

## Final Terms dated 27 October 2006

Eureko B.V.

Issue of €600,000,000 6 per cent. Capital Securities  
under the €2,500,000,000 Programme for the Issuance of Debt Instruments

*Note: these Final Terms complete the Preliminary Final Terms dated 6 October 2006. As a result of early closure of the offer period the Issue Date was brought forward, with consequential changes including as to Coupon Payments Dates.*

### PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Capital Securities (the “**Conditions**”) set forth in the Prospectus dated 5 October 2006 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Capital Securities (hereafter referred to as the “**Securities**”) described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus. Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus is available for viewing at Eureko B.V., Handelsweg 2, 3707 NH Zeist, the Netherlands and [www.eureko.net](http://www.eureko.net) and copies may be obtained from such address.

1	Issuer:	Eureko B.V.
2	(i) Series Number:	1
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	Euro (EUR, €)
4	Aggregate Nominal Amount:	
	(i) Series:	€600,000,000
	(ii) Tranche:	€600,000,000
5	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6	Specified Denominations:	€1,000
7	(i) Issue Date:	1 November 2006
	(ii) Coupon Commencement Date:	Issue Date
8	Maturity Date:	Not Applicable (Perpetual)
9	Interest Basis:	6 per cent. Fixed Rate
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	Not Applicable
12	Call Option:	Issuer Call (further particulars specified below)
13	Date Board approval for issuance of Securities:	26 June 2006 and 16 October 2006

14 Method of distribution: Syndicated

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- 15 **Fixed Rate Security Provisions** Applicable
- (i) Coupon Rate(s): 6 per cent. per annum payable annually in arrear
  - (ii) Coupon Payment Date(s): 1 November in each year, commencing on 1 November 2007, up to and including the redemption date (if any)
  - (iii) Fixed Coupon Amount(s): €60.00 per €1,000 in Nominal Amount
  - (iv) Broken Amount(s): Not Applicable
  - (v) Day Count Fraction: Actual/Actual (ICMA)
  - (vi) Determination Dates: 1 November in each year
  - (vii) Other terms relating to the method of calculating interest for Fixed Rate Securities: Not Applicable
- 16 **Floating Rate Security Provisions** Not Applicable
- 17 **Number of Coupon Payment Dates as meant in Conditions 4(c)(ii) and (iii)** 1

#### **PROVISIONS RELATING TO REDEMPTION**

- 18 **Issuer Call Option** Applicable
- (i) Optional Redemption Date(s): 1 November 2012 and each Coupon Payment Date thereafter
  - (ii) Optional Redemption Amount(s) of each Security and method, if any, of calculation of such amount(s): €1,000 per Security of €1,000 Specified Denomination
  - (iii) Notice period (if other than as set out in the Conditions): As set out in the Conditions
- 19 **Early Redemption Amount**
- Early Redemption Amount(s) of each Security payable on redemption for taxation, regulatory or accounting reasons or on other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions): €1,000 per Security of €1,000 Specified Denomination

#### **GENERAL PROVISIONS APPLICABLE TO THE SECURITIES**

- 20 Form of Securities: Temporary Global Security exchangeable for a Permanent Global Security

- 21 Financial Centre(s) or other special provisions relating to payment dates: Not Applicable
- 22 Other final terms: Not Applicable

