
19 OCTOBER 2009

FOURTH SUPPLEMENT TO THE REGISTRATION DOCUMENT



ABN AMRO HOLDING N.V.
(Registered at Amsterdam, The Netherlands)

ABN AMRO BANK N.V.
(Registered at Amsterdam, The Netherlands)

Registration Document

1. This Supplement dated 19 October 2009 (the **Supplement**) constitutes the fourth supplement to the Registration Document dated 30 June 2009 (the **Registration Document**) published by ABN AMRO Holding N.V. (**Holding**) and ABN AMRO Bank N.V. (**Bank**) approved by the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the **AFM**) on 30 June 2009, as supplemented on 8 July 2009, 11 August 2009 and 28 August 2009.
2. This Supplement constitutes a supplemental prospectus to the Registration Document for the purposes of Article 5:23 of the Financial Supervision Act (*Wet op het financieel toezicht*).
3. This Supplement is supplemental to, and should be read in conjunction with, the Registration Document and any other supplements thereto issued by Holding and/or Bank.
4. Holding and Bank accept responsibility for the information contained in this Supplement. To the best of the knowledge of Holding and Bank (having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.
5. On 30 September 2009, Bank published a press release (the **Demerger Press Release**) announcing that on that date it filed documentation with the Amsterdam Chamber of Commerce in respect of a legal demerger in The Netherlands and Belgium (the **Demerger Proposals**). The Demerger Proposals outline the legal process for the transfer of the majority of the Dutch State acquired businesses into a separate legal entity, which will remain wholly owned by Holding until it is legally transferred out of ABN AMRO Group.

6. On 30 September 2009, Bank also published pro forma financial information as of 31 December 2008 and 30 June 2009 reflecting the impact of the legal transfers and demergers on Bank and pro forma financial information for the same dates on ABN AMRO Bank II N.V. (to be renamed ABN AMRO Bank N.V.) (the **Pro Forma Financial Information**)
7. On 7 October 2009, Bank published a further press release setting out the proposed timeline of the separation process (the **Timeline Press Release**).
8. The following wording regarding the Demerger Proposals, proposed timeline of the separation process and update on debt instrument allocation is hereby inserted into the Registration Document at the end of the section titled "Information on the Company":

"Announcement of legal demerger process

ABN AMRO Group has chosen a two-step approach to effect the legal separation of the assets and liabilities acquired by the Dutch State:

Step 1 – "Legal Demerger": Transferring the majority of the Dutch State acquired businesses from Bank (the **Demerging Company**) to a new legal entity, ABN AMRO II N.V. (the **Acquiring Company**) Some subsidiaries and assets and liabilities are separately transferred to the new legal entity, mostly before the planned legal demerger date. Following the demergers and the transfer of the Dutch State acquired businesses into the new bank, the Demerging Company will be renamed The Royal Bank of Scotland N.V. The Acquiring Company comprising the Dutch State acquired businesses will then be renamed ABN AMRO Bank N.V.

Step 2 – "Legal Separation": Transferring the shares of the renamed ABN AMRO Bank N.V. from Holding to a new holding company fully owned by the Dutch State and independent of Holding (which will be renamed RBS Holdings N.V.)

Until legal separation, ABN AMRO Group will continue to be governed by the Holding Managing Board and Supervisory Board and regulated on a consolidated basis with capital adequacy, liquidity measures and exposures being reported to and regulated by the Dutch Central Bank.

Proposed Timeline

Upon completion of the legal demerger procedures, ABN AMRO plans to complete the legal demerger as early as possible in the first quarter of 2010. The group plans to legally separate within two months of effecting the legal demerger.

Update on debt issuance programme allocation

The following allocation of the Bank's debt issuance programmes has been made in the course of the demerger process, which allocation will be effective on, and subject to, completion of the Legal Demerger as described under "Step 1" above:

- (a) the LaunchPAD Programmes will remain with Demerging Company, which will be renamed The Royal Bank of Scotland N.V.; and
- (b) the EUR 25,000,000,000 Covered Bond Programme (together with any and all assets, liabilities, rights, obligations and legal relationships, including without limitation any agreements and security rights) of ABN AMRO Bank N.V. will be transferred to the Acquiring Company (which will be renamed ABN AMRO Bank N.V.)."

9. Copies of the following documents have been filed with the AFM and, by virtue of this Supplement, are incorporated into, and form part of, the Registration Document:
- The Demerger Press Release including Appendix 1 thereto (Update on Separation Process);
 - The Timeline Press Release; and
 - The Pro Forma Financial Information.
10. The complete demerger filing, including all the appendices to the description of assets and liabilities to be transferred, is available for consultation at the Amsterdam Chamber of Commerce.
11. Copies of all documents incorporated by reference in the Registration Document are accessible on www.abnamro.com and can be obtained, on request, free of charge, by writing go, or telephoning, ABN AMRO Group Press Office, Gustav Mahlerlaan 10, PO Box 283, 1000 EA Amsterdam, The Netherlands, telephone (+31) 0(20) 628 8900, e-mail pressrelations@nl.abnamro.com
12. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Registration Document by this Supplement and (b) any other statement in or incorporated by reference in the Registration Document, the statements in (a) above will prevail.
13. Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Registration Document since the publication of the Registration Document.

ABN AMRO Holding N.V.

ABN AMRO Bank N.V.