency for certain sustainable investment products, via website and pre-contractual disclosures. It also aims to prevent greenwashing and to increase transparency around sustainability claims made by financial sector participants. The SFDR imposes sustainability disclosure requirements on certain financial actors who are offering certain type of financial products or investment advice in the EU covering a broad range of environmental, social and governance (ESG) metrics at both entity- and product-level. The SFDR came into effect on 10 March 2021, with certain disclosure requirements being in effect at a later stage.

SEC Climate-Related Disclosures

On 6 March 2024, the SEC adopted final rules that require registrants to disclose certain climate-related information in registration statements and annual reports. The final rules require, among other things, disclosure of material climate-related risks and their material impacts; activities to mitigate or adapt to such risks; information about the registrant's board of directors' oversight of climate-related risks and management's role in managing material climate-related risks; and information on any climate-related targets or goals that are material to the registrant's business, results of operations, or financial condition. In addition, the final rules require disclosure of Scope 1 and/or Scope 2 greenhouse gas (GHG) emissions by certain larger registrants when those emissions are material and the filing of an attestation report covering the required disclosure of such registrants' Scope 1 and/or Scope 2 emissions, each on a phased-in basis. Further, where applicable, the final rules also require certain disaggregated financial information relating to carbon offsets and renewable energy credits or certificates and the financial impacts of certain weather events and other natural conditions to be disclosed in the notes to the registrant's financial statements.

While the final rule will become effective in 2024, ING will be required to comply with certain of the rules on a phased-in basis beginning with the 2025 financial year.

Additional information regarding regulatory developments

For additional information regarding regulatory developments, please see "*Risk Management - Environmental, social and governance Risk*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

SELECTED FINANCIAL INFORMATION

CONSOLIDATED BALANCE SHEET OF ING BANK N.V.[1]

	31 December		
	2023	**2022**	**2021**
		(EUR millions)	
Cash and balances with central banks	90,214	87,614	106,520
Loans and advances to banks	16,708	35,103	23,591
Financial assets at fair value through profit or loss			
– Trading assets	60,240	56,875	51,389
– Non-trading derivatives	2,028	3,893	1,536
– Designated as at fair value through profit or loss	5,775	6,159	6,355
– Mandatorily at fair value through profit or loss	54,983	46,844	42,684
Financial assets at fair value through other comprehensive income	41,116	31,625	30,635
Securities at amortised cost	48,313	48,160	48,319
Loans and advances to customers	642,453	635,557	627,550
Investments in associates and joint ventures	1,509	1,500	1,587
Property and equipment	2,399	2,446	2,515
Intangible assets	1,198	1,102	1,156
Current tax assets	311	349	533
Deferred tax assets	1,280	1,796	957
Other assets	7,109	8,839	5,991
Total assets	**975,636**	**967,861**	**951,317**
Liabilities			
Deposits from banks	23,257	56,632	85,092
Customer deposits	702,217	686,341	657,831
Financial liabilities at fair value through profit or loss			
– Trading liabilities	37,220	39,088	27,113
– Non-trading derivatives	2,019	3,048	2,120
– Designated as at fair value through profit or loss	55,399	50,883	41,808
Current tax liabilities	351	324	271
Deferred tax liabilities	184	257	603

Provisions	899	1,030	973
Other liabilities	13,130	13,344	12,695
Debt securities in issue	84,423	58,075	57,443
Subordinated loans	15,404	15,789	16,719
Total liabilities	**934,501**	**924,811**	**902,668**
Equity			
Shareholders' equity (parent)	40,191	42,546	47,914
Non-controlling interests	944	504	736
Total equity	**41,135**	**43,050**	**48,650**
Total equity and liabilities	**975,636**	**967,861**	**951,317**

Notes:

(1) These figures have been derived from the audited consolidated financial statements of ING Bank N.V. in respect of the financial years ended 31 December 2023, 2022 and 2021, respectively. Amounts may not add up due to rounding.

BREAKDOWN OF SHAREHOLDERS' EQUITY OF ING BANK N.V.[1]

	31 December		
	2023	**2022**	**2021**
		(EUR millions)	
Share capital	525	525	525
Share premium	16,542	16,542	16,542
Revaluation reserves	(973)	(1,961)	1,349
Net defined benefit asset/liability remeasurement reserve	(317)	(232)	(212)
Currency translation reserve	(2,527)	(2,395)	(3,483)
Other reserves	26,940	30,066	33,194
Shareholders' equity (parent)	**40,191**	**42,546**	**47,914**

Note:

(1) These figures have been derived from the audited consolidated financial statements of the Issuer in respect of the financial years ended 31 December 2023, 2022 and 2021.

CONSOLIDATED PROFIT & LOSS ACCOUNT OF ING BANK N.V.[1]

For the years ended (EUR million)	2023	2022	2021
Total interest income	52,228	28,476	21,131
Total interest expense	(36,419)	(14,730)	(7,516)
Net interest income	**15,809**	**13,745**	**13,615**
Fee and commission income	5,100	5,085	5,004
Fee and commission expense	(1,514))	(1,499)	(1,487)
Net fee and commission income	**3,586**	**3,586**	**3,517**
Valuation results and net trading income	2,910	1,503	847
Investment income	95	181	167
Share of result from associates and joint ventures	149	92	141
Impairment of associates and joint ventures	(5)	(192)	(3)
Result on disposal of group companies	0	6	(29)
Net result on derecognition of financial assets measured at amortised cost	3	(5)	0
Other net income	(146)	(369)	230
Total income	**22,401**	**18,546**	**18,485**
Addition to loan loss provisions	520	1,861	516
Staff expenses	6,725	6,152	5,938
Other operating expenses	4,838	5,040	5,257
Total expenses	**12,083**	**13,053**	**11,711**
Result before tax	**10,318**	**5,493**	**6,774**
Taxation	2,926	1,723	1,876
Net result	**7,392**	**3,769**	**4,898**

Note:

(1) These figures have been derived from the audited consolidated financial statements of ING Bank N.V. in respect of the financial years ended 31 December 2023, 2022 and 2021.

OPERATING AND FINANCIAL REVIEW AND PROSPECTS

The following review and prospects should be read in conjunction with the consolidated financial statements and the related notes thereto of ING Bank incorporated by reference into this Registration Document. These consolidated financial statements have been prepared in accordance with IFRS as adopted by the EU ("IFRS EU").

Operating results

Geopolitical and economic events not only have a significant impact on customers and individuals, but also on financial institutions like ING.

The global economy was lacklustre in 2023. A buoyant reopening phase, which drove GDP growth to well above pre-pandemic levels, was followed by a weaker spell driven by higher inflation, geopolitical uncertainty and a disappointing Chinese economy. Europe, being an open economy, suffered from this weak global environment and the simmering impact of the energy crisis on industry, resulting in stagnant economic activity.

However, inflation came down significantly in advanced economies, in part driven by lower energy prices, a fading of supply-chain problems, and of course higher interest rates.

China had a weak 2023 due to underwhelming household consumption upon reopening of the economy, continued problems in the real estate sector (which is still dealing with a debt overhang), and slowed demand for production from advanced markets. The latter put pressure on industrial production and exports.

The United States has been the positive exception, with resilient 2023 GDP growth. The US economy was supported by continued high government spending, but also by consumers running down excess savings. This, in turn, kept the job market roaring, which supported income. The effect of higher interest rates started to show but did not curb economic activity too much. This drove the Fed funds rate to five-and-a half percent and while a recession was expected, it did not materialise.

The US economy continued to perform well despite significant financial stress in the first half of the year. The failure of several smaller American banks caused instability and forced governments and central banks to take action. Eurozone banks were not significantly affected, but the industry did experience a degree of financial stress. In Switzerland, this financial distress contributed to the emergency takeover of Credit Suisse by UBS. Overall, monetary tightening had a significant effect on borrowing and deposit growth, but did not result in a major downturn in activity in advanced markets.

The performance of the eurozone economy in 2023 was stagnant. Germany underperformed the eurozone average due to a larger share of energy-intensive industries, which continued to suffer from higher energy prices (despite a decline from 2022 peaks) and overall competitiveness problems. Eurozone consumers struggled with the loss of purchasing power, with household consumption remaining below its late-2022 peak throughout the year.

However, the labour market remained strong in the eurozone and bankruptcies have not meaningfully increased. The inflation rate also fell substantially, which caused the European Central Bank (ECB) to pause interest-rate rises after raising the deposit rate to a record high of four percent.

In general, 2023 saw a smaller impact on the economy from geopolitical events than 2022. While global risks did not abate, the impact of the Russia-Ukraine war had a more muted effect on advanced markets as energy prices remained much more subdued and the Israel-Gaza conflict did not result in significant spillovers to the global economy. Still, the effect on the eurozone was larger than in other major markets, resulting in a weaker economic performance than peers like the US.

For further information on regulatory changes, see '*Description of ING Groep N.V. – Regulation and Supervision*'.

Fluctuations in markets

Fluctuations in equity markets

ING's banking operations are exposed to fluctuations in equity markets. ING maintains an internationally diversified and mainly client-related trading portfolio. Accordingly, market downturns are likely to lead to declines in securities trading and brokerage activities which it executes for customers and therefore to a decline in related commissions and trading results. In addition to this, ING also maintains equity investments in its own non-trading books. Fluctuations in equity markets may affect the value of these investments.

Fluctuations in interest rates

ING's banking operations are exposed to fluctuations in interest rates. Mismatches in the interest re-pricing and maturity profile of assets and liabilities in its balance sheet can affect the future interest earnings and economic value of the bank's underlying banking operations. In addition, changing interest rates may impact the (assumed) behavior of its customers, impacting the interest rate exposure, interest hedge positions and future interest earnings, solvency and economic value of the bank's underlying banking operations. The stability of future interest earnings and margin also depends on the ability to actively manage pricing of customer assets and liabilities. Especially, the pricing of customer savings portfolios in relation to re-pricing customer assets and other investments in ING's balance sheet is a key factor in the management of the bank's interest earnings.

Fluctuations in exchange rates

ING Group is exposed to fluctuations in exchange rates. Its management of exchange rate sensitivity affects the results of its operations through the trading activities (which includes local country versus international transactions) and because it prepares and publishes its consolidated financial statements in Euros. Because a substantial portion of its income, expenses and foreign investments is denominated in currencies other than Euros, fluctuations in the exchange rates used to translate foreign currencies, particularly the U.S. Dollar, Pound Sterling, Turkish Lira, Chinese Renminbi, Australian Dollar, Japanese Yen, Polish Zloty, Romanian Leu, Korean Won, Brazilian Real, Singapore Dollar, Thai Baht and Russian Ruble into Euros can impact its reported results of operations, cash flows and reserves from year to year. Fluctuations in exchange rates will also impact the value (denominated in Euro) of ING's investments in its non-Euro reporting subsidiaries. The impact of these fluctuations in exchange rates is mitigated to some extent by the fact that income and related expenses, as well as assets and liabilities, of each of its non-Euro reporting subsidiaries are generally denominated in the same currencies. FX translation risk is managed by taking into account the effect of translation results on the Common Equity Tier 1 ratio (CET1).

Consolidated result of operations

ING Bank monitors and evaluates the performance of its segments at a consolidated level and by segment using results based on figures according to IFRS as adopted by the European Union (IFRS-EU). The Management Board Banking consider this measure to be relevant to an understanding of ING Bank's financial performance, because it allows investors to understand the primary method used by management to evaluate ING Bank's operating performance and make decisions about allocating resources. In addition, ING Bank believes that the presentation of results in accordance with IFRS-EU helps investors compare its segment performance on a meaningful basis by highlighting result before tax attributable to ongoing operations and the profitability of the segment businesses.

