

ING GROEP NV  
Form 6-K  
January 06, 2010

**SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 6-K  
Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934  
For January 5, 2010  
Commission File Number 1-14642  
ING Groep N.V.  
Amstelveenseweg 500  
1081-KL Amsterdam  
The Netherlands**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b).

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This Report contains a copy of the following:

(1) The Press Release issued on January 5, 2010.

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**PRESS RELEASE**

Amsterdam, 5 January 2010

**ING closes transfer of its U.S. reinsurance business**

ING announced today that it has closed the transaction to transfer its U.S. group reinsurance business, ING Reinsurance U.S., to Reinsurance Group of America, Inc (RGA). ING did not disclose terms of the agreement, which was previously announced on 16 October 2009 and effectively closed on 1 January 2010.

The transfer of ING Reinsurance U.S. will have a limited positive impact on ING's 2010 earnings. The transaction is expected to release approximately EUR 100 million in capital and improve the debt/equity ratio of ING Insurance by around 60 basis points. ING will retain a reinsurance portfolio in the U.S. that has been in run-off since 2002.

**Press Enquiries**

Victorina de Boer  
ING Group  
+31 20 541 5469  
[victorina.de.boer@ing.com](mailto:victorina.de.boer@ing.com)

Dana Ripley  
ING Insurance Americas  
+1 770 980 4865  
[dana.ripley@us.ing.com](mailto:dana.ripley@us.ing.com)

**Investor Enquiries**

Bill Cokins  
ING Group  
+31 20 541 8607  
[bill.cokins@ing.com](mailto:bill.cokins@ing.com)

**ING Profile**

ING is a global financial institution of Dutch origin offering banking, investments, life insurance and retirement services. As of 30 September 2009, ING served more than 85 million private, corporate and institutional clients in more than 40 countries. With a diverse workforce of about 110,000 people, ING is dedicated to setting the standard in helping our clients manage their financial future.

**IMPORTANT LEGAL INFORMATION**

Certain of the statements contained herein are statements of future expectations and other forward-looking statements. These expectations are based on management's current views and assumptions and involve known and unknown risks and uncertainties. Actual results, performance or events may differ materially from those in such statements due to, among other things, (i) general economic conditions, in particular economic conditions in ING's core markets, (ii) performance of financial markets, including developing markets, (iii) the implementation of ING's restructuring plan to separate banking and insurance operations, (iv) changes in the availability of, and costs associated with, sources of liquidity, such as interbank funding, as well as conditions in the credit markets generally, including changes in borrower and counterparty creditworthiness, (v) the frequency and severity of insured loss events, (vi) mortality and morbidity levels and trends, (vii) persistency levels, (viii) interest rate levels, (ix) currency exchange rates, (x) general competitive factors, (xi) changes in laws and regulations, (xii) changes in the policies of governments and/or regulatory authorities, (xiii) conclusions with regard to purchase accounting assumptions and methodologies, (xiv) changes in ownership that could affect the future availability to us of net operating loss, net capital loss and built-in loss carryforwards, and (xv) ING's ability to achieve projected operational synergies. ING assumes no obligation to update any forward-looking information contained in this document.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ING Groep N.V.  
(Registrant)

By: /s/ H.van Barneveld  
H.van Barneveld  
General Manager Group Finance &  
Control

By: /s/ W.A. Brouwer  
W.A. Brouwer  
Assistant General Counsel

Dated: January 5, 2010

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