

## ANNEX TO THE FINAL TERMS SUMMARY OF THE SAVINGS CERTIFICATES

### A. INTRODUCTION

#### *A.1. Name of the securities:*

The securities described in this summary are savings certificates (*kasbons/bons de caisse*) issued under the Final Terms dated 13-09-2024 and with International Securities Identification Number (ISIN) set out in Schedule 1 hereto (the "**Savings Certificates**").

#### *A.2. The Issuer:*

The Issuer is KBC Bank NV (the "**Issuer**"). Its registered office is at Havenlaan 2, B-1080 Brussels, Belgium and its Legal Entity Identifier ("**LEI**") is 6B2PBRV1FCJDMR45RZ53.

#### *A.3. Identity and contact details of the competent authority approving the Base Prospectus:*

The base prospectus has been approved by the Belgian Financial Services and Markets Authority, Rue du Congrès 12-14, B-1000 Brussels, Belgium (the "**FSMA**") on 6 August 2024 (as supplemented from time to time, the "**Base Prospectus**"). The FSMA can be contacted at the telephone number +32 2 220 52 11.

#### *A.4. Warning:*

**This summary should be read as an introduction to the Base Prospectus and the final terms to which it is annexed (the "Final Terms"). Any decision to invest in any Savings Certificates should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the Final Terms. An investor in the Savings Certificates could lose all or part of the invested capital. Where a claim relating to information contained in the Base Prospectus and the Final Terms is brought before a court, the plaintiff may, under national law where the claim is brought, be required to bear the costs of translating the Base Prospectus and the Final Terms before the legal proceedings are initiated. Civil liability attaches only to the Issuer solely on the basis of this summary, including any translation of it, but only where the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the Final Terms or where it does not provide, when read together with the other parts of the Base Prospectus and the Final Terms, key information in order to aid investors when considering whether to invest in the Savings Certificates.**

### B. KEY INFORMATION ON THE ISSUER

#### *B.1. Who is the Issuer of the Savings Certificates ?*

##### *B.1.1. Domicile, legal form, LEI, jurisdiction of incorporation and country of operation:*

The Issuer is a limited liability company (*société anonyme/naamloze vennootschap*) incorporated under Belgian law. The Issuer has its registered office at Havenlaan 2, B-1080 Brussels, Belgium, and is registered with the Crossroads Bank of Enterprises (*Banque-Carrefour des Entreprises/Kruispuntbank van Ondernemingen*) under the number 0462.920.226 (RLE Brussels, Dutch-speaking division). It can be contacted at the telephone number +32 (0)2 429 11 11. The Issuer's LEI is 6B2PBRV1FCJDMR45RZ53.

##### *B.1.2. Principal activities:*

The Issuer is a wholly-owned subsidiary of KBC Group NV. The core business of KBC Group NV, together with its subsidiaries (the "**KBC Group**"), is retail and private bank-insurance (including asset management), although it is also active in providing services to corporations and market activities. Across most of its home markets, the KBC Group is active in a large number of products and activities, ranging from the plain vanilla deposit, credit, asset management and insurance businesses (via KBC Bank's sister company, KBC Insurance NV) to specialised

activities such as, but not exclusively, payments services, dealing room activities (money and debt market activities), brokerage and corporate finance, foreign trade finance, international cash management and leasing. The Issuer together with its subsidiaries forms the "**KBC Bank Group**".

*B.1.3. Shareholders:*

The Issuer's shares are all held by KBC Group NV. The shares of the Issuer's parent company, KBC Group NV, are listed on Euronext Brussels. The core shareholders of KBC Group NV are KBC Ancora, CERA, MRBB and a group of legal entities and individuals referred to as 'Other core shareholders'.