Segment Reporting

The published 2023 Annual Report, (part of) which is incorporated by reference into this Registration Document, includes financial information in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS-EU).

ING Bank's segments are based on the internal reporting structure by lines of business.

The Management Board Banking of ING Bank (the Chief Operating Decision Maker ("**CODM**")) set the performance targets, approve and monitor the budgets prepared by the business lines. Business lines formulate strategic, commercial, and financial plans in conformity with the strategy and performance targets set by the CODM.

The results for the period for each reportable segment are after intercompany and intersegment eliminations and are those reviewed by the CODM to assess performance of the segments. Transfer prices for inter-segment transactions are set at arm's length. Corporate expenses are allocated to business lines based on time spent by head office personnel, the relative number of staff, or on the basis of income, expenses and/or assets of the segment. Total assets by country does not include intercompany balances and reconciles to the total assets in the consolidated statement of financial position of ING Bank.

The following overview specifies the segments by line of business and the main sources of income of each of the segments:

Retail Netherlands (Market Leaders)

Income from retail and private banking activities in the Netherlands, including the Business Banking segments. The main products offered are current and savings accounts, business lending, mortgages and other consumer lending.

Retail Belgium (Market Leaders)

Income from retail and private banking activities in Belgium and Luxembourg, including the Business Banking segments. The main products offered are similar to those in the Netherlands.

Retail Germany (Challengers and Growth Markets)

Income from retail and private banking activities in Germany. The main products offered are similar to those in the Netherlands.

Retail Other (Challengers and Growth Markets)

Income from retail banking activities in the rest of the world, including the Business Banking segments in specific geographies. The main products offered are similar to those in the Netherlands.

Wholesale Banking

Income from wholesale banking activities. The main products are: lending, payments & cash management, working capital solutions, trade finance, financial markets, corporate finance and treasury.

Corporate Line

In addition to these segments, ING Bank reconciles the total segment results to the total result using Corporate Line. The Corporate Line reflects capital management activities, as ING Bank applies a system of capital charging for its banking operations in order to create a comparable basis for the results of business units globally, irrespective of the business units' book equity and the currency they operate in.

As from 2022, results in the Corporate Line have been impacted by the application of hyperinflation accounting in the consolidation of ING Bank's subsidiary in Türkiye (IAS 29).

Following a change in governance, the Asian stakes (ING's investments in Bank of Beijing and TMBThanachart Bank (TTB)) are reported in Corporate Line as of 2023 (with a profit before tax of EUR 185 million), whereas previously they were reported in Retail Other. Comparable data have been adjusted accordingly.

Furthermore, Corporate Line includes certain other income and expenses that are not allocated to the banking business.

Total income for Corporate Line in 2023 amounted to EUR 275 million compared with EUR 69 million in 2022. This included a hyperinflation accounting impact of EUR -179 million in 2023 versus EUR -279 million in 2022. Excluding hyperinflation accounting impact, total income rose by EUR 266 million, mainly attributable to higher income from Treasury activities and because 2022 had included EUR -165 million impact for impairments on ING's stake in TTB.

Operating expenses for Corporate Line were EUR 541 million, 2.3% up from EUR 529 million in 2022. Expenses in 2023 included a hyperinflation impact of EUR 48 million and EUR 51 million that was provisioned, while 2022 had included a hyperinflation impact of EUR 30 million and a EUR 32 million impairment loss related to the goodwill allocated to Türkiye.

Total operations

The following table sets forth the contribution of ING Bank's business lines and the corporate line to the net result for each of the years 2023, 2022 and 2021.

	1 January to 31 December 2023						
	Retail Banking Netherlands	**Retail Banking Belgium**	**Retail Banking Germany**	**Retail Other**	**Wholesale Banking**	**Corporate Line**	**Total**
	(amounts in millions of euros)						
Income:							
- Net interest income	3,096	2,063	2,862	3,437	4,028	323	15,809
- Net fee and commission income	959	502	357	519	1,259	-10	3,586
- Total investment and other income	945	117	-67	277	1,771	-37	3,006
Total income	**5,001**	**2,683**	**3,152**	**4,233**	**7,057**	**275**	**22,401**
Expenditure:							
- Operating expenses	2,135	1,852	1,243	2,479	3,313	541	11,563
- Addition to loan loss provisions	5	169	119	313	-92	5	520
Total expenditure	**2,140**	**2,022**	**1,362**	**2,792**	**3,222**	**546**	**12,083**
Result before taxation	**2,861**	**661**	**1,790**	**1,441**	**3,836**	**-270**	**10,318**
Taxation	740	182	631	359	900	114	2,926
Non-controlling interests	0	0	0	174	61	0	235
Net result IFRS-EU	**2,121**	**479**	**1,159**	**908**	**2,875**	**-385**	**7,157**

	1 January to 31 December 2022						
	Retail Banking Netherlands	**Retail Banking Belgium**	**Retail Banking Germany**	**Retail Other**	**Wholesale Banking**	**Corporate Line**	**Total**
	(amounts in millions of euros)						
Income:							
- Net interest income	2,888	1,668	1,666	2,725	4,260	539	13,745
- Net fee and commission income	892	511	437	535	1,217	-6	3,586
- Total investment and other income	417	-32	69	377	849	-464	1,215
Total income	**4,196**	**2,147**	**2,172**	**3,637**	**6,325**	**69**	**18,546**
Expenditure:							
- Operating expenses	2,115	1,786	1,140	2,509	3,114	529	11,193
- Addition to loan loss provisions	67	139	131	302	1,220	2	1,861
Total expenditure	**2,182**	**1,924**	**1,271**	**2,812**	**4,334**	**531**	**13,053**
Result before taxation	**2,014**	**223**	**901**	**825**	**1,991**	**-462**	**5,493**
Taxation	540	72	202	254	581	74	1,723
Non-controlling interests	0	0	3	47	52	1	102
Net result IFRS-EU	**1,474**	**151**	**696**	**525**	**1,358**	**-537**	**3,667**

	1 January to 31 December 2021						
	Retail Banking Netherlands	**Retail Banking Belgium**	**Retail Banking Germany**	**Retail Other**	**Wholesale Banking**	**Corporate Line**	**Total**
	(amounts in millions of euros)						
Income:							
- Net interest income	3,290	1,747	1,447	2,709	4,151	271	13,615
- Net fee and commission income	771	519	497	530	1,197	3	3,517
- Total investment and other income	201	209	65	202	568	108	1,354
Total income	**4,262**	**2,475**	**2,009**	**3,441**	**5,916**	**382**	**18,485**
Expenditure:							
- Operating expenses	2,403	1,667	1,174	2,442	2,926	583	11,195
- Addition to loan loss provisions	-76	225	49	202	117	0	516
Total expenditure	**2,326**	**1,892**	**1,223**	**2,644**	**3,042**	**583**	**11,711**
Result before taxation	**1,936**	**583**	**786**	**797**	**2,874**	**-201**	**6,774**
Taxation	499	146	252	209	703	67	1,876
Non-controlling interests	0	0	4	98	26	0	128
Net result IFRS-EU	**1,437**	**437**	**529**	**490**	**2,144**	**-268**	**4,770**

Year ended 31 December 2023 compared to year ended 31 December 2022

ING's IFRS-EU net result increased to EUR 7,157 million from EUR 3,667 million in 2022. ING's interest income benefited from the positive rate environment and expense growth was limited, despite inflationary effects on staff expenses and continued investments in the growth of ING's business. Risk costs declined considerably and were well below the through-the-cycle average, reflecting the quality of ING's loan book and its prudent credit risk management.

Total income increased 21% to EUR 22,401 million. Next to a positive rate environment, this was supported by a growing primary customer base and an increase in lending and deposits. In Retail Banking, ING added 750,000 primary customers to reach a total of 15.3 million. Especially Germany, Spain and the Netherlands contributed to this growth. Net core lending growth (which is the increase in customer lending adjusted for currency impacts and excluding Treasury and the run-off portfolios) was EUR 8.6 billion in 2023, including EUR 8.0 billion growth in ING's mortgage portfolio in a challenging housing market. ING's diversified customer deposit base was resilient. For the full-year 2023, net core deposits growth (which excludes FX impacts and movements in Treasury deposits) totalled EUR 10.6 billion, driven entirely by Retail Banking.

Net interest income (NII) increased 15% to EUR 15,809 million, as ING benefited from a positive interest rate environment. This was particularly visible in a strong increase of the liability NII. This increase was somewhat offset by continued subdued loan demand, which impacted ING's lending NII. In addition, NII for Treasury and Financial Markets declined, but in each case this was more than compensated in other income. Net interest income in 2022 had included a EUR -343 million impact from new regulation in Poland for mortgages and a net TLTRO impact of EUR -87 million. ING's full-year net interest margin rose to 1.55% in 2023 from 1.34% in 2022. Excluding the impact of the Polish moratorium and TLTRO, the net interest margin showed an increase of 17 basis points year-on-year.

Net fee and commission income was flat on previous year, at EUR 3,586 million, despite a strong growth in primary customers and pricing initiatives for payment packages. This is fully explained by limited demand for mortgages, which led to lower mortgage brokerage volumes, and low trading levels in investment products.

Total investment and other income jumped to EUR 3,006 million in 2023 from EUR 1,215 million in 2022. This was driven by strong results for Treasury and higher trading results in Financial Markets (both partly offset by a lower net interest income). Other income in 2022 had included a hedge accounting impact of EUR -288 million and EUR 165 million of impairments on ING's stake in TTB (TMBThanachart Bank), partly offset by a EUR 125 million gain from the transfer of ING's investment business in France, a EUR 67 million gain from a legacy entity in Belgium and EUR 38 million related to the sale of a non-performing loan portfolio in Spain.

Operating expenses increased 3.3% to EUR 11,563 million. Expenses in 2023 included EUR 1,042 million of regulatory costs, a decline of EUR 208 million year-on-year due to a lower contribution to the Single Resolution Fund and because 2022 had included a EUR 99 million contribution to the Institutional Protection Scheme in Poland. Furthermore, expenses in 2023 included EUR 247 million of incidental items, largely related to restructuring provisions and impairments, compared with EUR 325 million of incidental items in 2022. Expenses excluding regulatory costs and incidental items increased by 6.8%. This increase was mostly driven by the effect of high inflation on staff expenses, while ING also continued to invest in its business. The cost/income ratio improved significantly in 2023, to 51.6%, compared with 60.4% a year earlier.

Net additions to loan loss provisions dropped to EUR 520 million, or eight basis points of average customer lending, from EUR 1,861 million (29 basis points) in 2022. ING's strong asset quality and robust approach to risk management resulted in limited new defaults and this was combined with effective recoveries. A net addition of EUR 533 million on ING's Russia-related exposure in 2022 was followed by a net release of EUR 218 million in 2023, mainly as a result of continued reduction of ING's Russia-related exposure.

The effective tax rate in 2023 was 28.3%, down from 31.4% recorded in 2022 which had included non-deductible impairments on TTB and higher non-deductible expenses in various countries.

Year ended 31 December 2022 compared to year ended 31 December 2021

ING Bank's IFRS-EU net result declined to EUR 3,667 million from EUR 4,770 million in 2021, fully due to higher net additions to loan loss provisions, which had been at a very low level in 2021. The effective tax rate in 2022 was 31.4%, up from 27.7% in 2021. The higher effective tax rate was caused by the impact of the following non-deductible items for corporate income tax purposes in 2022: hyperinflation accounting loss in Türkiye, impairments on TTB and interest expenses in various countries.

