

Final Terms dated 23 April 2007

ING Bank N.V.

**Issue of a minimum of EUR 3,000,000 7 Year Principal Protected Autocallable Lookback Notes
issued pursuant to a
€50,000,000,000 Global Issuance Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in Chapter 2, Part 1 and Chapter 3, Part 1(B) of the Base Prospectus dated 29 September 2006 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms applicable to the issue of Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. Copies of the Base Prospectus may be obtained from ING Bank N.V. Written or oral requests for such document should be directed to ING Bank N.V. at Foppingadreef 7, 1102 BD Amsterdam, The Netherlands.

No action has or will be taken by the Issuer to permit a public offer of the Note in any jurisdiction other than the Netherlands.

GENERAL DESCRIPTION OF THE NOTES

- | | |
|---|---|
| 1. Issuer: | ING Bank N.V. |
| 2. Series Number: | 1019 |
| 3. Specified Currency or Currencies: | EUR |
| 4. Aggregate Nominal Amount of Notes admitted to trading: | Minimum of EUR 3,000,000
(The Aggregate Nominal Amount will be determined by the Issuer in its sole and absolute discretion, taking the number of allocations into consideration. The Aggregate Nominal Amount shall be announced on or about 23 May 2007 on www.ingstructuredproducts.nl). |
| 5. Issue Price: | 100 per cent. of the Aggregate Nominal Amount. |
| 6. Offer period and application process: | Applicable
The subscription period for the Notes is from and including 23 April 2007 (09.30 CET) to and including 23 May 2007 (15.00 CET). The Issuer reserves the right to close the subscription period earlier.
Investors may subscribe for the Notes through branches of the Issuer and Robein Bank N.V. Investors may not be allocated all of the Notes for which they apply. The offering may, at the discretion of the Issuer, be cancelled at any time prior to the Issue Date. |
| 7. Details of minimum and maximum amount of application: | Not Applicable |

8. Specified Denominations:	EUR 100
9. Issue Date:	6 June 2007
10. Maturity Date:	6 June 2014
11. Interest Basis:	Not Applicable
12. Redemption/Payment Basis:	As specified in paragraph 23 and 40 below.
13. Change of Interest Basis or Redemption/ Payment Basis:	As specified in paragraph 23 and 40 below.
14. Put/Call Options:	Not Applicable
15. Status of the Notes:	Senior
16. Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

17. Fixed Rate Note Provisions:	Not Applicable
18. Floating Rate Note Provisions:	Not Applicable
19. Zero Coupon Note Provisions:	Not Applicable
20. Dual Currency Interest Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

21. Issuer Call:	Not Applicable
22. Noteholder Put:	Not Applicable
23. Final Redemption Amount of each Note:	If the Notes have not been redeemed, purchased or cancelled prior to the Maturity Date (including for the avoidance of doubt, redemption pursuant to paragraph 40 below), the Issuer shall on the Maturity Date (subject to and in accordance with General Conditions 6(n) and 6(o) (as incorporated by Conditions 3 and 4 of the Basket Share Linked Conditions)) redeem each Note at the following Final Redemption Amount:

- (i) if PerfPortef_7 (the value of PerfPortef_k on the Expiration Date) is equal to or higher than 30%, an amount per Note (in the Specified Currency) calculated in accordance with the following formula:
Specified Denomination \times
 $[100\% + 100\% \times \text{PerfPortef}_7 + 7 \times 8\%]$; or

- (ii) if PerfPortef₇ (the value of PerfPortef_k on the Expiration Date) is not equal to or higher than 30%, an amount per Note (in the Specified Currency) calculated in accordance with the following formula:
Specified Denomination ×
[100% + Max (0%, MaxPerfPortef)]

Where:

“**MaxPerfPortef**” means

Max [0; PerfPortef₁; ...; PerfPortef₇];

“**PerfPortef_k**”, for k = 1, 2, ... 7, means

$$\frac{1}{14} \times \left[\sum_{t=1}^k \left(\frac{C_t^{t,1}}{C_0^{t,1}} + \frac{C_t^{t,2}}{C_0^{t,2}} \right) + \sum_{i=1}^{14-2k} \left(\frac{S_k^i}{S_0^i} \right) \right] - 1$$

“**C_t^{t,1}**” means the Price of Share_{bp,t} on Observation Date_t;

