



**KBC IFIMA S.A.**

*(Incorporated with limited liability in Luxembourg)*

**Unconditionally and irrevocably guaranteed by KBC Bank NV**

*(Incorporated with limited liability in Belgium)*

**€15,000,000,000**

**Wholesale Euro Medium Term Note Programme**

This base prospectus supplement (the “**Supplement N°3**”) constitutes a supplement for the purposes of Article 16 of Directive n° 2003/71/EC (the “**Prospectus Directive**”) and Article 13 of the Luxembourg Law of 10 July 2005 on Prospectuses for Securities (the “**Prospectus Law**”), implementing the Prospectus Directive. The Supplement N°3 is supplemental to, forms part of, and must be read in conjunction with the base prospectus dated 25 June 2014, as supplemented by the supplement dated 2 September 2014 (the “**Supplement N°1**”) and by the supplement dated 5 January 2015 (the “**Supplement N°2**”) (together the “**Wholesale Base Prospectus**”), issued by KBC IFIMA S.A. (the “**Issuer**”), for the purpose of giving information with regard to the issue of Notes under its €15,000,000,000 Wholesale Euro Medium Term Note Programme during the period of twelve months after 25 June 2014. Terms defined in the Wholesale Base Prospectus or in any document incorporated by reference in the Wholesale Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement N°3.

This Supplement N°3 has been approved by the Luxembourg Commission de Surveillance du Secteur Financier (the “**CSSF**”), as competent authority under the Prospectus Directive. This Supplement N°3 will be published on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and on the [www.kbc.com](http://www.kbc.com)<sup>1</sup> website.

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Supplement N°3 and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement N°3 is, to the best of its knowledge and belief, in accordance with the facts and does not omit anything likely to affect the import of such information.

**1. Documents Incorporated by Reference**

On 2 April 2015 KBC Bank NV published its annual financial results for the financial year ended 31 December 2014 together with the related statutory auditors’ report in the document titled as “*KBC Bank, Annual Report for 2014*”.

In order to provide for an up-to-date overview of information with regard to recent events, all as required by the Prospectus Directive and the Prospectus Law, the aforementioned document is deemed to be incorporated by reference to the Wholesale Base Prospectus. A copy of this document, incorporated by reference in the Wholesale

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<sup>1</sup> <https://www.kbc.com/MISC/D9e01/~E/~KBCCOM/~BZJ4707/~BZIZTPN/BZJ0507/BZJ06PN>

Base Prospectus, can be obtained from the website of KBC Bank NV ([www.kbc.com](http://www.kbc.com))<sup>2</sup> from the website of the Luxembourg Stock Exchange at [www.bourse.lu](http://www.bourse.lu) and from the registered office of the Issuer and the Principal Paying Agent.

The document “KBC Bank, Annual Report for 2014” of KBC Bank NV as Guarantor will be incorporated by reference in the Wholesale Base Prospectus. This will have the following text impacts:

- (i) The section *Documents incorporated by reference* on page 58 of the Wholesale Base Prospectus will be supplemented by adding the following limb to the list of documents which are incorporated and form part of the Wholesale Base Prospectus:

“ (i) *the audited consolidated annual financial statement of the Guarantor for the financial year ended 31 December 2014 together with the related statutory auditor’s report.* ”

- (ii) The sub-section *Specific items contained in “Documents Incorporated by Reference”* on pages 58-59 of the Wholesale Base Prospectus shall be supplemented as follows:

*Audited consolidated annual financial statements of the Guarantor and its consolidated subsidiaries for the financial year ended 31 December 2014 \**

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- (iii) The sub-section *Significant or Material Change* on page 341 of the Wholesale Base Prospectus shall be deleted and replaced by the following paragraph:

*“There has been:*

*(a) no significant change in the financial or trading position of:*

*a. the Issuer since 31 December 2013*

*b. the Guarantor or the KBC Bank Group since 31 December 2014; and*

*(b) no material adverse change in the prospects of:*

*a. the Issuer since 31 December 2013*

*b. the Guarantor or the KBC Bank Group since 31 December 2014.”*

## 2. General

Save as disclosed in this Supplement N°3, there has been no significant new factor, material mistake or inaccuracy since 5 January 2015, the date of the publication of the Supplement N°2 to the Wholesale Base Prospectus.

<sup>2</sup> “KBC Bank, Annual Report for 2014” is available at [https://multimediafiles.kbcgroup.eu/ng/published/KBCCOM/PDF/COM\\_BDV\\_pdf\\_BANK\\_JVS\\_2014\\_en.pdf](https://multimediafiles.kbcgroup.eu/ng/published/KBCCOM/PDF/COM_BDV_pdf_BANK_JVS_2014_en.pdf)

Copies of this Supplement N°3 will be available (i) without charge at the specified office of the Issuer and the Principal Paying Agent, (ii) on the website of the Luxembourg Stock Exchange at [www.bourse.lu](http://www.bourse.lu) and (iii) on the [www.kbc.com](http://www.kbc.com)<sup>3</sup> website.

To the extent that there is an inconsistency between (a) any statement in this Supplement N°3 and (b) any statement in, or incorporated by reference into, the Wholesale Base Prospectus, the statements in (a) above will prevail.

7 April 2015

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<sup>3</sup> <https://www.kbc.com/MISC/D9e01/~E/~KBCCOM/~BZJ47O7/~BZIZTPN/BZJ0507/BZJ06PN>