Income was supported by a growing primary customer base and an increase in lending and deposits. ING's global retail customer base (excluding France, after the announced exit from the retail market) remained flat at 37.2 million, but even more customers chose ING as their primary bank. In 2022, ING gained 585,000 primary customers, bringing the total number to 14.6 million, which was 4% higher than at year-end 2021 (excluding France). Net core lending growth (which is growth in customer lending adjusted for currency impacts and excluding Treasury and the run-off portfolios) was EUR 18.2 billion in 2022, and net core deposits growth was EUR 25.1 billion.

In ING's profit or loss, ING saw the benefits of the rising rate environment, which boosted net interest income. This was on top of the structurally higher fee base, resulting from ING's efforts to diversify income. All these positive developments were largely offset, however, by several exceptional income items in 2022 (including the impact of Türkiye hyperinflation, a mortgage moratorium in Poland and the unwinding of a deposits hedge in Belgium and ING's TLTRO-related derivative position), resulting in an income growth of 0.3% to EUR 18,546 million.

Net interest income rose 1.0% to EUR 13,745 million. The increase was driven by higher margins on liabilities, following the return of positive interest rates in 2022. This was only partly offset by lower margins on mortgages and other lending, as client rates generally track the higher cost of funds with a delay and prepayments on mortgages declined. After ECB's decision to change the conditions for the TLTRO programme, ING had to unwind its TLTRO-related derivative position. Combined with the remaining TLTRO benefit until 23 November 2022, this led to a net TLTRO impact of EUR -87 million compared to a net benefit of EUR 483 million in 2021. Net interest income in 2022 also included a EUR -343 million impact from new regulation in Poland for mortgages. ING Bank's full year net interest margin declined to 1.34% from 1.39% in 2021. Excluding TLTRO in both years and the impact of the Polish moratorium, the net interest margin showed an increase of 4 basis points year-on-year.

Net fee and commission income rose 2.0% to EUR 3,586 million. Fee income for daily banking products strongly increased, reflecting growth in primary customers, an increase in payment package fees and new service fees. Lending fees also increased, driven by lending growth in Wholesale Banking. This was partly offset by lower fees from investment products and from Global Capital Markets, reflecting adverse market conditions.

Total investment and other income decreased to EUR 1,215 million in 2022 from EUR 1,354 million in 2021. This included the largest part of the impact of Türkiye hyperinflation, EUR -288 million to unwind a macro fair value hedge of deposits in Belgium (of which EUR -247 million in Retail Banking and EUR -41 million in Wholesale Banking) and EUR 165 million of impairments on ING's stake in TTB, while 2021 had included a EUR 72 million recognition of a receivable recorded in Corporate Line. Other income in 2022 was supported by a EUR 125 million gain from the transfer of ING's investment business in France, a EUR 67 million gain from a legacy entity in Belgium and income from the sale of a non-performing loan portfolio in Spain.

Operating expenses decreased by EUR 2 million to EUR 11,193 million. Expenses in 2022 included EUR 1,250 million of regulatory costs, slightly lower than in the previous year. Expenses in 2022 furthermore included EUR 325 million of incidental items, largely related to restructuring provisions and impairments and also including EUR 75 million for adding the interest-on-interest effect to the compensation for customers on certain Dutch consumer credit products. Incidental items in 2021 had amounted to EUR 522 million, mainly reflecting a EUR 180 million provision for the compensation to Dutch customers with certain consumer credit products and redundancy provisions and impairments related to the announced exit of the retail banking markets in France and the Czech Republic. Excluding regulatory costs and incidental items, expenses were up 2.2%, impacted by high inflation, which was mainly visible in staff costs. This was partly offset by continued cost-efficiency measures and earlier actions taken to change the footprint. The cost/income ratio was 60.4% versus 60.6% in 2021.

Net additions to loan loss provisions increased to EUR 1,861 million, or 29 basis points of average customer lending, compared with only EUR 516 million, or 8 basis points, in 2021. Risk costs in 2022 were heavily impacted by the Russian invasion in Ukraine, which led to a net addition of EUR 533 million on ING's Russia related exposure. The remainder was mainly due to an increase in Stage 3 individual risk costs, particularly in Wholesale Banking, and new overlays to reflect the risks from secondary impacts, such as an increase in energy prices, higher interest rates and inflation, as well as supply chain disruptions.

Retail Netherlands

	2023	**2022**	**2021**
	(amounts in millions of euros)		
Income:			
Net interest income	3,096	2,888	3,290
Net fee and commission income	959	892	771
Investment income and other income	945	417	201
Total income	**5,001**	**4,196**	**4,262**
Expenditure:			
Operating expenses	2,135	2,115	2,403
Additions to the provision for loan losses	5	67	-76
Total expenditure	**2,140**	**2,182**	**2,326**
Result before tax	**2,861**	**2,014**	**1,936**
Taxation	740	540	499
Non-controlling interests	0	0	0
Net result IFRS-EU	**2,121**	**1,474**	**1,437**

Year ended 31 December 2023 compared to year ended 31 December 2022

The net result of Retail Netherlands increased by EUR 647 million, or 44%, to EUR 2,121 million in 2023 from EUR 1,474 million in 2022. The result before tax of Retail Netherlands increased 42% to EUR 2,861 million from EUR 2,014 million in 2022. This was mainly driven by a 19% increase in total income while operating expenses were broadly flat and risk costs were minimal.

Net interest income was EUR 3,096 million, or 7.2% higher than a year earlier, supported by a strong increase in liability margins. This was partly offset, however, by lower Treasury-related interest income (compensated in other income), reflecting activities to benefit from favourable market opportunities through money market and FX transactions. Net fee and commission income rose by EUR 67 million, or 7.5%, supported by higher fees for payment packages and new service fees. Investment and other income increased by EUR 528 million, driven by much higher Treasury-related income (that was partly offset by lower net interest income).

Net core lending (which excludes Treasury products and a EUR 0.4 billion decline in the Westland Utrecht Bank run-off portfolio) grew by EUR 2.3 billion, as EUR 2.6 billion growth in the mortgage portfolio more than compensated for a EUR 0.3 billion decrease in other lending. Customer deposits (excluding Treasury) declined by EUR 1.6 billion, partially due to a shift from deposits to assets under management.

Operating expenses amounted to EUR 2,135 million compared with EUR 2,115 million in 2022. Excluding EUR 38 million lower regulatory costs and EUR 75 million of incidental item costs in 2022 (related to consumer credit products), expenses rose by EUR 133 million or 7.4%. This was primarily due to higher staff expenses, reflecting the impact of a new collective labour agreement in 2023, and restructuring provisions.

The net addition to loan loss provisions was very low at EUR 5 million, down from EUR 67 million in the prior year. Limited net additions in 2023 for the mortgage portfolio, including the impact of a methodology update, were almost fully offset by a net release for the business lending portfolio.

Year ended 31 December 2022 compared to year ended 31 December 2021

The net result of Retail Netherlands increased by EUR 37 million, or 2.6%, to EUR 1,474 million in 2022 from EUR 1,437 million in 2021.

The result before tax of Retail Netherlands increased 4.0% to EUR 2,014 million from EUR 1,936 million in 2021. This increase was attributable to lower expenses, mainly due to lower incidental cost items, partly offset by lower income and limited risk costs, after a net release in 2021.

Total income declined by EUR 66 million to EUR 4,196 million, fully due to a net TLTRO impact of EUR -78 million compared to a EUR 53 million benefit in 2021. Excluding TLTRO, income rose 1.5%. Net interest income excluding TLTRO declined 8.4% due to lower margins on lending products, reflecting the lengthening of the duration of the book and lower prepayment penalties. This was partly offset by higher liabilities income as margins improved and volumes increased. Net core lending (which excludes Treasury products and a EUR 0.8 billion decline in the Westland Utrecht Bank run-off portfolio) grew by EUR 3.0 billion in 2022, of which EUR 2.2 billion was in residential mortgages and EUR 0.8 billion in other lending. Net core deposits growth (excluding Treasury) was EUR 12.9 billion, mainly in savings accounts. Net fee and commission income strongly increased by EUR 121 million, or 15.7%, mainly due to higher fee income from daily banking products, supported by increased fees for payment packages and new service fees for business banking. Investment and other income rose by EUR 216 million, mainly attributable to higher results from Treasury-related products.

Operating expenses declined to EUR 2,115 million from EUR 2,403 million in 2021, mainly due to a drop in incidental cost items. 2022 included a EUR 75 million provision for adding the interest-on-interest effect to the compensation for customers on certain Dutch consumer credit products, while 2021 had contained EUR 289 million of incidental costs. Excluding these incidental items, expenses declined by EUR 73 million, or 3.5%, mainly driven by lower staff and office-space-related expenses, as well as lower regulatory costs.

The net addition to loan loss provisions was EUR 67 million, or 4 basis points of average customer lending, compared to a net release of EUR 76 million, or -5 basis points, in the previous year. The limited net additions in 2022 were mainly related to business lending and consumer lending, while risk costs for the mortgage portfolio were negligible.

Retail Belgium

	2023	2022	2021
	(amounts in millions of euros)		
Income:			
Net interest income	2,063	1,668	1,747
Net fee and commission income	502	511	519
Investment income and other income	117	-32	209
Total income	**2,683**	**2,147**	**2,475**
Expenditure:			
Operating expenses	1,852	1,786	1,667
Additions to the provision for loan losses	169	139	225
Total expenditure	**2,022**	**1,924**	**1,892**
Result before tax	**661**	**223**	**583**
Taxation	182	72	146
Non-controlling interests	0	0	0
Net result IFRS-EU	**479**	**151**	**437**

Year ended 31 December 2023 compared to year ended 31 December 2022

The net result of Retail Belgium (including ING in Luxembourg) more than tripled to EUR 479 million in 2023 from EUR 151 million in 2022. The result before tax for Retail Belgium (which includes ING's retail activities in Luxembourg) jumped to EUR 661 million compared with EUR 223 million in 2022. The strong increase was mainly due to growth in net interest income and the impact of one-off income items in the year before. Total income rose by EUR 536 million, or 25%, to EUR 2,683 million. Net interest income increased by EUR 395 million, or 24%, as higher income from liabilities more than compensated for the impact of lower margins on mortgages due to higher funding costs.

Net fee and commission income slipped 1.8% from a year earlier as higher fees on investment products, reflecting an increase in assets under management, were offset by lower daily banking fees due to higher fees paid to brokers. Investment and other income in 2022 had included an impact of EUR -247 million to unwind a macro fair value hedge and a EUR 67 million gain from a legacy entity. Excluding the aforementioned two items, investment and other income declined by EUR 31 million, mainly reflecting lower Treasury-related income.

Customer lending (excluding Treasury) rose by EUR 1.4 billion, equally split over mortgages and other lending. Customer deposits (excluding Treasury) declined by EUR 1.3 billion, mainly due to customers buying retail bonds issued by the Belgian government and a shift to assets under management.

Operating expenses were EUR 1,852 million, up 3.7% on the year before. This included EUR 76 million of incidental item costs related to restructuring and a further optimisation of the branch network, while 2022 had EUR 97 million of incidental item costs. Expenses excluding regulatory costs (which were EUR 33 million lower year-on-year) and incidental items increased 8.4%. This was mainly due to the impact of automatic salary indexation on staff expenses.

The net addition to the provision for loan losses amounted to EUR 169 million, or 18 basis points of average customer lending, up from EUR 139 million in 2022. The increase year-on-year included the impact of model updates for the mortgage and consumer lending portfolios in 2023.

Year ended 31 December 2022 compared to year ended 31 December 2021

The net result of Retail Belgium (including ING's retail operations in Luxembourg) declined by EUR 286 million to EUR 151 million in 2022 from EUR 437 million in 2021.

The result before tax of Retail Belgium declined to EUR 223 million compared with EUR 583 million in 2021. The decline was almost fully due to an impact of EUR -247 million to unwind a macro fair value hedge and EUR 97 million of incidental expenses in 2022.

