

ABN AMRO Bank N.V.
Trust Preferred Securities
United States Federal Income Taxation to Investors and Information Reporting Intermediaries

The respective ABN AMRO Non-cumulative Guaranteed Trust Preferred Securities (the "Trust Preferred Securities") subject to this statement are:

- ABN AMRO Capital Funding Trust V ("Trust V") -- July 2003 Issue.
- ABN AMRO Capital Funding Trust VI ("Trust VI") -- September 2003 Issue.
- ABN AMRO Capital Funding Trust VII ("Trust VII") -- February 2004 Issue.

Information Reporting Intermediaries

Trust VII: ABN AMRO Bank N.V. filed with the Securities and Exchange Commission (the "SEC") a Prospectus Supplement for Trust VII, which included the following statement on Page S-71: "...In the opinion of Davis Polk & Wardwell, assuming that neither the Bank nor Holding is a PFIC, FPHC or FIC (as discussed below), your allocable share of the LLC's income from the initial intercompany securities will be treated as dividend income, and should be eligible for such lower rate, provided that you are a U.S. individual, meet certain holding period requirements with respect to each payment date under the initial intercompany securities and are not obligated to make related payments with respect to positions in substantially similar or related property..." Pursuant to Notices 2004-71 and 2003-79, this SEC-filed statement appears to permit an intermediary to report income with respect to such securities on IRS Form 1099-DIV in Box 1b as qualified dividend income from a qualified foreign corporation, without being subject to penalties.

Trust V and Trust VI: ABN AMRO Bank N.V. has not filed a public statement with the SEC that contains a statement that it is "more likely than not" that United States individuals' income with respect to the Trust Preferred Securities is treated as qualified dividend income from a qualified foreign corporation for either Trust V or Trust VI. Therefore, intermediaries are not entitled to the *per se* penalty protection provided for in Notices 2004-71 and 2003-79. Whether income with respect to the Trust Preferred Securities issued by Trust V or VI is qualified dividend income is uncertain and based on a complex legal and factual analysis. Nonetheless, ABN AMRO Bank N.V. believes that it is "more likely than not" that United States individuals' income with respect to the Trust Preferred Securities issued by Trust V or Trust VI is treated as qualified dividend income from a qualified foreign corporation and eligible for the 15% federal income tax rate, provided the investor satisfies certain additional criteria. Our conclusion with respect to the treatment of the income relating to the Trust Preferred Securities issued by Trust V or Trust VI, however, does not protect an intermediary from penalties in case it reports such income on IRS Form 1099-DIV in Box 1b as qualified dividend income from a qualified foreign corporation in the event the income is determined not to be qualified dividend income.

Individual Investors

Pursuant to Notices 2004-71 and 2003-79, a United States individual who has received an IRS Form 1099-DIV with amounts reported in Box 1b as qualified dividends (e.g., income with respect to the Trust Preferred Securities) may treat such amounts as qualified dividends, without being subject to penalties, unless the individual has reason to know that such amounts are not qualified dividends. A United States individual who has received a Form 1099 on which income with respect to Trust Preferred Securities is not reported in Box 1b as qualified dividend income may still treat such amount as a qualified dividend, provided such individual believes that the income is a qualified dividend, subject to the possible assessment of penalties in the event the income is determined not to be qualified dividend income.

Trust VII: ABN AMRO Bank N.V. filed with the SEC a Prospectus Supplement for Trust VII, which included the following statement on Page S-71: "...In the opinion of Davis Polk & Wardwell, assuming that neither the Bank nor Holding is a PFIC, FPHC or FIC (as discussed below), your allocable share of the LLC's income from the initial intercompany securities will be treated as dividend income, and

should be eligible for such lower rate, provided that you are a U.S. individual, meet certain holding period requirements with respect to each payment date under the initial intercompany securities and are not obligated to make related payments with respect to positions in substantially similar or related property..." Thus, as described above, we would expect United States individuals to receive an IRS Form 1099-DIV with the income with respect to the Trust Preferred Securities issued by Trust VII reported in Box 1b as qualified dividends.

Trust V and Trust VI: The Prospectus Supplements filed with the SEC for Trust V and VI did not include statements that it is "more likely than not" that United States individuals' income with respect to the Trust Preferred Securities will be treated as qualified dividend income and eligible for the 15% federal income tax rate. Thus, as described above, we would not expect United States individuals to receive an IRS Form 1099-DIV with the income with respect to the Trust Preferred Securities issued by Trust V or Trust VI reported in Box 1b as qualified dividends. Therefore, if a United States individual takes the position that income with respect to such Trust Preferred Securities is qualified dividend income, such individual may be subject to penalties in the event the income is determined not to be qualified dividend income. Whether income with respect to the Trust Preferred Securities issued by Trust V or VI is qualified dividend income is uncertain and based on a complex legal and factual analysis. Nonetheless, ABN AMRO Bank N.V. believes that it is "more likely than not" that United States individuals' income with respect to the Trust Preferred Securities issued by Trust V and Trust VI will be treated as qualified dividend income from a qualified foreign corporation and eligible for the 15% federal income tax rate, provided the investor satisfies certain additional criteria. There can be no assurance, however, that the IRS will agree with our conclusion with respect to the treatment of the income relating to the Trust Preferred Securities or that it cannot successfully assess penalties in the event the income is determined not to be qualified dividend income.

It is expressly highlighted for all parties that the above analysis and conclusions reflect the position of ABN AMRO Bank N.V.; but that ABN AMRO Bank N.V. is neither rendering a tax opinion, nor providing tax advice, nor instructing any individual investor or information reporting intermediary party on this tax issue. Individual Investors and Intermediary reporting parties are urged to consult their tax advisor.

Neil S. Pinzur
ABN AMRO Bank N.V.
Corporate Tax Department
13 April 2005