“**C_t^{t,2}**” means the Price of Share_{sbp,t} on Observation Date_t;

“**C₀^{t,1}**” means the Initial Share Price of Share_{bp,t};

“**C₀^{t,2}**” means the Initial Share Price of Share_{sbp,t};

“**S_kⁱ**” means in respect of a Share (not being any determined Share_{bp,t} or Share_{sbp,t}) the Price of that Share on Observation Date_k;

“**S₀ⁱ**” means in respect of a Share, (not being any determined Share_{bp,t} or Share_{sbp,t}) the Initial Share Price of that Share;

“**Share Performance**” means:

(Price of the relevant Share on Observation Date_k / Initial Share Price of that Share) - 1

“**Share_{bp,t}**”, for t = 1 to k, means the Share for which the outcome of Share Performance on Observation Date_k has the highest value compared to the other Shares in the Basket. If two or more Shares have the same highest Share Performance, the Calculation Agent will, in its sole and absolute discretion, determine the Share_{bp,t}.

“Share_{sbp,t}” for t = 1 to k, means the Share for which the outcome of Share Performance on Observation Date_k has the second highest value compared to the other Shares in the Basket. If two or more Shares have the same second highest Share Performance, the Calculation Agent will, in its sole and absolute discretion, determine the Share_{sbp,t}.

On Observation Date₁ the Share Performance of all 14 Shares in the Basket is determined. The Share Performance of Share_{bp,1} and Share_{sbp,1} is ‘fixed’ and will apply for all succeeding calculations with regard to PerfPortef_k (k = 2, 3 ... 7). On Observation Date₂ the Share Performance of the remaining 12 Shares in the Basket is determined and Share_{bp,2} and Share_{sbp,2} are determined out of these 12 Shares. Once again the Share Performance of Share_{bp,2} and Share_{sbp,2} is ‘fixed’ and will be taken into account for all succeeding calculations of PerfPortef_k (k = 3, 4 ... 7) etc.

24. Other:

(i) Early Redemption Amount of each Note payable on redemption for taxation reasons or on Issuer event of default and/or the method of calculating the same (if required or if different from that set out in Condition 6(f) of the General Conditions):

Early Redemption Amount to be equal to Fair Market Value as set out in Condition 6(f) of the General Conditions.

(ii) Notice period (if other than as set out in the General Conditions):

As specified in the General Conditions.

(iii) Other (Condition 6(m) of the General Conditions):

Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. Form of Notes:

Bearer Notes

New Global Note:

No

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only on the occurrence of an Exchange Event.

26. Additional Financial Centre(s) or other special provisions relating to Payment Days:

For the purposes of the Notes, “**Payment Day**” means a day on which the TARGET System is open.

27. Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes (and dates on which such Talons mature): No
28. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Global Note, consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
29. Details relating to Instalment Notes: Not Applicable
30. Redenomination: Redenomination not applicable.
31. Other final terms: Not Applicable

DISTRIBUTION

32. If syndicated, names of Managers: Not Applicable
33. If non-syndicated, name of relevant Dealer: Applicable. The Notes are being issued (in)directly by the Issuer to investors and may from time to time be sold via one or more Dealer(s).
34. Total commission and concession: 6.45 per cent. of the Aggregate Nominal Amount
35. Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: TEFRA D
36. Additional selling restrictions: Not Applicable
37. Simultaneous offer: Not Applicable
38. Process for notification to applicants of amount allotted and indication whether dealing may begin before notification is made: Not Applicable
39. **FX, BENCHMARK, FX CONVERTIBILITY EVENT, FX TRANSFERABILITY EVENT AND TAX EVENT PROVISIONS**
- (i) **FX Provisions:** Not Applicable
- (ii) **Benchmark Provisions:** Not Applicable
- (iii) **FX Convertibility Event Provisions:** Not Applicable
- (iv) **FX Transferability Event Provisions:** Not Applicable
- (v) **Tax Event Provisions:** Not Applicable