Income fell by EUR 328 million to EUR 2,147 million from EUR 2,475 million in 2021. Net interest income was 4.5% lower at EUR 1,668 million, including a net TLTRO impact of EUR -29 million compared to a EUR 76 million benefit in 2021. Excluding TLTRO, interest result rose 1.6%, driven by higher liabilities income as margins improved, partly offset by margin compression on lending products due to higher funding costs. Net core lending (excluding Treasury) increased by EUR 3.6 billion in 2022, of which EUR 1.4 billion was in mortgages, and EUR 2.2 billion in other lending. Net core deposits (excluding Treasury) were flat on 2021, as an increase in savings and deposits was offset by a decline in current accounts. Net fee and commission income decreased by EUR 8 million, or 1.5%, as lower fees on investment products were only partly compensated by price increases for payment packages. Investment and other income dropped by EUR 241 million, due to the EUR -247 million impact of the hedge unwinding in 2022 and a EUR 25 million capital gain on the sale of an associate in the prior year, partly offset by a EUR 67 million gain from a legacy entity in 2022.

Operating expenses increased by EUR 119 million and included EUR 97 million of incidental costs which were mostly restructuring costs related to the optimisation of the branch network. Excluding these incidental items, cost growth was limited to 1.3% as the impact of automatic salary indexation could largely be compensated by FTE reductions and lower IT expenses.

The net addition to the provision for loan losses decreased to EUR 139 million, or 15 basis points of average customer lending. In 2021, the net addition had been EUR 225 million, equivalent to 25 basis points. The decline year-on-year was driven by lower risk costs in the mortgage and consumer lending portfolios.

Retail Germany

	2023	2022	2021
	(amounts in millions of euros)		
Income:			
Net interest income	2,862	1,666	1,447
Net fee and commission income	357	437	497
Investment income and other income	-67	69	65
Total income	**3,152**	**2,172**	**2,009**
Expenditure:			
Operating expenses	1,243	1,140	1,174
Additions to the provision for loan losses	119	131	49
Total expenditure	**1,362**	**1,271**	**1,223**
Result before tax	**1,790**	**901**	**786**
Taxation	631	202	252
Non-controlling interests	0	3	4
Net result IFRS-EU	**1,159**	**696**	**529**

Year ended 31 December 2023 compared to year ended 31 December 2022

The net result of Retail Germany increased by EUR 463 million, or 67%, to EUR 1,159 million in 2023 from EUR 696 million in 2022.

The result before tax for Retail Germany almost doubled to EUR 1,790 million compared with EUR 901 million in 2022, mainly on the back of a 45% increase in total income. This was driven by a 72% growth in net interest income, supported by higher liability volumes at significantly improved margins, and by an increase in interest income from treasury-related products and mortgages.

Net fee and commission income declined 18% to EUR 357 million. This reflected a decrease in fees from mortgages (due to lower brokerage volumes) and from investment products (due to a lower number of brokerage trades). Investment and other income decreased by EUR 136 million, largely due to lower Treasury-related revenues.

Net core lending growth (which excludes Treasury) was EUR 1.7 billion, consisting of EUR 1.4 billion growth in the residential mortgages portfolio and EUR 0.3 billion growth in other lending. Customer deposits (excluding Treasury) increased by EUR 8.5 billion following successful promotional campaigns to attract new savings and customers.

Operating expenses rose 9.0% to EUR 1,243 million. This included EUR 96 million of regulatory costs (up EUR 3 million from 2022) and EUR 20 million of incidental items for restructuring costs and staff allowances (compared with EUR 10 million in 2022). Excluding regulatory costs and incidental items, cost growth was

8.7% due to higher staff expenses related to annual salary increases, and higher marketing expenses and investments to support business growth.

Net additions to loan loss provisions declined to EUR 119 million (12 basis points of average customer lending) and were primarily related to consumer lending.

Year ended 31 December 2022 compared to year ended 31 December 2021

The net result of Retail Germany (including ING's retail operations in Austria until the sale in December 2021) increased by EUR 167 million, or 31.6%, to EUR 696 million in 2022 from EUR 529 million in 2021.

The result before tax increased 14.6% to EUR 901 million compared with EUR 786 million in 2021, driven by higher income and lower expenses, partly offset by increased risk costs.

Total income rose 8.1% to EUR 2,172 million from EUR 2,009 million in 2021. Net interest income increased 15.1%, supported by significantly higher margins on liabilities. The increase was only partly offset by lending margin pressure, a EUR 35 million lower net TLTRO impact (EUR -19 million in 2022 compared to a EUR 16 million benefit in 2021) and the impact of the discontinuation of ING's Retail Banking activities in Austria in the previous year. In 2022, net core lending growth (which excludes Treasury products and the Austrian run-off portfolio as from the second quarter of 2021) was EUR 6.1 billion, almost entirely in residential mortgages. Net core deposits rose by EUR 0.8 billion as a net outflow in the first half of the year was followed by a strong inflow in the second half of the year. Net fee income declined by EUR 60 million, or 12.1%, mainly in investment products after a record-high level in 2021, partly compensated by higher fees from daily banking. Investment and other income increased by EUR 4 million, as a EUR 26 million one-off loss related to the transfer of ING's retail operations in Austria recorded in 2021 was partly offset by lower Treasury-related revenues in 2022.

Operating expenses decreased by EUR 34 million, or 2.9%, to EUR 1,140 million in 2022, reflecting savings following the discontinuation of the Austrian retail banking activities as well as lower regulatory costs due to an adjustment of the deposit guarantee contributions in 2022. These decreases were partly offset by higher staff costs and an increase in marketing expenses to support customer growth, as well as EUR 10 million of incidental items for staff allowances and restructuring costs.

Net additions to loan loss provisions increased to EUR 131 million (13 basis points of average customer lending) compared with only EUR 49 million (5 basis points) in 2021. Risk costs in 2022 were primarily related to consumer lending.

Retail Other

	2023	2022	2021
	(amounts in millions of euros)		
Income:			
Net interest income	3,437	2,725	2,709
Net fee and commission income	519	535	530
Investment income and other income	277	377	202
Total income	**4,233**	**3,637**	**3,441**
Expenditure:			
Operating expenses	2,479	2,509	2,442
Additions to the provision for loan losses	313	302	202
Total expenditure	**2,792**	**2,812**	**2,644**
Result before tax	**1,441**	**825**	**797**
Taxation	359	254	209
Non-controlling interests	174	47	98
Net result IFRS-EU	**908**	**525**	**490**

Year ended 31 December 2023 compared to year ended 31 December 2022

Retail Other consists of the Other Challengers & Growth Markets. The net result of Retail Other increased to EUR 908 million in 2023 from EUR 525 million in 2022.

Following a change in governance, the Asian stakes (our investments in Bank of Beijing and TMBThanachart Bank) are reported in Corporate Line as of 2023 (with a profit before tax of EUR 185 million), whereas previously they were reported in Retail Other. Comparable data have been adjusted accordingly.

Retail Other's result before tax increased 75% to EUR 1,441 million, from EUR 825 million in 2022, mainly thanks to higher interest income and lower regulatory costs.

Total income rose 16% to EUR 4,233 million. Net interest income was up 26% to EUR 3,437 million, supported by improved margins on liabilities in a higher interest rate environment, and because 2022 had included a EUR -343 million impact from the introduction of the Polish mortgage moratorium. This more than compensated negative currency impacts and tighter lending margins.

Net fee and commission income declined by EUR 16 million, or 3.0%, mainly due to lower fees on investment products. This reflected subdued trading activity and the impact of ING's exit from the French retail market in 2022. Investment and other income in 2022 had included EUR 125 million income from the transfer of ING's investment business in France to Boursorama (with another EUR 14 million recorded in 2023 for the final settlement) and EUR 38 million of proceeds from the sale of a non-performing loan portfolio in Spain. Excluding these specific income items, investment and other income increased by EUR 49 million, mainly due to higher Treasury-related income.

Net customer lending growth (adjusted for currency effects and Treasury) was EUR 4.3 billion in 2023, with growth in all countries, but particularly in Australia. Net core deposits growth (also excluding currency impacts and Treasury) was EUR 12.9 billion, primarily driven by net inflows in Spain and Poland.

Operating expenses in 2023 amounted to EUR 2,479 million. This included EUR 36 million of restructuring costs and impairments, mainly for Poland. By comparison, 2022 had included EUR 51 million of incidental item costs, mainly restructuring costs for France and the Philippines. Excluding these incidental items and much lower regulatory costs (as 2022 had included a EUR 99 million contribution to the Institutional Protection Scheme in Poland), expenses increased by EUR 102 million or 4.9%. This was mainly due to inflationary pressure on staff expenses, partly offset by savings following the discontinuation of ING's retail activities in France and the Philippines, and FX impacts in Türkiye.

The net addition to loan loss provisions amounted to EUR 313 million, or 29 basis points of average customer lending, compared with EUR 302 million in 2022. Risk costs in 2023 were primarily attributable to net additions in Poland and Spain, with Poland including EUR 67 million for adjustments to the expected future cash flows of CHF-indexed mortgages.

Year ended 31 December 2022 compared to year ended 31 December 2021

Retail Other consists of the Other Challengers & Growth Markets. The net result of Retail Other increased to EUR 525 million in 2022, from EUR 490 million in 2021.

Retail Other's result before tax increased to EUR 825 million, from EUR 797 million in 2021, mainly due to higher regulatory costs in Poland and higher risk costs.

Total income rose by EUR 196 million to EUR 3,637 million. Net interest income was up 0.6% to EUR 2,725 million, despite a EUR -343 million impact from new mortgage moratorium regulation imposed by the Polish government. Excluding this impact, net interest income increased 13.3%. This increase mainly reflected higher margins on liabilities, notably in Poland, Australia and Spain, following increases in central bank interest rates. Interest income on lending products declined in most of the countries due to tighter lending margins. Net customer lending (adjusted for currency effects, Treasury and the run-off portfolio in France as from the second quarter of 2022) grew by EUR 3.2 billion in 2022, with growth in all countries. Net core deposits growth (also adjusted for currency impacts and Treasury as well as the France run-off portfolio) was EUR 5.2 billion, primarily driven by net inflows in Spain, Australia and Poland. Net fee and commission income rose by EUR 5 million to EUR 535 million, supported by higher daily banking and insurance fees. These increases were largely offset by lower fees from investment products, reflecting low stock markets and subdued trading activity and the impact of ING's exit from the French retail market. Investment and other income rose to EUR 377 million and included EUR 125 million income from the transfer of our investment business in France. Excluding these exceptional income items, investment and other income increased by EUR 50 million, mainly due to higher Treasury-related income and the proceeds from the sale of a non-performing loan portfolio in Spain.

Operating expenses rose by EUR 67 million, or 2.7%, to EUR 2,509 million. In 2022, expenses included EUR 51 million of incidental items, mainly consisting of restructuring provisions related to the discontinuation of ING's retail banking activities in France and the Philippines and the refocusing of ING's partnership for insurance propositions. 2021 had included EUR 166 million of incidental costs, mainly consisting of restructuring provisions and impairments related to ING's decision to exit the retail banking markets in France and the Czech Republic. Regulatory costs increased by EUR 100 million as 2022 contained a EUR 99 million contribution to the new Institutional Protection Scheme in Poland. Excluding incidental items and regulatory costs, expenses increased by EUR 82 million, primarily attributable to inflationary pressure across all markets, investments in operational process improvements in Australia and EUR 21 million for a litigation provision in Spain.

The net addition to loan loss provisions amounted to EUR 302 million, or 28 basis points of average customer lending, in 2022. In the previous year this had been EUR 202 million, or 20 basis points. Risk costs in 2022 were primarily attributable to net additions in Poland and Spain.

