

WHOLESALE BASE PROSPECTUS SUPPLEMENT (N°6) dated 1 April 2016



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°6**”) 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°6 is supplemental to, forms part of, and must be read in conjunction with the base prospectus dated 25 June 2015 as supplemented by the supplement dated 25 June 2015 (the “**Supplement N°1**”), the supplement dated 9 September 2015 (the “**Supplement N°2**”), the supplement dated 30 September 2015 (the “**Supplement N°3**”), the supplement dated 23 December 2015 (the “**Supplement N°4**”) and the supplement dated 1 February 2016 (the “**Supplement N°5**”) (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 the date of the Wholesale Base Prospectus. 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°6.

This Supplement N°6 has been approved by the Luxembourg Commission de Surveillance du Secteur Financier (the “**CSSF**”), as competent authority under the Prospectus Directive. This Supplement N°6 will be published on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the www.kbc.com¹ website.

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Supplement N°6 and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement N°6 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.

I. New Information

1) Introduction

On 31 March 2016 KBC Bank NV published its annual financial results for the financial year ended 31 December 2015 together with the related statutory auditors’ report in the document titled as “*KBC Bank, Annual Report for 2015*”.

In order to ensure that the information contained in the Wholesale Base Prospectus is up-to-date as required by the Prospectus Directive and the Prospectus Law, the aforementioned document is deemed to be incorporated by reference in the Wholesale Base Prospectus. A copy of this document,

¹ <https://www.kbc.com/en/kbc-ifima>

incorporated by reference in the Wholesale Base Prospectus, can be obtained from the www.kbc.com² website, from the website of the Luxembourg Stock Exchange at www.bourse.lu and from the registered office of the Issuer and the Principal Paying Agent.

The document “*KBC Bank, Annual Report for 2015*” of KBC Bank NV as Guarantor will be incorporated by reference in the Wholesale Base Prospectus. Due to this new information, the sections *Documents Incorporated by Reference* and *Significant or Material Change* in the Wholesale Base Prospectus are amended as described below.

- (i) The section *Documents incorporated by reference* on page 68 of the Wholesale Base Prospectus will be supplemented by adding the following limbs to the list of documents which are incorporated and form part of the Wholesale Base Prospectus:
- (i) “*the audited consolidated annual financial statements of the Guarantor for the financial year ended 31 December 2015 together with the related auditors’ report*”;
- (ii) The sub-section *Specific items contained in “Documents Incorporated by Reference”* on page 68 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 2015 **

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* Page references are to the English language PDF version of the relevant documents incorporated by reference.

- (iii) The sub-section *Significant or Material Change* on page 382 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 2014*
- b. *the Guarantor or the KBC Bank Group since 31 December 2015; and*
- (b) *no material adverse change in the prospects of:*
- a. *the Issuer since 31 December 2014*
- b. *the Guarantor or the KBC Bank Group since 31 December 2015.*”

II. General

Save as disclosed in this Supplement N°6, there has been no significant new factor, material mistake or inaccuracy since 1 February 2016, the date of the publication of the Supplement N°5.

² “KBC Bank, Annual Report for 2015” is available at https://www.kbc.com/en/system/files/doc/investor-relations/Results/JVS_2015/JVS_2015_BNK_en.pdf.

Copies of this Supplement N°6 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 and (iii) on the www.kbc.com³ website.

To the extent that there is an inconsistency between (a) any statement in this Supplement N°6 and (b) any statement in, or incorporated by reference into, the Wholesale Base Prospectus, the statements in (a) above will prevail.

1 April 2016

³ <https://www.kbc.com/en/kbc-ifima>