*B.1.4. Directors:*

As at the date of the Base Prospectus, the board of directors of the Issuer comprises fifteen directors: Koenraad Debackere as chairman; Johan Thijs as chief executive officer; Peter Andronov, Alés Blazek, Erik Luts, David Moucheron, Luc Popelier and Christine Van Rijseghem as executive directors; Franky Depickere, Sonja De Becker and Marc De Ceuster as non-executive directors; and Bo Magnusson, Liesbet Okkerse, Diana Radl Rogerova and Alicia Reyes-Revuelta as independent directors.

*B.1.5. Identity of the statutory auditor:*

The auditor of the Issuer is PricewaterhouseCoopers Bedrijfsrevisoren BV (*erkend revisor/réviseur agréé*), having its registered office at Culliganlaan 5, 1831 Diegem, Belgium and represented by D. Walgrave and J. Bockaert.

**B.2. What is the key financial information regarding the Issuer?**

*(1) Consolidated IFRS income statement of the Issuer (in millions EUR):*

	31 December 2023	31 December 2022
Net interest income (or equivalent)	5 044	4 724
Net fee and commission income	2 387	2 256
Loan loss impairment	18	-155
Trading and fair value income	219	320
Measure of financial performance used by the issuer in the financial statements such as operating profit	3 439	2 668
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)	2 831	2 197

*(2) Consolidated IFRS balance sheet of the Issuer (in millions EUR):*

	31 December 2023	31 December 2022
Total assets	312 334	322 088
Senior debt	7 205	4 852
Subordinated debt	19 449	13 624

Loans and receivables from customers (net)	181 702	176 084
Deposits from customers	218 162	225 614
Total equity	19 945	17 813
Non performing loans (based on net carrying amount)/Loans and receivables)	4 221	4 350
Common Equity Tier 1 capital (CET1) ratio or other relevant prudential capital adequacy ratio depending on the issuance	14.70%	13.66%
Total Capital Ratio	18.77%	17.11%
Leverage Ratio calculated under applicable regulatory framework	5.12%	4.43%

### ***B.3. What are the key risks that are specific to the Issuer?***

There are certain factors that may affect the Issuer's ability to fulfil its obligations under the Savings Certificates.

The key risks in relation to the Issuer and KBC Bank Group include, without limitation:

- The Issuer is subject to credit risk, the main source of which is the bank's loan portfolio. Other sources are trading book securities, counterparty risk of derivatives and government securities.
- The Issuer is subject to market risk (i.e. the risk that the value of assets deviates negatively due to changes in market prices) in trading and non-trading activities. The Issuer's exposure to market risks mainly comprises interest rate risk, credit spread risk and equity price risk.
- The Issuer is exposed to operational risks, i.e. the risk of loss resulting from inadequate or failed internal processes and systems, human errors or from sudden man-made or natural external events, which can potentially result in financial loss, liability to customer, administrative fines, penalties, and/or reputational damages.
- The Issuer is subject to regulatory developments applicable to credit institutions which may impact the Issuer and/or its subsidiaries, their business, financial condition or results of operation
- The Issuer is exposed to risk in terms of liquidity, which is the risk that the Issuer will be unable to meet its liabilities and obligations as they come due, without incurring higher-than-expected costs.

## **C. KEY INFORMATION ON THE SECURITIES**

### ***C.1. What are the main features of the Savings Certificates?***

#### *C.1.1. Type of obligation and ISIN:*

The Savings Certificates are issued as Belgian savings certificates (*kasbons/bons de caisse*). The Savings Certificates are a type of debt instrument.

Each Series of Savings Certificates is allocated an International Securities Identification Number (ISIN) as set out in Schedule 1 hereto.

#### *C.1.2. Currency and denomination:*

The Savings Certificates are issued in EUR and have a denomination of EUR 1. The minimum investment in a Savings Certificate is EUR 500, thereafter in increments of EUR 1.

*C.1.3. Rights attached to the Savings Certificates:*

The Savings Certificates give right to:

- the payment of interest (either paid on a periodical basis or capitalised and paid at maturity date); and
- the payment of the redemption amount on the maturity date.