Wholesale Banking

	2023	2022	2021
	(amounts in millions of euros)		
Income:			
Net interest income	4,028	4,260	4,151
Net fee and commission income	1,259	1,217	1,197
Investment income and other income	1,771	849	568
Total income	**7,057**	**6,325**	**5,916**
Expenditure:			
Operating expenses	3,313	3,114	2,926
Additions to the provision for loan losses	-92	1,220	117
Total expenditure	**3,222**	**4,334**	**3,042**
Result before tax	**3,836**	**1,991**	**2,874**
Taxation	900	581	703
Non-controlling interests	61	52	26
Net result IFRS-EU	**2,875**	**1,358**	**2,144**

Year ended 31 December 2023 compared to year ended 31 December 2022

The IFRS-EU net result increased to EUR 2,875 million from EUR 1,358 million in 2022. In 2023, Wholesale Banking recorded strong results as higher income and significantly lower risk costs led to a 93% increase in result before tax, to €3,836 million. In 2023, the Wholesale Banking business was supported by strong capital management, which included steps to de-risk ING's portfolio and improve its book quality, for instance via sales initiatives and ongoing management of underperforming risk-weighted assets (RWAs).

Wholesale Banking posted double-digit income growth to come out at EUR 7,057 million, up 12% from EUR 6,325 million in 2022. This was mainly driven by a 30% increase in income for Daily Banking & Trade Finance, particularly in Payments & Cash Management, Bank Mendes Gans and Working Capital Solutions, all of which benefited from the higher interest rate environment. And ING managed to grow its income from Trade Finance Services as ING continued to support the activities and initiatives of its clients. Income from Trade & Commodity Finance declined as volumes were under pressure, reflecting lower commodity prices and lower economic activity.

In Lending ING focused on further optimising its capital usage while decreasing risk-weights, prioritising own origination of high-quality loans. Average asset volumes decreased, reflecting the weaker economic climate and a continued reduction of ING’s Russia-related exposure. This was more than compensated by a slightly higher interest margins and a 5.3% growth in fees and commissions, lifting total income for Lending 2.1% to EUR 3,224 million. Combined with a 7.0% reduction in risk-weighted assets, this led to a significant improvement in income over average risk-weighted assets.

Financial Markets' income increased by 4.4% to EUR 1,280 million. They recorded strong trading results, especially in Rates and Credits, as these desks benefited the most from market volatility and good client flows. In addition, fee income was up by 55%, mainly reflecting higher Capital Markets issuance income.

Income from Treasury & Other increased by EUR 121 million to EUR 401 million, driven by higher income from Corporate Investments and Corporate Finance. The prior year had included high mark-to-market gains from credit default positions but also a EUR -41 million hedge accounting impact in Belgium and a net TLTRO impact of EUR -51 million.

Total operating expenses increased 6.4% to EUR 3,313 million. Excluding lower regulatory costs and EUR 17 million of restructuring costs (versus EUR 10 million of incidental items recorded in 2022) expense growth was 7.6%. This reflected the impact of collective labour agreements, higher performance-related payments and strategic investments for business expansion.

In 2023, a net release of EUR 92 million from loan loss provisions was recorded compared to a net addition of EUR 1,220 million in 2022. Risk costs in 2022 had been significantly impacted by the Russian invasion in Ukraine, which then led to a net addition of EUR 533 million on ING’s Russia-related exposure. In addition, 2022 had included an increase in Stage 3 individual risk costs, partly as a result of a more negative macroeconomic outlook. In 2023, EUR 218 million of provisions for ING’s Russia-related portfolio could be released, mainly due to a reduction of ING’s exposure. Moreover, Stage 3 risk costs were limited in 2023 as additions for specific files in the real estate portfolio were largely offset by recoveries from previously provisioned files and secondary market sales.

Year ended 31 December 2022 compared to year ended 31 December 2021

The IFRS-EU net result declined to EUR 1,358 million from EUR 2,144 million in 2021. Wholesale Banking turned in a strong commercial performance. This was fully offset, however, by a sharp increase in risk costs, partly due to the Russian invasion in the Ukraine and compared with an exceptionally low level in 2021. Therefore the net result was 36.7% lower at EUR 1,358 million. The result before tax decreased 30.7% to EUR 1,991 million from EUR 2,874 million in 2021.

Total income rose 6.9% to EUR 6,325 million in 2022 compared with EUR 5,916 million in 2021, primarily reflecting income growth in Daily Banking & Trade Finance and Financial Markets. Net interest income increased by EUR 109 million, or 2.6%, driven by Payments & Cash Management which benefited strongly from higher interest rates. The increase was largely offset by a EUR 168 million lower net TLTRO impact (which was EUR 20 million in 2022 compared with EUR 188 million in the previous year) and lower interest income in Financial Markets. The net core lending book (adjusted for currency impacts and excluding Treasury and the Lease run-off portfolio) grew by EUR 2.4 billion in 2022. Strong growth in Lending was largely offset by a net outflow in Daily Banking & Trade Finance and in Financial Markets. Net core deposits (excluding currency impacts and Treasury) increased by EUR 6.2 billion, primarily in Payments & Cash Management. Net fee and commission income rose by EUR 20 million, or 1.7%, supported by strong fee growth in Lending, which was largely offset by the impact of a lower deal flow in Global Capital Markets due to adverse market conditions. Investment and other income surged by EUR 281 million, mainly driven by higher trading results in Financial Markets, only partly offset by Treasury & Other which included a EUR -41 million hedge accounting impact in Belgium.

Operating expenses increased 6.4% to EUR 3,114 million from EUR 2,926 million in 2021. Expenses in 2022 included EUR 38 million higher regulatory costs and EUR 10 million of incidental items mainly related to restructuring costs, while 2021 had included a EUR 44 million impairment on Payvision. Excluding these incidental items and regulatory costs, expenses increased 7.0%, of which 2.8% was FX impacts, reflecting the weakening of the euro relative to other currencies. The remaining increase was mainly attributable to higher staff costs (due to CLA increases and indexation), partly mitigated by continued cost-efficiency measures.

The addition to loan loss provisions was EUR 1,220 million, or 65 basis points of average customer lending, while in 2021 risk costs had been exceptionally low at EUR 117 million, or 7 basis points of average customer lending. Risk costs in 2022 were significantly impacted by the Russian invasion in Ukraine, which led to a net addition of EUR 533 million on ING's Russia-related exposure. The remainder was mainly due to an increase in Stage 3 individual risk costs, partly as a result of a more negative macroeconomic outlook.

Lending income increased slightly to EUR 3,157 million. Net interest income declined by EUR 17 million fully due to a EUR 57 million lower net TLTRO impact. Excluding TLTRO, interest result increased 1.6% as higher average volumes more than compensated for lower interest margins. Net fee and commission income increased by EUR 88 million or 19.3%, reflecting significantly higher fee income from several sectors. Investment and other income declined by EUR 42 million, mainly due to negative fair value adjustments and secondary sales discounts.

Income from Daily Banking & Trade Finance increased by EUR 352 million to EUR 1,662 million, predominantly driven by Payments & Cash Management, which benefited strongly from higher interest rates, and furthermore supported by Bank Mendes Gans.

Income for Financial Markets increased by EUR 122 million to EUR 1,226 million, supported by higher trading results, especially in forex and money markets which benefited from volatility on the markets following interest rate hikes, the strengthening of the US dollar and inflationary pressure. Commission income declined due to a lower deal flow in Global Capital Markets, reflecting a slowdown in the market.

Income for Treasury & Other decreased by EUR 94 million due to a net TLTRO impact of EUR -51 million in 2022 (compared to a benefit of EUR 4 million in the previous year), a EUR -41 million hedge accounting impact to unwind a macro fair value hedge in Belgium and a EUR 28 million gain on an investment in an associate recorded in 2021. This was partly offset by mark-to-market gains from credit default positions in 2022.

Liquidity and capital resources

ING believes that its working capital is sufficient for its present requirements.

For information regarding its material short and long- term cash requirements from known contractual and other obligations, see "*Risk Management - Funding and liquidity risk*" and "Note 44 – Capital Management" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

For information on legal or economic restrictions on the ability of subsidiaries to transfer funds to the company in the form of cash dividends, loans or advances, see "Note 19 – Equity" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

For information on the maturity profile of borrowings and a further description of the borrowings, please see "Note 17 – Debt securities in issue", "Note 18 – Subordinated Loans" and "Note 35 – Liabilities and off-balance sheet commitments by maturity" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

For information on currency and interest rate structure, see "*Risk Management - Market risk*" and "*Risk Management - Funding and liquidity risk*" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

For information on the use of financial instruments for hedging purposes, please see "Note 33 – Derivatives and hedge accounting" in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

ING Bank Consolidated Cash Flows

	2023	2022	2021
	(amounts in millions of euros)		
Treasury bills and other eligible bills included in securities at AC	0	1	23
Deposits from banks	-5,132	-6,172	-7,059
Loans and advances to banks	7,930	13,947	8,180
Cash and balances with central banks	90,214	87,614	106,520
Cash and cash equivalents at end of year	**93,011**	**95,390**	**107,664**

Year ended 31 December 2023 compared to year ended 31 December 2022

Net cash flow from operating activities amounts to EUR -6,120 million for the year-end 2023, compared to EUR -2,769 million for the year-end 2022. The lower in cash flow from operating activities of EUR -3,352 million in 2023 is explained by higher cash outflows for trading assets and liabilities (EUR -11,725 million), loans and deposits to/from customers (EUR -6,412 million), taxation paid (EUR -1,211), lower cash inflows from result before tax, after adjustment for non cash items (EUR -4,460 million) offset by higher cash inflows from loans and deposits to/from banks (EUR 13,701 million) and non-trading derivatives (EUR 7,878 million).

Net cash flow from investing activities amounts to EUR -8,545 million for the year-end 2023 compared to EUR -5,307 million in 2022. The net cash flow from investing activities decreased by EUR -3,238 million and is explained by a net decrease from Financial assets at fair value through OCI of EUR -3,802 million and increase from Securities at amortised costs of EUR 619 million.

Net cash flow from financing activities amounts to EUR 13,184 million in 2023, compared to EUR -3,694 million in 2022. The increase of EUR 16,879 million is explained by a net increase of EUR 21,388 million of debt securities partly offset by a net decrease of EUR -561 million of Subordinated loans and higher dividend of EUR -3,953 million in 2023.

The operating, investing and financing activities described above result in a decrease of EUR -2,378 million in cash and cash equivalents to EUR 93,011million at year end 2023 including exchange rate effect on cash and cash equivalents of EUR -898 million.

Year ended 31 December 2022 compared to year ended 31 December 2021

Net cash flow from operating activities amounts to EUR -2,769 million for the year-end 2022, compared to EUR -7,869 million for the year-end 2021. The increase in cash flow from operating activities of EUR 5,100 million in 2022 is explained by higher cash inflows from results before tax, after adjustment for non cash items (EUR 5,046 million), trading assets and liabilities (EUR 12,115 million), loans and deposits to/from customerss (EUR 24,132 million), other assets and liabilities at fair value through profit or loss (EUR 7,048 million) and lower cash inflows from loans and deposits to/from banks (EUR -41,513 million).

Net cash flow from investing activities amounts to EUR -5,307 million for the year-end 2022 compared to EUR 6,220 million in 2022. The net cash flow from investing activities decreased by EUR 11,527 million and is explained by a net decrease from Financial assets at fair value through OCI of EUR 8,842 million and from Securities at amortised costs of EUR 2,696 million.

