

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 16 May 2014

E-MAC Program III 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 98,000,000 floating rate Senior Class A2 Mortgage-Backed Notes 2008 due 2048, issue price 100 per cent.

(ISIN: XS0358002391)

euro 5,250,000 floating rate Mezzanine Class B Mortgage-Backed Notes 2008 due 2048, issue price 100 per cent.

(ISIN: XS0355463166)

euro 1,950,000 floating rate Junior Class C Mortgage-Backed Notes 2008 due 2048, issue price 100 per cent.

(ISIN: XS0355464560)

euro 4,800,000 floating rate Subordinated Class D Mortgage-Backed Notes 2008 due 2048, issue price 100 per cent.

(ISIN: XS0355464727)

euro 1,650,000 floating rate Subordinated Class E Mortgage-Backed Notes 2008 due 2048, issue price 100 per cent.

(ISIN: XS0355464990)

("E-MAC Program III Compartment NL 2008-II")

The capitalised terms used in this notice shall bear the same meanings given to them in the Base Prospectus dated 20 February 2008 and its Supplement dated 14 April 2008 and in addition, in respect of E-MAC Program III Compartment NL 2008-II, the Final Terms dated 14 April 2008, for E-MAC Program III B.V.

E-MAC Program III 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 Royal Bank of Scotland N.V. by ABN AMRO Bank N.V. as Principal Paying Agent and Reference Agent, certain amendments were made to the Agency Agreement 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 Agency Agreement and the entering by the Issuer into the aforementioned document.

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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