For the issue date, maturity date, rate of interest, interest payment date(s) and offer period for each Series of Savings Certificates, see Schedule 1 hereto.

The Savings Certificates benefit from a protection under the Belgian deposit protection scheme granted by the Belgian Guarantee Fund (*Garantiefonds/Fonds de Garantie*), subject to a limitation of EUR 100,000 (it being understood that this limitation applies to all deposits, including Savings Certificates, with a financial institution, held by a depositor).

*C.1.4. Rank of the Savings Certificates holders' claims in the Issuer's capital structure upon insolvency:*

The Savings Certificates are direct, unconditional, senior and unsecured obligations of the Issuer and rank at all times, without any preference among themselves, with all other obligations of the Issuer of the same category, only to the extent permitted by laws relating to creditor's rights. This category can be seen as the "ordinary creditors" and may be qualified as "preferred senior creditors", being the creditors related under Article 389/1, 1<sup>o</sup> of the Banking Law. Such creditors have a higher priority ranking than the so-called "non-preferred senior" creditors defined under Article 389/1, 2<sup>o</sup> of the Banking Law.

*C.1.6. Restrictions on the free transferability of the Savings Certificates:*

Subject to any applicable law or regulation, there are no specific restrictions on the free transferability.

**C.2. Where will the Savings Certificates be traded?**

The Savings Certificates will not be listed nor admitted to trading on a regulated market.

**C.3. What are the key risks that are specific to the Savings Certificates?**

There are certain risk factors that are material for the purpose of assessing the risks associated with the Savings Certificates. The key risks in respect of the Savings Certificates include, without limitation:

- *Risks related to the exercise of the bail-in resolution tool:* The Banking Recovery and Resolution Directive ("BRRD") aims to provide supervisory and resolution authorities with common tools and powers to address banking crises pre-emptively in order to safeguard financial stability and minimise taxpayers' exposure to losses. This means that holders of the Savings Certificates may lose some or all of their investment (including outstanding principal and accrued but unpaid interest) as a result of the exercise by the Relevant Resolution Authority of the "bail-in" resolution tool. This tool may be exercised in respect of Savings Certificates which could limit the recovery available to holders of the Savings Certificates. With respect to Savings Certificates, it should be noted that savings certificates issued by a Belgian credit institution, such as the Savings Certificates issued under the Base Prospectus are, subject to certain conditions, protected by the Belgian deposit protection scheme. The amount protected by the deposit protection scheme is not subject to the "bail in" resolution tool. However, it should be stressed that the maximum amount of EUR 100,000 protected under the deposit protection scheme is calculated per person and per credit institution for the aggregate amount of all eligible deposits held by the relevant person with the relevant credit institution.
- *Risks related to the market value of the Savings Certificates:* The market value of an issue of Savings Certificates will be affected by a number of factors, including, but not limited to, market interest and yield rates, volatility in the market, the creditworthiness of the Issuer, the time remaining to any redemption date or maturity date, and economic, financial and political events in one or more jurisdictions. The price at which a holder of Savings Certificates will be able to sell any Savings

Certificates prior to maturity may be at a discount, which could be substantial, to the market value of such Savings Certificates on the issue date. Potential investors should consider reinvestment risk in light of other investments available at that time.