Net cash flow from financing activities amounts to EUR -3,694 million in 2022, compared to EUR -1,686 million in 2021. The decrease of EUR 2,008 million is explained by a net increase of EUR 1,880 million of debt securities offset by a net decrease of EUR 738 million of Subordinated loans and higher dividend payments of EUR 3,154 million.

The operating, investing and financing activities described above result in a decrease of EUR 11,770 million in cash and cash equivalents to EUR 95,390 million at year end 2022 including exchange rate effect on cash and cash equivalents of EUR -505 million.

SELECTED STATISTICAL INFORMATION

Selected Statistical Information on Banking Operations

The information in this section sets forth selected statistical information regarding the operations of ING Bank.

The information in this section sets forth selected statistical information regarding the Bank's operations. Information for 2023, 2022 and 2021 is set forth under IFRS-EU. Unless otherwise indicated, average balances, when used, are calculated from monthly data and the distinction between domestic and foreign is based on the location of the office where the assets and liabilities are booked, as opposed to the domicile of the customer. However, the Company believes that the presentation of these amounts based upon the domicile of the customer would not result in material differences in the amounts presented in this section.

Average Balances and Interest Rates

The following tables show the banking operations, average interest-earning assets and average interest-bearing liabilities, together with average rates, for the periods indicated. The calculation of average balance is based on balances as per month-end, while for certain products (such as Securities purchased/sold under agreements to repurchase) balances can fluctuate substantially during the month. The interest income, interest expense and average yield figures do not reflect interest income and expense on derivatives and other interest income and expense not considered to be directly related to interest-bearing assets and liabilities. These items are reflected in the corresponding interest income, interest expense and net interest income figures in the consolidated financial statements. A reconciliation of the interest income, interest expense and net interest income figures to the corresponding line items in the consolidated financial statements is provided hereunder.

Assets

	2023			2022			2021		
	Average balance	Interest income	Average yield	Average balance	Interest income	Average yield	Average balance	Interest income	Average yield
	(EUR millions)		*(%)*	*(EUR millions)*		*(%)*	*(EUR millions)*		*(%)*
Interest-earning assets									
Time deposits with banks									
domestic	2,620	111	4.3	3,574	52	1.4	2,818	33	1.2
foreign	1,236	256	20.7	2,603	197	7.6	3,718	41	1.1
Loans and advances									
domestic	183,199	6,146	3.4	184,748	4,646	2.5	187,928	4,344	2.3
foreign	458,110	20,518	4.5	460,414	12,734	2.8	438,743	9,470	2.2
Securities purchased with agreements to resell									
domestic	17,174	343	2.0	10,305	43	0.4	3,768	0	0.0
foreign	68,727	4,506	6.6	64,598	1,297	2.0	61,137	322	0.5
Interest-earning securities(1)									
domestic	32,511	562	1.7	31,609	313	1.0	31,662	242	0.8
foreign	55,670	1,386	2.5	51,732	894	1.7	53,276	622	1.2
Other interest-earning assets									
domestic	56,610	2,720	4.8	65,894	444	0.7	50,712	13	0.0
foreign	61,658	2,118	3.4	66,298	407	0.6	71,055	56	0.1
Total	**937,515**	**38,668**	**4.1**	**941,776**	**21,028**	**2.2**	**904,815**	**15,145**	**1.7**
Non-interest earning assets	55,075			51,767			50,679		
Derivatives assets	30,215			32,480			23,505		
Total assets	**1,022,805**			**1,026,023**			**978,999**		
Percentage of assets applicable to foreign operations		67.8%			67.7%			68.9%	
Interest income on derivatives		13,112			6,123			4,386	
Other (2)		448			1,325			1,600	
Total interest income		**52,228**			**28,476**			**21,131**	

Notes:

(1) Substantially all interest-earning securities held by the banking operations of the Company are taxable securities.

(2) Other includes negative interest expense.

Liabilities

	2023			2022			2021		
	Average balance	Interest expense	Average yield	Average balance	Interest expense	Average yield	Average balance	Interest expense	Average yield
	(EUR millions)		*(%)*	*(EUR millions)*		*(%)*	*(EUR millions)*		
Time deposits from banks									
domestic	19,646	678	3.4	53,949	87	0.2	51,928	3	0.0
foreign	11,881	308	2.6	24,068	109	0.5	24,497	76	0.3
Current accounts									
domestic	97,614	1,025	1.1	108,365	361	0.3	98,710	110	0.1
foreign	135,088	362	0.3	155,087	98	0.1	144,706	19	0.0
Time deposits[1]									
domestic	47,946	2,147	4.5	37,554	590	1.6	19,776	55	0.3
foreign	43,111	1,876	4.4	9,239	349	3.8	5,926	90	1.5
Savings deposits									
domestic	108,780	905	0.8	101,460	68	0.1	97,926	71	0.1
foreign	234,282	3,159	1.3	233,412	967	0.4	257,629	534	0.2
Securities sold under agreements to repurchase									
domestic	1,085	478	44.1	972	38	3.9	3,205	0	0.0
foreign	64,905	4,314	6.6	60,127	1,205	2.0	55,300	133	0.2
Commercial paper									
domestic	13,159	484	3.7	7,425	42	0.6	2,712	3	0.1
foreign	22,099	1,193	5.4	14,050	245	1.7	12,873	23	0.2
Short term debt									
domestic	5,841	286	4.9	3,946	53	1.3	3,484	7	0.2
foreign	1,669	72	4.3	2,858	39	1.4	4,190	11	0.3
Long term debt									
domestic	62,196	1,747	2.8	55,464	1,263	2.3	55,473	1,163	2.1
foreign	19,106	549	2.9	16,310	257	1.6	14,490	168	1.2
Subordinated liabilities									
domestic	16,061	710	4.4	16,321	648	4.0	15,452	575	3.7
foreign	0	0	0.0	0	0	0.0	0	0	0.0
Other interest-bearing liabilities									
domestic	4,705	693	14.7	3,721	235	6.3	3,470	12	0.4
foreign	6,639	253	3.8	6,732	116	1.7	6,557	28	0.43
Total	**915,812**	**21,240**	**2.3**	**911,061**	**6,771**	**0.7**	**878,304**	**3,064**	**0.35**

Non-interest bearing liabilities	35,378		36,262		31,707	
Derivatives liabilities	28,452		32,364		21,173	
Total Liabilities	**979,642**		**979,687**		**930,184**	
Group Capital	43,163		46,336		48,815	
Total liabilities and capital	**1,022,805**		**1,026,023**		**978,999**	
Percentage of liabilities applicable to foreign operations		58.3%		57.0%		59.9%
Other interest expense						
Interest expenses on derivatives		14,927		6,522		3,305
other (2)		252		1,437		1,130
Total interest expense		**36,419**		**14,730**		**7,516**
Total net interest result		**15,809**		**13,755**		**13,615**

Note:

(1) These captions do not include deposits from banks.

(2) Other includes negative interest income.

Analysis of Changes in Net Interest Income

The following table allocates changes in the Bank's operations' interest income and expense and net interest result between changes in average balances and rates for the periods indicated. Changes due to a combination of volume and rate have been allocated to changes in average volume. The net changes in interest income, interest expense and net interest result, as calculated in this table, have been reconciled to the changes in interest income, interest expense and net interest result in the consolidated financial statements. See introduction to "Average Balances and Interest Rates" for a discussion of the differences between interest income, interest expense and net interest result as calculated in the following table and as set forth in the 2023 Annual Report, which are incorporated by reference into this Registration Document.

	2023 over 2022			2022 over 2021		
	Increase (decrease)			Increase (decrease)		
	due to changes in			due to changes in		
	Average volume	**Average rate**	**Net change**	**Average volume**	**Average rate**	**Net change**
		(EUR millions)			*(EUR millions)*	
Interest-earning assets						
Time deposits to banks						
domestic	(14)	74	60	9	10	18
foreign	(103)	163	59	(12)	168	156
Loans and advances						
domestic	(39)	1,539	1,500	(74)	375	302
foreign	(64)	7,847	7,783	468	2,796	3,264
Securities purchased with agreements to resell						
domestic	29	271	300	1	42	43
foreign	83	3,126	3,209	18	957	975
Interest-earning securities						
Domestic	9	240	249	0	72	72
foreign	68	425	493	(18)	290	272
Other interest-earning assets						
domestic	(63)	2,339	2,276	4	426	430
foreign	(28)	1,740	1,711	(4)	355	352
Interest income						
domestic	(78)	4,462	4,385	(60)	925	864
foreign	(45)	13,300	13,255	452	4,566	5,018
Total	**(122)**	**17,762**	**17,640**	**392**	**5,491**	**5,886**
Other interest income			6,112			1,462
Total interest income			**23,752**			**7,344**

	2023 over 2022			2022 over 2021		
	Increase (decrease) due to changes in			Increase (decrease) due to changes in		
	Average volume	**Average rate**	**Net change**	**Average volume**	**Average rate**	**Net change**
	(EUR millions)			*(EUR millions)*		
Interest-bearing liabilities						
Time deposits from banks						
domestic	(55)	646	591	0	84	84
foreign	(55)	254	199	(1)	35	33
Current accounts						
domestic	(36)	700	664	11	241	251
foreign	(13)	276	263	1	78	79
Time deposits						
domestic	163	1,395	1,558	49	485	535
foreign	1,278	249	1,527	50	209	259
Savings deposits						
domestic	5	832	837	3	(6)	(3)
foreign	4	2,189	2,192	(50)	483	433
Short term debt						
domestic	25	208	233	1	45	46
foreign	(16)	49	33	(4)	31	28
Securities sold under agreements to repurchase						
domestic	4	435	440	0	38	38
foreign	96	3,013	3,109	12	1,060	1,072
Commercial paper						
domestic	33	409	442	4	35	40
foreign	140	809	949	2	220	222
Long term debt						
domestic	153	331	484	0	100	100
foreign	44	247	291	21	69	90
Subordinated liabilities						
domestic	(10)	72	62	32	41	73
foreign	0	0	0	0	0	0
Other interest-bearing liabilities						
domestic	62	397	459	1	221	222

foreign	(2)	138	136	1	87	88
Interest expense						
domestic	344	5,425	5,769	101	1,285	1,386
foreign	1,476	7,224	8,700	32	2,271	2,303
Total	**1,820**	**12,649**	**14,469**	**133**	**3,556**	**3,689**
Other interest expense			7,219			3,525
Total interest expense			**21,688**			**7,214**
Net interest						
domestic	(422)	(963)	(1,384)	(161)	(360)	(521)
foreign	(1,521)	6,076	4,555	420	2,295	2,715
Net interest	**(1,942)**	**5,113**	**3,171**	**259**	**1,935**	**2,194**
Other net interest result			(1,107)			(2,063)
Net interest result			**2,064**			**130**

The following tables show the interest spread and net interest margin for the past two years.

	2023	**2022**
	Average rate *(%)*	
Interest spread		
Domestic	1.0	1.0
Foreign	2.2	1.8
Total	**1.8**	**1.5**
Net interest margin		
Domestic	0.2	0.7
Foreign	2.6	1.9
Total	**1.9**	**1.5**

Investments in debt securities

The following tables show the weighted average yield of ING's investments in debt securities measured at amortised cost and fair value through other comprehensive income. The weighted average yield is calculated as follows:

$$\frac{Nominal\ value\ x\ coupon\ rate\ x\ remaining\ maturity}{Nominal\ value\ x\ remaining\ maturity}$$

	1 year or less	Between 1 and 5 years	Between 5 and 10 years	Over 10 years
Fair value through other comprehensive income				
Government bonds	2.26%	3.80%	2.81%	3.48%
Central Bank bonds				
Sub-sovereign, Supranationals and Agencies	3.98%	2.74%	2.29%	3.41%
Covered bonds	1.86%	2.15%	2.37%	
Corporate bonds	3.66%	0.38%		
Financial institutions bonds	3.66%	2.92%	3.67%	
ABS portfolio		4.50%	4.42%	4.62%

Note:

(1) Since substantially all investment securities held by the banking operations of the Company are taxable securities, the yields are on tax-equivalent basis.

