
11 August 2009

SECOND 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 11 August 2009 (the **Supplement**) constitutes the second 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.
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. In a press release dated 4 August 2009, the ratings agency Moody's Investors Service (**Moody's**) announced that it has lowered the long-term credit ratings of Bank to Aa3 from Aa2 and those of Holding to A1 from Aa3. At the same time, Moody's affirmed the short-term rating of Bank as being Prime-1. However, Moody's indicated that the long-term ratings of the Bank and Holding remain on review for possible further downgrade.

6. This rating action reflects Moody's view that the current ratings are no longer consistent with either Bank's current financial condition or the likely future financial profile of Bank resulting from Bank's pending demerger.
7. 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.
8. 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.