SHARE LINKED PROVISIONS

40. Automatic Early Redemption:		Applicable
- Automatic Early Redemption Amount:		An amount per Note (in the Specified Currency) calculated in accordance with the following formula: Specified Denomination × [100% + 100% × PerfPortef _k + k × 8%]
		Where: “k” means 1,2 ... 6, and refers to the six Automatic Early Redemption Valuation Dates. E.g. if the Automatic Early Redemption Event occurs on the fourth Automatic Early Redemption Date, k means 4.
- Automatic Early Redemption Date(s):		(i) 6 June 2008 if the Automatic Early Redemption Event occurs on the first Automatic Early Redemption Valuation Date, (ii) 8 June 2009 if the Automatic Early Redemption Event occurs on the second Automatic Early Redemption Valuation Date, (iii) 7 June 2010 if the Automatic Early Redemption Event occurs on the third Automatic Early Redemption Valuation Date, (iv) 6 June 2011 if the Automatic Early Redemption Event occurs on the fourth Automatic Early Redemption Valuation Date, (v) 6 June 2012 if the Automatic Early Redemption Event occurs on the fifth Automatic Early Redemption Valuation Date and (vi) 6 June 2013 if the Automatic Early Redemption Event occurs on the sixth Automatic Early Redemption Valuation Date.
- Automatic Early Redemption Event:		On the relevant Automatic Early Redemption Valuation Date PerfPortef _k (expressed as a percentage) is equal to or higher than 30%.
- Automatic Early Redemption Price(s):		Not Applicable
- Automatic Early Redemption Rate:		Not Applicable
- Automatic Early Redemption Valuation Date(s):		30 May 2008 (the “ first Automatic Early Redemption Valuation Date ”), 1 June 2009 (the “ second Automatic Early Redemption Valuation Date ”), 31 May 2010 (the “ third Automatic Early Redemption Valuation Date ”), 30 May 2011 (the “ fourth Automatic Early Redemption Valuation Date ”), 30 May 2012 (the “ fifth Automatic Early Redemption Valuation Date ”) and 30 May 2013 (the “ sixth Automatic Early Redemption Valuation Date ”).

Averaging Dates: Not Applicable

Barrier Level: Not Applicable

Basket:

Basket means a basket composed of the following Shares:

Shares	Share Issuer	Share Currency	ISIN
Ordinary shares issued by the Share Issuer (Bloomberg code: BAC US <Equity>)(“Share ₁ ”)	Bank of America Corp.	USD	US0605051046
Ordinary shares issued by the Share Issuer (Bloomberg code: BMY US <Equity>)(“Share ₂ ”)	Bristol-Myers Squibb Co.	USD	US1101221083
Ordinary shares issued by the Share Issuer (Bloomberg code: 7751 JP <Equity>)(“Share ₃ ”)	Canon Inc.	JPY	JP3242800005
Ordinary shares issued by the Share Issuer (Bloomberg code: 9020 JP <Equity>)(“Share ₄ ”)	East Japan Railway Co.	JPY	JP3783600004
Ordinary shares issued by the Share Issuer (Bloomberg code: ENEL IM <Equity>)(“Share ₅ ”)	Enel S.p.A.	EUR	IT0003128367
Ordinary shares issued by the Share Issuer (Bloomberg code: ENI IM <Equity>)(“Share ₆ ”)	Eni S.p.A.	EUR	IT0003132476
Ordinary shares issued by the Share Issuer (Bloomberg code: FTE FP <Equity>)(“Share ₇ ”)	France Telecom SA	EUR	FR0000133308
Ordinary shares issued by the Share Issuer (Bloomberg code: JNJ US <Equity>)(“Share ₈ ”)	Johnson & Johnson	USD	US4781601046
Ordinary shares issued by the Share Issuer (Bloomberg code: 8306 JP <Equity>)(“Share ₉ ”)	Mitsubishi UFJ Financial Group Inc.	JPY	JP3902900004
Ordinary shares issued by the Share Issuer (Bloomberg code: PEP US <Equity>)(“Share ₁₀ ”)	PepsiCo Inc.	USD	US7134481081
Ordinary shares issued by the Share Issuer (Bloomberg code: RDSA NA <Equity>)(“Share ₁₁ ”)	Royal Dutch Shell PLC	EUR	GB00B03MLX29
Ordinary shares issued by the Share Issuer (Bloomberg code: RWE GR <Equity>)(“Share ₁₂ ”)	RWE AG	EUR	DE0007037129
Ordinary shares issued by the Share Issuer (Bloomberg code: VZ US <Equity>)(“Share ₁₃ ”)	Verizon Communications Inc.	USD	US92343V1044
Ordinary Shares issued by the Share Issuer (Bloomberg code: VIV FP <Equity>)(“Share ₁₄ ”)	Vivendi	EUR	FR0000127771

Business Day: A day on which the TARGET System is open.

