

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own financial, legal or other advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.

The date of this notice is 27 January 2014

E-MAC NL 2006-II B.V. (the Issuer)

A private limited liability company (besloten vennootschap met beperkte aansprakelijkheid) incorporated under the laws of the Netherlands having its corporate seat in Amsterdam, the Netherlands, and its registered office at Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands

euro 528,000,000 floating rate Senior Class A Mortgage-Backed Notes 2006 due 2039, issue price 100 per cent.

(ISIN: XS0255992413)

euro 8,800,000 floating rate Mezzanine Class B Mortgage-Backed Notes 2006 due 2039, issue price 100 per cent.

(ISIN: XS025599377)

euro 5,500,000 floating rate Junior Class C Mortgage-Backed Notes 2006 due 2039, issue price 100 per cent.

(ISIN: XS0255995358)

euro 7,700,000 floating rate Subordinated Class D Mortgage-Backed Notes 2006 due 2039, issue price 100 per cent.

(ISIN: XS0255996166)

euro 2,200,000 floating rate Subordinated Class E Notes 2006 due 2039

(ISIN: XS0256040162)

The capitalised terms used in this notice shall bear the same meanings given to them in the Prospectus dated 15 December 2005 for E-MAC NL 2006-II B.V.

E-MAC NL 2006-II B.V. hereby gives notice to all holders of the Notes of the occurrence of the following events:

- (a) in connection with, *inter alia*, the replacement of The Royal Bank of Scotland N.V. by N.V. Bank Nederlandse Gemeenten as Floating Rate GIC Provider and as Liquidity Facility Provider, respectively, by N.V. Bank Nederlandse Gemeenten, certain amendments were made to the GIC, the Liquidity Facility Agreement, the Master Definitions Agreement and the Trust Deed by means of execution of a deed of contract transfer, accession, pledge and amendment and restatement (the "**Deed of Contract Transfer**");
- (b) the Security Trustee has given its consent to the modifications of the Floating Rate GIC, the Liquidity Facility Agreement, the Master Definitions Agreement and the Trust Deed respectively, and the entering by the Issuer into the aforementioned documents;

The replacements took effect as per 27 January 2014. The Deed of Contract Transfer is available for inspection at the office of the Security Trustee at Prins Bernhardplein 200, 1097 JB Amsterdam. For information on the securitisation transaction we refer to the following website: www.emacinvestors.com

For more information
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