

Amsterdam, 5 April 2013

## **ING U.S. files update of IPO registration statement**

ING announced today that ING U.S., Inc., its U.S.-based retirement, investment and insurance business, has filed an update of its registration statement with the U.S. Securities and Exchange Commission (SEC) in connection with its proposed Initial Public Offering (IPO).

ING has previously announced it is divesting its insurance and investment management businesses as part of a restructuring programme agreed with the European Commission. While all options for divestment remain open, the base case for the divestment of ING U.S. is through an IPO. In this context, ING U.S. filed an initial registration statement with the SEC in November 2012 and amendments to that registration statement in both January and March 2013.

The amendment filed today includes, amongst others, further disclosure on ING U.S.'s recapitalization plan. For instance, it is the intention of ING U.S. to raise USD 600 million from a primary offering in the proposed IPO to partly offset the cancellation of a USD 1.5 billion contingent funding facility by ING Bank. There will also be a secondary offering of shares in ING U.S. by parent company ING Group. The size of this secondary offering has not yet been determined.

Today's amended registration statement may be obtained by visiting the SEC website at <u>www.sec.gov</u>. The registration statement has not yet become effective. The securities to which it relates may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, any securities, nor shall there be any offer, solicitation or sale of any securities in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state.

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## **ING PROFILE**

ING is a global financial institution of Dutch origin, offering banking, investments, life insurance and retirement services to meet the needs of a broad customer base. Going forward, we will concentrate on our position as an international retail, direct and commercial bank, while creating an optimal base for an independent future for our insurance and investment management operations

## **IMPORTANT LEGAL INFORMATION**

Certain of the statements contained or referenced herein are not historical facts, including, without limitation, certain statements made of

future expectations and other forward-looking statements that are based on management's current views and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. Actual results, performance or events may differ materially from those in such statements due to, without limitation: (1) changes in general economic conditions, in particular economic conditions in ING's core markets, (2) changes in performance of financial markets, including developing markets, (3) consequences of a potential (partial) break-up of the euro, (4) the implementation of ING's restructuring plan to separate banking and insurance operations, (5) changes in the availability of, and costs associated with, sources of liquidity such as interbank funding, as well as conditions in the credit markets generally, including changes in borrower and counterparty creditworthiness, (6) the frequency and severity of insured loss events, (7) changes affecting mortality and morbidity levels and trends, (8) changes affecting persistency levels, (9) changes affecting interest rate levels, (10) changes affecting currency exchange rates, (11) changes in investor, customer and policyholder behaviour, (12) changes in general competitive factors, (13) changes in laws and regulations, (14) changes in the policies of governments and/or regulatory authorities, (15) conclusions with regard to purchase accounting assumptions and methodologies, (16) changes in ownership that could affect the future availability to us of net operating loss, net capital and built-in loss carry forwards, (17) changes in credit-ratings, (18) ING's ability to achieve projected operational synergies and (19) the other risks and uncertainties detailed in the Risk Factors section contained in the most recent annual report of ING Groep N.V. Any forward-looking statements made by or on behalf of ING speak only as of the date they are made, and, ING assumes no obligation to publicly update or revise any forward-looking statements, whether as a result of



new information or for any other reason. This document does not constitute an offer to sell, or a solicitation of an offer to buy, any securities.