### DISTRIBUTION

- 23 (i) If syndicated, names and addresses of Managers and underwriting commitments:
- ABN AMRO Bank N.V., Gustav Mahlerlaan 10, 1082 PP Amsterdam, The Netherlands (underwriting commitment: €170,670,000)
- Coöperatieve Centrale Raiffeisen-Boerenleenbank B.A. (Rabobank International), Croeselaan 18, 3521 CB Utrecht, The Netherlands (underwriting commitment: €170,670,000)
- UBS Limited, 1 Finsbury Avenue, London EC2M 2PP, United Kingdom (underwriting commitment: €170,660,000)
- BCP Investimento - Banco Comercial Português de Investimento, S.A., Av. José Malhoa 27, 1070-157 Lisbon, Portugal (underwriting commitment: €30,000,000)
- Staalbankiers N.V., Lange Houtstraat 26, 2511 CW Den Haag, The Netherlands (underwriting commitment: €10,000,000)
- Fortis Bank nv-sa, Montagne du Parc 3, B-1000 Brussels, Belgium (underwriting commitment: €24,000,000)
- ING Belgium SA/NV, Avenue Marnix 24, B-1000 Brussels, Belgium (underwriting commitment: €24,000,000)
- (ii) Date of Subscription Agreement: 27 October 2006
- (iii) Stabilising Manager(s) (if any): ABN AMRO Bank N.V.
- 24 If non-syndicated, name and address of Dealer: Not Applicable
- 25 Total commission and concession: 2 per cent. of the Aggregate Nominal Amount
- 26 Additional selling restrictions: Not Applicable

### LISTING AND ADMISSION TO TRADING APPLICATION

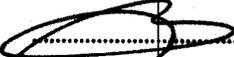
These Final Terms comprise the final terms required to list and have admitted to trading the issue of Securities described herein pursuant to the €2,500,000,000 Programme for the Issuance of Debt Instruments of Eureko B.V.

### RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:

A handwritten signature in black ink, appearing to be 'M.J. Hes', is written over a horizontal dotted line.

Duly authorised *M.J. Hes*

## PART B – OTHER INFORMATION

### 1 LISTING

- (i) Listing: Amsterdam
- (ii) Admission to trading: Application has been made for the Securities to be admitted to trading on Eurolist by Euronext Amsterdam with effect from 1 November 2006.
- (iii) Estimate of total expenses related to admission to trading: €23,000

### 2 RATINGS

- Ratings: The Securities to be issued are expected to be rated:  
S & P: BBB  
An obligation rated 'BBB' exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.

### 3 NOTIFICATION

The Netherlands Authority for the Financial Markets (*Autoriteit Financiële Markten*, "AFM") has provided the competent authorities of Belgium, Luxembourg, Spain, Portugal, Italy and Denmark with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Directive.

### 4 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

### 5 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: General corporate purposes
- (ii) Estimated net proceeds: €588,000,000
- (iii) Estimated total expenses: €200,000

**6 Fixed Rate Securities Only – YIELD**

Indication of yield: 6 per cent.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

**7 Floating Rate Securities only - HISTORIC INTEREST RATES**

Not Applicable.

**8 OPERATIONAL INFORMATION**

ISIN Code: NL0000168714

Common Code: 027156894

Fondscore: 16871

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable (Global Security will be deposited with Euroclear Nederland. Securities will be clearable through Euroclear Bank and Clearstream, Luxembourg.)

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): See Prospectus. No additional Paying Agents.

Offer Period: The offer of the Securities opened at 10:00 hours (Amsterdam time) on 9 October 2006 and closed early at 16:00 hours (Amsterdam time) on 17 October 2006.

The aggregate principal amount of the Securities to be issued and allotted and the definitive Coupon Rate were announced by or on behalf of the Issuer at or around 16:00 hours (Amsterdam time) on 18 October 2006 and were announced in the Euronext Amsterdam Daily Official List (*Officiële Prijscourant*) and in a Dutch, Belgian, Luxembourg, Spanish, Portuguese, Italian and Danish newspaper having national distribution in the relevant country.

Dealing in the Securities, on an “as, if and when issued” basis, was possible as of 23 October 2006.

The Issuer and the Managers reserve the right to withdraw the offer of the Securities before payment has been made on the Securities. Such withdrawal will be announced on the website of the Issuer.

The Issuer reserves the right to increase the aggregate principal amount of the Securities to be issued. Such increase will be announced on the website of the Issuer.

In the event the issue is oversubscribed, allotment shall be effected systematically, which means that reductions may

be applied.

Maximum and minimum subscription amount:

Not Applicable

**9 GENERAL**

Applicable TEFRA exemption:

D Rules

Tradeable Amount:

Not Applicable