	1 year or less	Between 1 and 5 years	Between 5 and 10 years	Over 10 years
Securities at amortised cost				
Government bonds	2.73%	2.96%	1.82%	4.43%
Central Bank bonds	0.04%			
Sub-sovereign, Supranationals and Agencies	1.78%	1.67%	1.69%	2.63%
Covered bonds	1.11%	1.13%	1.23%	
Corporate bonds	7.32%	4.29%	7.32%	
Financial institutions bonds	6.77%	3.26%	1.54%	
ABS portfolio	4.39%	4.40%	5.33%	5.32%

Note:

(1) Since substantially all investment securities held by the banking operations of the Company are taxable securities, the yields are on a tax-equivalent basis.

Loan Portfolio

Loans and advances to banks and customers

Loans and advances to banks include all receivables from credit institutions, except for cash, current accounts and deposits with other banks (including central banks). Loans and advances to customers includes lending facilities to corporate and private customers encompass among others, loans, overdrafts and finance lease receivables.

Maturities and sensitivity of loans to changes in interest rates

The following table analyses loans and advances to banks and customers by time remaining until maturity as of 31 December 2023.

	1 year or less	1 year to 5 years	5 years through 15 years	After 15 years	Total
			(EUR millions)		
By domestic offices:					
Loans guaranteed by public authorities	8,981	445	26	0	9,452
Loans secured by mortgages	194	308	553	15	1,070
Loans guaranteed by credit institutions	2,244	10,734	46,865	50,632	110,475
Other private lending	947	2,151	1,399	540	5,036
Other corporate lending	22,513	29,792	10,165	258	62,728
Total domestic offices	**34,879**	**43,430**	**59,007**	**51,445**	**188,761**
By foreign offices:					
Loans guaranteed by public authorities	5,798	1,083	388	17	7,286
Loans secured by mortgages	4,224	3,070	4,862	1,157	13,314
Loans guaranteed by credit institutions	12,649	45,565	84,717	71,189	214,120
Other private lending	8,968	14,988	5,414	2,165	31,535
Other corporate lending	79,524	101,436	27,282	1,553	209,795
Total foreign offices	**111,163**	**166,142**	**122,664**	**76,081**	**476,051**
Total gross loans and advances to banks and customers	**146,042**	**209,572**	**181,671**	**127,526**	**664,811**

The following table analyses loans and advances to banks and customers by interest rate sensitivity by maturity as of 31 December 2023 (amounts may not add up due to rounding).

	Predetermined interest rates	Floating or adjustable interest rates (1)
Loans to banks	367	1,591
Loans to public authorities	6,586	3,380
Residential mortgages	221,065	88,638
Other personal lending	21,646	5,011
Corporate Lending	52,786	117,700
Total	**302,450**	**216,319**

(1) Loans that have an interest rate that remains fixed for more than one year and which can be changed end of fixed period are classified as “adjustable interest rates”

Allowance for credit losses

The following table presents the movements in allocation of the provision for loan losses on loans accounted for as loans and advances to banks and customers for 2023, 2022 and 2021.

	2023	2022	2021
	(amounts in millions of euros)		
Balance on 1 January	6,101	5,368	5,854
Impact of changes in accounting policies	95		
Write-offs	(1,111)	(1,130)	(854)
Recoveries	71	71	45
Net write-offs	**(1,039)**	**(1,059)**	**(809)**
Additions and other adjustments (included in value Adjustments to receivables of the Banking operations)	682	1,792	324
Balance on 31 December	**5,839**	**6,101**	**5,368**
Average loans and advances to banks and customers	**671,474**	**669,714**	**645,127**
Ratio of net charge-offs to average loans and advances to banks and customers	**0.15 %**	**0.16 %**	**0.13%**
Ratio of allowance for credit losses to total loans and advances to banks and customers outstanding	**0.88 %**	**0.90 %**	**0.82%**

Additions to loan loss provisions have decreased compared to 2022. Loan loss provisions are influenced by developments in general macroeconomic conditions as well as certain individual exposures. Reference is made to Note 1 '*Basis of preparation and material accounting policy information*' and '*Additional information – Risk Management*' for detailed information on loan loss provisioning in the 2023 Annual Report, which is incorporated by reference into this Registration Document, for detailed information on loan loss provisioning.

Deposits

For detailed information on average amount of and the average rate paid on deposit categories reference is made to '*Additional information – Average balances and interest rates'* in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

For the years ended 31 December 2023, 2022 and 2021 the aggregate amount of deposits by foreign depositors in domestic offices was EUR 37,360 million, EUR 37,402 million and EUR 29,696 million respectively.

Uninsured deposits

For the years ended 31 December 2023 and 2022 the amount of uninsured deposits, which were not covered by DGS, was EUR 182,155 million and EUR 184,032 million, respectively.

Deposit guarantee schemes (DGS) reimburse a limited amount to compensate depositors whose bank has failed. A fundamental principle underlying DGS is that they are funded entirely by banks, and that no taxpayer funds are used. Under EU rules, the Deposit Guarantee Scheme (DGS) guarantees deposits up to a maximum of EUR 100,000 per depositor in case of a bank failure.

On 31 December 2023, the amount of time deposits in excess of (local) deposit insurance regime and time deposits which are otherwise uninsured is as follows:

	Time deposits in excess on deposit insurance regime	Other uninsured Time deposits
3 months or less	12,139	28,712
6 months or less but over 3 months	2,661	6,641
12 months or less but over 6 months	1,740	5,240
Over 12 months	619	4,238
Total	**17,159**	**44,830**

For further detailed information on deposits, reference is made to Note 12 ‘*Deposits from banks’* and Note 13 ‘*Customer deposits’* in the 2023 Annual Report, which is incorporated by reference into this Registration Document.

GENERAL INFORMATION

Approval

This Registration Document has been approved by the Netherlands Authority for the Financial Markets (the "**AFM**") on 22 March 2024 in its capacity as competent authority pursuant to Article 20 of the Prospectus Regulation. Together with any securities note for non-equity securities, as supplemented or replaced from time to time of the Issuer, in each case, this Registration Document forms part of any prospectus of the Issuer consisting of separate documents within the meaning of the Prospectus Regulation in respect of the relevant securities.

The AFM only approves this Registration Document as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Registration Document.

Ratings

The Issuer has a senior debt rating from Standard & Poor's Rating Services of A+ (outlook stable), a senior debt rating from Moody's France SAS of A1 (outlook stable) and a senior debt rating from Fitch Ratings Ireland Limited of AA- (outlook stable).

A credit rating is not a recommendation to buy, sell or hold securities. There is no assurance that a rating will remain for any given period of time or that a rating will not be suspended, lowered or withdrawn by the relevant rating agency if, in its judgement, circumstances in the future so warrant. The Issuer has from time to time been subject to its ratings being lowered.

Significant or Material Adverse Change

At the date hereof, there has been no significant change in the financial position or performance of ING Bank N.V. and its consolidated subsidiaries since 31 December 2023.

At the date hereof, there has been no material adverse change in the prospects of ING Bank N.V. since 31 December 2023.

Litigation

The Issuer and its consolidated subsidiaries are involved in governmental, regulatory, arbitration and legal proceedings and investigations in the Netherlands and in a number of foreign jurisdictions, including the U.S., involving claims by and against them which arise in the ordinary course of their businesses, including in connection with their activities as lenders, broker-dealers, underwriters, issuers of securities and investors and their position as employers and taxpayers. In certain of such proceedings, very large or indeterminate amounts are sought, including punitive and other damages. While it is not feasible to predict or determine the ultimate outcome of all pending or threatened governmental, regulatory, arbitration and legal proceedings and investigations, the Issuer is of the opinion that some of the proceedings and investigations set out below may have or have in the recent past had a significant effect on the financial position, profitability or reputation of the Issuer and/or the Issuer and its consolidated subsidiaries.

Settlement agreement: On 4 September 2018, ING announced that it had entered into a settlement agreement with the Dutch Public Prosecution Service relating to previously disclosed investigations regarding various requirements for client on-boarding and the prevention of money laundering and corrupt practices. Following the entry into the settlement agreement, ING has experienced heightened scrutiny from authorities in various countries. ING is also aware, including as a result of media reports, that other parties may, among other things, seek to commence legal proceedings against ING in connection with the subject matter of the settlement. Certain parties filed requests with the Court of Appeal in The Netherlands to reconsider the prosecutor's decision to enter into the settlement agreement with ING and not to prosecute ING or (former) ING employees. In December 2020, the Court of Appeal issued its final ruling. In this ruling the prosecutors' decision to enter into the settlement agreement with ING was upheld, making the settlement final. However, in a separate ruling, the Court ordered the prosecution of ING's former CEO.

Litigation by investors: In February 2024, ING and certain (former) board members were served with a writ of summons for litigation in The Netherlands on behalf of investors who claim to have suffered financial losses in connection with ING's disclosures on historic shortcomings in its financial economic crime policies, related risk management and control systems, the investigation by and settlement with the Dutch authorities in 2018 and related risks for ING. We do not agree with the allegations and will defend ourselves against these and the claimed damages of around EUR 500 million. We follow IFRS rules for taking legal provisions and would disclose material amounts in that regard if and when applicable – which currently is not the case.

Findings regarding AML processes: As previously disclosed, after its September 2018 settlement with Dutch authorities concerning anti-money laundering matters, and in the context of significantly increased attention on the prevention of financial economic crime, ING has experienced heightened scrutiny by authorities in various countries. The interactions with such regulatory and judicial authorities have included, and can be expected to continue to include, onsite visits, information requests, investigations and other enquiries. Such interactions, as well as ING's internal assessments in connection with its global enhancement programme, have in some cases resulted in satisfactory outcomes, and also have resulted in, and may continue to result in, findings, or other conclusions which may require appropriate remedial actions by ING, or may have other consequences. ING intends to continue to work in close cooperation with authorities as it seeks to improve its management of non-financial risks in terms of policies, tooling, monitoring, governance, knowledge and behaviour.

In January 2022, a Luxembourg investigating judge informed ING Luxembourg that he intends to instruct the relevant prosecutor to prepare a criminal indictment regarding alleged shortcomings in the AML process at ING Luxembourg. Although this matter still remains at an early procedural stage and it is currently not possible to determine how this matter will be resolved or the timing of any such resolution, ING does not expect a financial outcome of this matter to have a material effect.

ING's subsidiary Payvision is the subject of a criminal investigation by Dutch authorities regarding money laundering and various requirements of the Dutch act on Anti-Money Laundering and Counter Terrorist Financing, focusing on the period from 1 January 2015 up to and including April 2020. Payvision is cooperating with such ongoing investigation. In October 2021, the phasing out of Payvision was announced. The phasing out of activities and the transfer of customers to a new service provider were completed in 2022. At the request of Payvision, its license has been withdrawn. It is currently not feasible to determine how the ongoing investigation may be resolved or the timing of any such resolution, nor to estimate reliably the possible timing, scope or amounts of any resulting fines, penalties and/or other outcome.

ING continues to take steps to enhance its management of compliance risks and embed stronger awareness across the whole organisation. These steps are part of the global KYC programme and set of initiatives, which includes enhancing KYC files and working on various structural improvements in compliance policies, tooling, monitoring, governance, knowledge and behaviour.

Tax cases: Because of the geographic spread of its business, ING may be subject to tax audits, investigations and procedures in numerous jurisdictions at any point in time. Although the Issuer believes that it has adequately provided for all its tax positions, the ultimate resolution of these audits, investigations and procedures is uncertain and may result in liabilities which are materially different from the amounts recognised.

