

ABN AMRO HOLDING N V
Form 425
April 27, 2007

Filed by T

This communication is filed pursuant to Rule 425 under The

Su

On April 27, 2007, Royal Bank of Scotland, Fortis and Santander issued the following press release

27 April 2007 - Fortis, RBS and Santander Announcement

Fortis, RBS and Santander (collectively, the "Banks") announce that they have notified the S AMRO yesterday evening of their intention to make a public offer ("the Offer") for 100% of the of ABN AMRO on a fully diluted basis. This notification has been occasioned by the terms of Bank of America regarding LaSalle Bank.

Under Dutch regulations, the Banks are not permitted to provide details of the price indica within the 7 days period referred to in section 9d(2) of the *Besluit toezicht effectenverkeer* ABN AMRO are invited to refer to the press release issued by the Banks on 25 April.

The Banks continue to believe that their proposals offer materially higher value for ABN customers and employees compared with the recommended offer from Barclays. The Banks have Boards of ABN AMRO to discuss the Banks' proposals further as soon as possible.

This is an announcement in accordance with section 9b(2)(b) and section 9d(2) of the Decree.

Important Information

In connection with a potential transaction involving ABN AMRO, the Banks may be required to f Such documents, however, are not currently available. INVESTORS ARE URGED TO READ ANY DOCUMENT IF AND WHEN THEY BECOME AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. Investors such documents without charge, at the SEC's website (<http://www.sec.gov>) once such documents documents may also be obtained from each Bank, without charge, once they are filed with the SEC.

This communication shall not constitute an offer to sell or the solicitation of an offer to buy any sale of securities in any jurisdiction in which such offer, solicitation or sale would b qualification under the securities laws of any such jurisdiction. No offering of securities except pursuant to registration under the US Securities Act of 1933, as amended, or an exemption

Forward-Looking Statements

This announcement includes certain "forward-looking statements". These statements are based on and are naturally subject to uncertainty and changes in circumstances. Forward-looking statements typically containing words such as "intends", "expects", "anticipates", "target", "import". By their nature, forward-looking statements involve risk and uncertainty because circumstances that will occur in the future. There are a number of factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. These factors include, but are not limited to, the presence of a competitive offer for ABN AMRO, whether the Banks and ABN AMRO enter into any definitive agreement, the outcome of any potential transaction, satisfaction of any conditions to the potential transaction, including regulatory and anti-trust approvals, the anticipated benefits of the potential transaction not being realized, the value of ABN AMRO and its assets among the Banks being materially delayed or more costly or difficult to realize, and other factors, such as changes in economic conditions, changes in the regulatory environment, fluctuations in interest rates, the outcome of litigation and government actions. Other unknown or unpredictable factors may also affect actual results materially from those in the forward-looking statements. None of the Banks undertake any obligation to update or revise forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.