

ING GROEP NV  
Form 6-K  
September 29, 2006

**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 September 29, 2006

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).

**THIS REPORT ON FORM 6-K SHALL BE DEEMED TO BE INCORPORATED BY REFERENCE IN THE REGISTRATION STATEMENT ON FORM F-3 (FILE NO. 333-84226) OF ING GROEP N.V. AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS FURNISHED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.**

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This Report contains a copy of the following:

- (1) The Press Release issued on September 29, 2006.

Amsterdam 29 September 2006

## ING completes sale of 83.7% stake in Deutsche Hypothekbank

ING Group announced today that it has completed the sale of its 83.7% stake in Deutsche Hypothekbank AG, a publicly listed mortgage bank in Germany, as part of ING's strategy to focus on its core business.

The sale to a group of banks and investors comprised of BHF-Bank AG, M.M. Warburg & CO, Peter Döhle Schiffahrts-KG and Josef H. Boquoi Familienstiftung was originally announced on 10 August 2006.

For ING, the transaction is expected to result in a net loss of about EUR 83 million, to be booked in the third quarter. The sale will reduce the risk-weighted assets at ING's banking business by EUR 9.8 billion and free up more than EUR 600 million in Tier-1 capital, or the equivalent of about 17 basis points on the Tier-1 ratio of ING Bank NV.

The sale has no impact on ING's other banking activities in Germany, which include ING Bank Deutschland AG and ING-DiBa.

**Press enquiries:**

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*ING is a global financial institution of Dutch origin offering banking, insurance and asset management to over 60 million private, corporate and institutional clients in more than 50 countries. With a diverse workforce of about 115,000 people, ING comprises a broad spectrum of prominent companies that increasingly serve their clients under the ING brand.*

*Certain of the statements contained in this press release 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 emerging markets, (iii) the frequency and severity of insured loss events, (iv) mortality and morbidity levels and trends, (v) persistency levels, (vi) interest rate levels, (vii) currency exchange rates, (viii) general competitive factors, (ix) changes in laws and regulations, and (x) changes in the policies of governments and/or regulatory authorities. ING assumes no obligation to update any forward-looking information contained in this document.*

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## 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

SIGNATURE

H. van Barneveld  
General Manager Corporate Control & Finance

By: /s/C. Blokbergen

C. Blokbergen  
Corporate Legal, Compliance & Security Department  
Head Legal Department

Dated: September 29, 2006

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