

E. INCORPORATION BY REFERENCE; DEFINITIONS & INTERPRETATION; FINAL TERMS AND DRAWDOWN PROSPECTUSES; OTHER IMPORTANT INFORMATION

E.1 INCORPORATION BY REFERENCE

This Base Prospectus is to be read in conjunction with the relevant Final Terms and the following documents which have been previously published or are published simultaneously with this Base Prospectus and that have been approved by the AFM or filed with it and shall be incorporated in, and form part of, this Base Prospectus:

- (a) the articles of association of Rabobank effective from 1 January 2018 (<https://www.rabobank.com/en/images/statuten-rabobank-eng.pdf>);
- (b) the audited consolidated financial statements of Rabobank Group for the years ended 31 December 2017 (<https://www.rabobank.com/en/images/annual-report-2017.pdf>), 2018 (<https://www.rabobank.com/en/images/annual-report-2018.pdf>) and 2019 (<https://www.rabobank.com/en/images/annual-report-2019.pdf>) (in each case, together with the independent auditor's reports thereon and explanatory notes thereto);
- (c) the articles of association of the CBC (<https://www.rabobank.com/en/images/truc-akte-van-oprichting-rabo-covered-bond-company-2-bv57577231-62549101.pdf>);
- (d) the audited financial statements of the CBC for the years ended 31 December 2019 (<https://www.rabobank.com/en/images/81298-rabo-cbc-2-financial-statements-2019-62477461.pdf>) together with the independent auditor's report thereon and explanatory notes thereto (<https://www.rabobank.com/en/images/rabo-covered-bond-company-2-controleverklaring-for-publication-on-website-62477481.pdf>); and
- (e) the interim report of Rabobank Group for the six months ended 30 June 2020, containing the consolidated interim financial statements of Rabobank Group for the six months ended 30 June 2020 (together with the independent auditor's review report thereon and explanatory notes thereto) (<https://www.rabobank.com/nl/images/02-interim-report-2020.pdf>).

Save that any statement contained in this Base Prospectus or in any of the documents incorporated by reference in, and forming part of, this Base Prospectus shall be modified or superseded for the purpose of this Base Prospectus to the extent that a statement contained in any document which is subsequently incorporated by reference herein by way of a supplement prepared in accordance with Article 23 of the Prospectus Regulation modifies or supersedes such statement.

The Issuer and the CBC will provide, without charge, to each person to whom a copy of this Base Prospectus has been delivered, upon the request of such person, a copy of any or all of the documents deemed to be incorporated herein by reference, unless such documents have been modified or superseded as specified above, in which case the modified or superseding version of such document will be provided. Requests for such documents should be directed either to the Issuer (at its registered office at: Croeselaan 18, 3521 CB Utrecht, the Netherlands or by telephone: + 31 (0)30 216 0000) or the CBC at its office set out at the end of this Base Prospectus. In addition, such documents will be available upon request from the principal office of the Listing Agent, the Principal Paying Agent, any Paying Agent and, in the case of Registered Covered Bonds, the Registrar. Such documents can also be obtained in electronic form from the Issuer's website (<https://www.rabobank.com>). The other information included on or linked to through this website or in any website referred to in any document incorporated by reference into this Base Prospectus is not a part of this Base Prospectus.

The Issuer and the CBC will, in the event of a significant new factor, material mistake or inaccuracy relating to the information contained in this Base Prospectus which is capable of affecting the assessment of any Covered Bonds issued by the Issuer prepare a supplement to this Base Prospectus or publish a new Base Prospectus for use in connection with any subsequent issue of Covered Bonds by the Issuer to be admitted to trading on an EU regulated market or to be offered to the public in the EU or the UK.

Any non-incorporated parts of a document referred to herein are either deemed not relevant and/or material for an investor or are otherwise covered elsewhere in this Base Prospectus.

Any information contained in or accessible through any website, including <https://www.rabobank.com/en/home/index.html>, does not form a part of the Base Prospectus and has not been scrutinised or approved by the AFM, unless specifically stated in the Base Prospectus, in any supplement hereto or in any document incorporated or deemed to be incorporated by reference in this Base Prospectus that all or any portion of such information is incorporated by reference in the Base Prospectus. Any statements on the

Issuer's competitive position included 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.