Claims regarding accounts with predecessors of ING Bank Türkiye: ING Bank Türkiye has received numerous claims from (former) customers of legal predecessors of ING Bank Türkiye. The claims are based on offshore accounts held with these banks, which banks were seized by the Savings Deposit Insurance Fund ("**SDIF**") prior to the acquisition of ING Bank Türkiye in 2007 from OYAK. Pursuant to the acquisition contract, ING can claim compensation from SDIF if a court orders ING to pay amounts to the offshore account holders. SDIF has made payments to ING pursuant to such compensation requests, but filed various lawsuits to receive those amounts back. These lawsuits are ongoing. In April 2022 the Turkish Supreme Court decided that the prescription period for the offshore account holders' compensation claims starts on the transfer date of the account holders to the offshore accounts. The exact impact of this decision on the ongoing cases is not clear yet. At this moment it is not possible to assess the outcome of these procedures nor to provide an estimate of the (potential) financial effect of these claims.

Interest rate derivatives claims: In the past a uniform recovery framework for Dutch SME clients with interest rate derivatives was established by a committee of independent experts appointed by the Dutch Ministry of Finance. In the context of this recovery framework most claims have been settled, however ING is still involved in several legal proceedings in the Netherlands with respect to interest rate derivatives that were sold to clients in connection with floating interest rate loans in order to hedge the interest rate risk of the loans. These proceedings are based on several legal grounds, depending on the facts and circumstances of each specific case, inter alia alleged breach of duty of care, insufficient information provided to the clients on the product and its risks and other elements related to the interest rate derivatives that were sold to clients. In some cases, the court has ruled in favour of the claimants and awarded damages, annulled the interest rate derivative or ordered repayment of certain amounts to the claimants.

Interest surcharges claims: ING received complaints and was involved in litigation with certain individuals in the Netherlands regarding increases in interest surcharges with respect to several credit products, including but not limited to commercial property. ING has reviewed the relevant product portfolio. The provision previously taken has been reversed for certain of these complaints. All claims are dealt with individually. Thus far, the courts have ruled in favour of ING in each case, ruling that ING was allowed to increase the interest surcharge based upon the essential obligations in the contract. In a relevant case the Dutch Supreme Court ruled in favor of another Dutch bank, addressing the question whether or not a bank is allowed to increase interest surcharges unilaterally. The Supreme Court ruled affirmatively and referred the case to the Court of Appeal in The Hague. The Court of Appeal also ruled in favour of the Dutch bank in October 2022 and this ruling has been confirmed by the Supreme Court in its ruling of 22 December 2023. ING will continue to deal with all claims individually. In the last pending case against ING, the Court of Appeal dismissed all claims in its ruling of 9 January 2024. The time limit for lodging a cassation appeal at the Supreme Court expires on 9 April 2024.

Mortgage expenses claims: ING Spain has received claims and is involved in procedures with customers regarding reimbursement of expenses associated with the formalisation of mortgages. In most first instance court proceedings the expense clause of the relevant mortgage contract has been declared null and ING Spain has been ordered to reimburse all or part of the applicable expenses. Since 2018, the Spanish Supreme Court and the European Court of Justice have issued rulings setting out which party should bear notary, registration, agency, and stamp duty costs. In January 2021, the Spanish Supreme Court ruled that valuation costs of mortgages, signed prior to 16 June 2019, the date the new mortgage law entered into force, should be borne by the bank. Media attention for the statute of limitations applicable to the right to claim reimbursement of costs resulted in an increased number of claims at the beginning of 2021. In June 2021, the Supreme Court published a press release informing of its decision to ask the European Court of Justice for a preliminary ruling regarding the criteria that should be applied to determine the date from which the action for claiming the reimbursement of mortgage expenses is considered to be expired. Two other preliminary rulings that were submitted by Catalunya courts also related to the limitation period. In January 2024, the European Court of Justice ruled on one of the complaints filed by the Catalunya Provincial Court. The European Court of Justice determined that the limitation period for the judicial claim for reimbursement of expenses cannot begin to run from a Supreme Court decision declaring the clause null and void, nor from the moment of the payment of the expenses. The European Court of Justice indicated that it is up to national case-law to determine the criterion that should be applied for the calculation of the limitation period, so uncertainty remains until the Supreme Court unifies the case-law. Currently, ING is reviewing the strategy in order to address the latest developments.

ING Spain was also included, together with other Spanish banks, in three class actions filed by customer associations. In one of the class actions an agreement was reached with the association. In another class action ING filed an appeal asking the Spanish Court of Appeal to determine that the ruling of the court of first instance is only applicable to the consumers that were part of the case. The National Court has revoked the ruling and declared that the consumers will not be able to initiate an action for compensation based on the first instance ruling, as the claimant association intended. This last decision is not yet final, as it has been appealed in the Supreme Court.

A provision has been established in the past and has been adjusted where appropriate.

Imtech claims: In the Netherlands, the trustees in the bankruptcy of Imtech N.V. ("**Imtech**") claimed in September 2018 from various financing parties, including ING, payment of what the security agent has collected following bankruptcy or intends to collect, repayment of all that was repaid to the financing parties, as well as compensation for the repayment of a bridge financing, provided by ING and another bank. This matter was settled by all Imtech financiers, including ING, and the Imtech trustees in October 2023.

In January 2018, ING Bank received a claim from Stichting ImtechClaim.nl and Imtech Shareholders Action Group B.V. on behalf of certain (former) shareholders of Imtech. Furthermore, in March 2018, ING Bank received another claim on the same subject matter from the Dutch Association of Stockholders (*Vereniging van Effectenbezitters*, "**VEB**"). In June 2022, VEB reiterated and further substantiated its claim in a letter to ING. Each of the claimants allege inter alia that shareholders were misled by the prospectus of the rights issues of Imtech in July 2013 and October 2014. ING Bank, being one of the underwriters of the rights issues, is held liable by the claimants for the damages that investors in Imtech would have suffered. ING Bank responded to the claimants denying any and all responsibility in relation to the allegations made in the relevant letters. ING (and the other underwriting banks) received a tolling letter (*stuitingsbrief*) from Stichting Imtechclaim.nl, Imtech Shareholders Action Group B.V. and individual shareholders in December 2022, in connection with the allegations made in their original claim letter of January 2018. At this moment it is not possible to assess the outcome of these claims nor to provide an estimate of the (potential) effect of these claims.

Claims regarding mortgage loans in Swiss franc in Poland: ING Poland is a defendant in several lawsuits with retail customers who took out mortgage loans indexed to the Swiss franc. Such customers have alleged that the mortgage loan contract contains abusive clauses. One element that the court is expected to consider in determining whether such contracts contain abusive clauses is whether the rules to determine the exchange rate used for the conversion of the loan from Polish zloty to Swiss franc are unambiguous and verifiable. In December 2020, the Polish Financial Supervision Authority (PFSA) proposed that lenders offer borrowers voluntary out-of-court settlements on foreign-currency mortgage disputes, with mortgages indexed to Swiss franc serving as a reference point. In February 2021, ING Poland announced its support for this initiative and in October 2021 began offering the settlements to the borrowers following the PFSA's proposal. The Polish Supreme Court was expected to provide further clarity on this topic in a ruling scheduled for November 2021, however the court's session on this matter was postponed and the date of the next session has not yet been announced. In October 2022, a hearing of the European Court of Justice ("**CJEU**") was held inter alia on the question whether, after cancellation of a contract regarding a Swiss franc loan by a court, banks may still charge interests for the amount borrowed under such loan prior to cancellation.

On 15 June 2023 the CJEU issued a ruling. It ruled that under EU law when a loan agreement indexed to the Swiss franc is declared null and void, banks cannot claim any remuneration (i.e. interest) for the duration the principal amount was available to the customer. The customer, however, may assert claims against banks in addition to reimbursement of interest and instalments previously paid to the bank. ING has recorded a portfolio provision.

Certain Consumer Credit Products: In October 2021, ING announced that it would offer compensation to its Dutch retail customers in connection with certain revolving consumer loans with variable interest rates that allegedly did not sufficiently follow market rates. This announcement was made in response to several rulings by the Dutch Institute for Financial Disputes (*Kifid*) regarding similar products at other banks. ING has recognized a provision of EUR 180 million in 2021 for compensation and costs in connection with this matter. On 22 December 2021, ING announced that it reached an agreement with the Dutch Consumers' Association (*Consumentenbond*) on the compensation methodology for revolving credits. Based on a Kifid ruling regarding similar products, ING has amended its previously announced compensation scheme by also compensating interest on interest. In the third quarter of 2022, ING increased its provision for this matter by EUR 75 million. In the fourth quarter of 2022, ING and the Dutch Consumers' Association reached an agreement on the compensation of customers who have had an overdraft facility or a revolving credit card with a variable interest rate. ING has started compensating such customers in line with Kifid rulings about revolving credits including 'interest-on-interest'-effect in these cases. The compensation process is taking more time than expected. Timelines for compensation vary depending on customer and product segmentation and are dependent on the availability of data.

Climate litigation In January 2024, Friends of the Earth Netherlands (*Milieudefensie*) announced that it holds ING liable for alleged contribution to climate change and threatens to initiate legal proceedings against ING. If necessary, ING will defend its science-based climate approach in court.

Auditor

The financial statements of the Issuer for the financial years ended 31 December 2023, 31 December 2022 and 31 December 2021, respectively have been audited by KPMG Accountants N.V. The auditors of KPMG Accountants N.V. are members of the Royal Dutch Institute of Chartered Accountants (*Nederlandse Beroepsorganisatie van Accountants*), which is a member of the International Federation of Accountants (IFAC). KPMG Accountants N.V. has issued an unqualified auditor's report with respect to the consolidated financial statements for the financial year ended 31 December 2023 dated 4 March 2024, an unqualified auditor's report with respect to the consolidated financial statements for the financial year ended 31 December 2022 dated 6 March 2023 and an unqualified auditor's report with respect to the consolidated financial statements for the financial year ended 31 December 2021 dated 7 March 2022.

The auditor's report in respect of the financial years ended 31 December 2023, 31 December 2022 and 31 December 2021, respectively, incorporated by reference into this Registration Document are included in the form and context in which they appear with the consent of KPMG Accountants N.V., who have authorised the contents of these auditor's reports. As the securities to be issued have not been and will not be registered under the Securities Act, KPMG have not filed and will not file a consent under the Securities Act with respect to this auditor's report.

Dividend and Distibution Information

The Issuer has paid the following distributions to ING Group in respect of each of the past five years: EUR 10,269 million in 2023 (this includes Q4'22, Q1'23, Q2'23, Q3'23 100% profit appropriation from Bank to Group and including EUR 4,000 mln of additional distribution. This does not include profit appropriation related to Q4 2023 profit). EUR 6,277 million in 2022, EUR 3,125 million in 2021, EUR 43 million in 2020 and EUR 2,819 million in 2019.

Market Information

This Registration Document cites market share information published by third parties. The Issuer has accurately reproduced such third-party information in this Registration Document and, as far as the Issuer is aware and is able to ascertain from information published by these third parties, no facts have been omitted which would render the information reproduced herein to be inaccurate or misleading. Nevertheless, investors should take into consideration that the Issuer has not verified the information published by third parties. Therefore, the Issuer does not guarantee or assume any responsibility for the accuracy of the data, estimates or other information taken from sources in the public domain. This Registration Document also contains assessments of market data and information derived therefrom which could not be obtained from any independent sources. Such information is based on the Issuer's own internal assessments and may therefore deviate from the assessments of competitors of ING or future statistics by independent sources.

THE ISSUER

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