- *Risk related to the impact of transaction costs on yield:* When Savings Certificates are purchased or sold, several types of incidental costs (including transaction fees and commissions) are incurred in addition to the current price of the security. These incidental costs may significantly reduce or even exclude the profit potential of the Savings Certificates. In addition to such costs directly related to the purchase of securities, investors must also take into account any other costs (such as custody fees). Investors should inform themselves about any additional costs which they may incur in connection with the purchase, custody or sale of the Savings Certificates before investing in the Savings Certificates.
- *Risks related to inflation:* The real return which an investor will receive on its Savings Certificates may be affected by inflation. Inflation risk is the risk that the future real value of an investment will be reduced by inflation over time, which could be caused by an increase in prices or a decrease in the value of money. Where inflation is high, as is the case in the current economic climate, it is possible that the real return which an investor will receive on its Savings Certificates will be reduced or will even be negative.
- *Risk related to the waiver of the right of set-off:* Subject to applicable law, no holder of Savings Certificates may exercise or claim any right of set-off, netting, compensation or retention in respect of any amount owed to it by the Issuer arising under or in connection with the Savings Certificates and each holder of Savings Certificates shall, by virtue of its subscription, purchase or holding of a Savings Certificates, be deemed to have waived all such rights of set-off, netting, compensation and retention. This means, among other things, that the holder of the Savings Certificates will not be able to set off or withhold amounts due to him on the basis of the Savings Certificates with any amount he otherwise owes to the Issuer. The holder of the Savings Certificates should pay any sum for which he would be liable without being able to wait for the payment of the sums due to him on the basis of the Savings Certificates.
- *Risks related to change of tax law:* The Terms and Conditions of the Savings Certificates are, save to the extent referred to therein, based on legislation in effect as at the date of issue of the Savings Certificates. No assurance can be given as to the impact of any possible judicial decision or changes to the laws in Belgium, other jurisdictions (such as the Foreign Account Tax Compliance Act under US law) or on a supranational level (e.g. the EU Financial Transaction Tax) or administrative practice after the issue date of the Savings Certificates.

## **D. KEY INFORMATION ON THE OFFER OF SAVINGS CERTIFICATES AND ADMISSION TO TRADING ON A REGULATED MARKET**

### ***D.1. Under which conditions and timetable can I invest in the Savings Certificates?***

#### *D.1.1. The general terms and conditions and expected timetable of the offer:*

The offer of the relevant Series of Savings Certificates is (i) an offer made in accordance with the Final Terms applicable at the time of such offer and (ii) an exempt or public offer, as applicable, made in Belgium during the relevant offer period, each as set out in Schedule 1 hereto.

The issue price of the Savings Certificates is 100 per cent. of their principal amount.

#### *D.1.2. The details of the admission to trading on a regulated market:*

The Savings Certificates will not be listed nor admitted to trading on a regulated market.

#### *D.1.3. An estimate of the total expenses of the issue and/or the offer, including estimated expenses charged to the investor by the Issuer:*

Currently no costs are to be borne by the investors in relation to the subscription to the Savings Certificates. The estimated total expenses of the issue are EUR 0.

***D.2. Why is this prospectus being produced?***

*D.2.1. The use and estimated net amount of the proceeds:*

The net proceeds of Savings Certificates, i.e. the principal amount less any expenses and fees, will be used for general corporate purposes of the Issuer. The estimated net proceeds are EUR 880 million.

*D.2.2. An indication of whether the offer is subject to an underwriting agreement on a firm commitment basis, stating any portion not covered:*

The offer of the Savings Certificates is not subject to any underwriting agreement.

*D.2.3. An indication of the most material conflicts of interest pertaining to the offer or the admission to trading:*

There are no material conflicts of interest identified in this offer.

## Schedule 1

Series identification (incl. term, type and ISIN Code*)	Issue Date	Maturity Date	Payment of Issue Price	Rate of Interest	Day Count Fraction	Interest Payment Date(s)	Offer period	Indication of yield
1 year Distribution BE6355831031	30-09-2024	30-09-2025	30-09-2024	3.10 per cent. per annum	Day Count Fraction: 30/360	Interest will be paid yearly on the principal amount of each Savings Certificate.	16-09-2024 until 29-09-2024	3.10 per cent. per annum**

\* The maximum amount of Savings Certificates offered per ISIN Code will be EUR 880 million

\*\* The yield is calculated based on (i) the issue price of the Savings Certificates, (ii) the Rate of Interest applicable from and including the Issue Date until and excluding the Maturity Date, and (iii) the final redemption amount (equal to the principal amount of the Savings Certificates). It is not an indication of future yield.