

RETAIL 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)

€10,000,000,000

Retail 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 29 January 2016 (the “**Supplement N°5**”) (the “**Retail 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 €10,000,000,000 Retail Euro Medium Term Note Programme during the period of twelve months after the date of the Retail Base Prospectus. Terms defined in the Retail Base Prospectus or in any document incorporated by reference in the Retail 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*”.

¹ <https://www.kbc.com/en/kbc-ifima>

In order to ensure that the information contained in the Retail Base Prospectus is up-to-date as required by the Prospectus Directive and the Prospectus Law, the aforementioned document will be incorporated by reference in the Retail Base Prospectus. A copy of this document, incorporated by reference in the Retail 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 Retail Base Prospectus. Due to this new information, the sections *Summary of the Base Prospectus* and *Documents Incorporated by Reference* in the Retail Base Prospectus are amended as described below.

2) Summary of the Base Prospectus

(i) Item B19/B.10 on page 6 of the Retail Base Prospectus will be replaced as follows:

B19/ B.10	Audit report qualifications	Not applicable; there are no qualifications in the audit reports on the Guarantor’s audited financial statements for the years ended 31 December 2013, 31 December 2014 and 31 December 2015.
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(ii) Item B19/B.12 on pages 6-7 of the Retail Base Prospectus will be replaced as follows:

B19/ B.12	Selected historical key financial information / Material adverse change / Significant change in the financial or trading position:	The tables below set out a summary of key financial information extracted from the Guarantor’s audited comprehensive income statements for each of the three years ended, and statements of financial position as at, 31 December 2013, 31 December 2014 and 31 December 2015:
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Income Statement

Summary of consolidated profit and loss account data (in millions of EUR, IFRS)	FY 2013	FY 2014	FY 2015
Total income	6,240	5,734	6,145
Operating expenses	-3,252	-3,311	-3,388

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.

Impairment	-1,821	-472	-650
Result after tax, group share	590	1,312	2,239

Statement of Financial Position

Summary of consolidated balance sheet data (in millions of EUR, IFRS – audited)	31 December 2013	31 December 2014	31 December 2015
Total assets	206,087	211,116	217,626
Parent shareholders' equity	11,662	11,676	11,888

Material adverse change:

There has been no material adverse change in the prospects of the Guarantor or KBC Bank Group since 31 December 2015.

Significant change in the financial or trading position:

Not applicable, there has been no significant change in the financial or trading position of the Guarantor or KBC Bank Group since 31 December 2015.

(iii) Item B19/B.13 on page 7 of the Retail Base Prospectus will be replaced as follows:

B19/ B.13	Events impacting the Guarantor's solvency:	On 31 December 2015, KBC Bank's total equity came to 13.5 billion euros. This figure included 11.9 billion euros in parent shareholders' equity, 1.4 billion euros in additional tier-1 instruments and 0.2 billion euros in minority interests. On balance, total equity increased by 0.2 billion euros in 2015. The most important components in this regard were the inclusion of the annual profit (+2.4 billion euros, including minority interests), the dividend payment to KBC Group (-2.7 billion euros, -1.2 billion euros of which as an interim dividend for 2015) and a number of smaller other items (primarily changes in the available-for-sale reserve and cashflow hedge reserve, changes in defined benefit plans, and changes in translation differences: an aggregate +0.5 billion euros). At year-end 2015, the common equity ratio came to 14.1% (phased-in) or 13.7% (fully loaded).
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3) Documents incorporated by reference

The section *Documents incorporated by reference* on page 93 of the Retail Base Prospectus will be supplemented by adding the following limbs to the list of documents which are incorporated in and form part of the Retail Base Prospectus:

“ (i) *the audited consolidated annual financial statements of the Guarantor for the financial year ended 31 December 2015 together with the related statutory auditor's report.* ”

The sub-section *Specific items contained in "Documents Incorporated by Reference"* on page 95 of the Retail 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 **

report of the board of directors

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

The information incorporated by reference that is not included in the cross-reference list is considered as additional information and is not required by the relevant schedules of the Regulation (EC) No 809/2004 of 29 April 2004 implementing Directive 2003/71/EC as regards information contained in prospectuses as well as the format, incorporation by reference and publication of such prospectuses and dissemination of advertisements.

The sub-section *Significant or Material Change* on page 390 of the Retail 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 29 January 2016, the date of the publication of the Supplement N°5.

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 Retail Base Prospectus, the statements in (a) above will prevail.

In accordance with Article 13 paragraph 2 of the Prospectus Law, investors who already agreed to purchase or subscribe for Notes under the €10,000,000,000 Retail Euro Medium Term Note Programme before this Supplement N°6 was published, have the right to withdraw their acceptances within two working days after the publication of this Supplement N°6, namely up to and including 6 April 2016.

1 April 2016

³ <https://www.kbc.com/en/kbc-ifima>