Constant Monitoring: Not Applicable

Exchange:	Shall have the meaning given to it in Chapter 3, Part 1(B).
Expiration Date:	30 May 2014
Final Share Price:	Not Applicable
Initial Share Price:	Shall have the meaning given to it in Chapter 3, Part 1(B).
Observation Date(s):	30 May 2008, 1 June 2009, 31 May 2010, 30 May 2011, 30 May 2012, 30 May 2013 and the Expiration Date. There are 7 Observation Dates. Each Observation Date may be referred to as (i) Observation Date _k or (ii) Observation Date _t . (e.g. Observation Date ₁ means 30 may 2008).
Observation Period:	Not Applicable
Share Amount:	Not Applicable
Share Currency:	Shall have the meaning given to it in the table above.
Share Delivery:	Not Applicable
Share Delivery Date:	Not Applicable
Share Issuer:	Shall have the meaning given to it in the table above.
Shares:	Shall have the meaning given to it in the table above.
Strike Date:	30 May 2007
Strike Price:	Not Applicable
Valuation Time Only	Applicable

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the €0,000,000,000 Global Issuance Programme of ING Bank N.V., Postbank Groen N.V., ING Bank (Australia) Limited, ING Bank of Canada and ING (US) Issuance LLC.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:
Duly authorised

By:
Duly authorised

PART B – OTHER INFORMATION

1 LISTING

- (i) Listing: Eurolist by Euronext Amsterdam.
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on Eurolist by Euronext Amsterdam as of the Issue Date.
- (iii) Estimate of total expenses related to admission to trading: EUR 4,000

2 RATINGS

Ratings: The Notes will not be rated

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

Save as discussed in “Subscription and Sale” in Chapter 1 of the Base Prospectus in respect of any appointed Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

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

Reasons for the offer See “Use of Proceeds” wording in Chapter 1 of the Base Prospectus

5 INFORMATION CONCERNING THE UNDERLYING

The return on the Notes is linked to the performance of the underlying Shares. The prices of the Shares may go down as well as up throughout the life of the Notes. Fluctuations in the prices of the Shares will affect the value of the Notes.

Information and details of the past and future performance of the underlying Shares and its volatility can be obtained from the website of the Share Issuer:

Share ₁ : www.bankofamerica.com .	Share ₈ : www.jnj.com .
Share ₂ : www.bms.com .	Share ₉ : www.mufg.jp/english .
Share ₃ : www.canon.com .	Share ₁₀ : www.pepsico.com .
Share ₄ : www.jreast.co.jp/e .	Share ₁₁ : www.shell.com .
Share ₅ : www.enel.it .	Share ₁₂ : www.rwe.com .
Share ₆ : www.eni.it .	Share ₁₃ : www.verizon.com .
Share ₇ : www.francetelecom.com/en .	Share ₁₄ : www.vivendi.com .

6 RESULTS OF THE OFFER

Results of the offer will be published by the Issuer on www.ingstructuredproducts.nl following the close of the subscription period (results of the offer are expected to be published on or about 23 May 2007, although the Issuer reserves the right to close the subscription period earlier).

7 POST-ISSUANCE INFORMATION

Post issuance information in relation to the Notes will be made available on www.ingstructuredproducts.nl. There is no assurance that the Issuer will continue to provide such information for the life of the Notes.

8 OPERATIONAL INFORMATION

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| (iv) Intended to be held in a manner which would allow Eurosystem eligibility: | No |
| (v) ISIN CODE: | XS0294265979 |
| (vi) Common Code: | 029426597 |
| (vii) Fondscore: | 85396 |
| (viii) WKN Code: | Not Applicable |
| (ix) Other relevant code: | Not Applicable |
| (x) Clearing system(s): | Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme. |
| (xi) Delivery: | Delivery against payment. |
| (xii) Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (xiii) Name and address of Calculation Agent (if other than the Issuer): | Not Applicable |
| (xiv) Name and address of Norwegian Registrar/Swedish Registrar: | Not Applicable |
| (xv) Name and address of Norwegian Issuing Agent/Swedish Issuing Agent: | Not Applicable |