

**KBC BANK WARRANT PROGRAMME BASE PROSPECTUS SUPPLEMENT (N°2) dated 2 September 2016**



**KBC Bank NV**

*(Incorporated with limited liability in Belgium)*

**Warrant Programme**

This base prospectus supplement (the “**Supplement N°2**”) constitutes a supplement for the purposes of Article 16 of Directive n° 2003/71/EC (the “**Prospectus Directive**”) and Article 34 of the Belgian Law dated 16 June 2006 concerning the public offer of investment securities and the admission of investment securities to trading on a regulated market (the “**Belgian Prospectus Law**”), implementing the Prospectus Directive. The Supplement N°2 is supplemental to, forms part of, and must be read in conjunction with the base prospectus dated 15 March 2016 (the “**Base Prospectus**”) as supplemented by the supplement dated 10 May 2016 (the “**Supplement N°1**”), issued by KBC Bank NV (the “**Issuer**”), for the purpose of giving information with regard to the issue of warrants (the “**Warrants**”) under the KBC Bank NV Warrant Programme during a period of twelve (12) months after the date of the Base Prospectus. Terms defined in the Base Prospectus or in any document incorporated by reference in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement N°2.

This Supplement N°2 has been approved by the Financial Services and Markets Authority (the “**FSMA**”), as competent authority under the Prospectus Directive and will be published on the website of Euronext Brussels ([www.nyx.com](http://www.nyx.com)) and on the [www.kbc.com](http://www.kbc.com)<sup>1</sup> website.

The Issuer accepts responsibility for the information contained in this Supplement N°2 and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement N°2 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 31 August 2016 KBC Bank NV published its half-year financial results for 1H2016 together with the related statutory auditors’ report in the document titled as “*KBC Bank, Half-Year Report – 1H2016*”.<sup>2</sup>

In order to ensure that the information contained in the Base Prospectus is up-to-date as required by the Prospectus Directive and the Belgian Prospectus Law, the aforementioned report will be incorporated by reference in the Base Prospectus.

<sup>1</sup> <https://www.kbc.com/en/kbc-bank-warrant-programme>

<sup>2</sup> [https://www.kbc.com/en/system/files/doc/investor-relations/9-Bank-info/2016\\_1H\\_Year\\_Bank\\_en.pdf](https://www.kbc.com/en/system/files/doc/investor-relations/9-Bank-info/2016_1H_Year_Bank_en.pdf)

The document "*KBC Bank, Half-Year Report – 1H2016*" of the Issuer will be added to the documents incorporated by reference. This will have the following text impacts.

- (i) The section *Documents incorporated by reference* on page 57 of the Base Prospectus will be supplemented by adding the following limb to the list of documents which are incorporated and form part of the Base Prospectus:

" • *the semi-annual financial statements of the Issuer for the half year ended 30 June 2016.* "

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

" *Unaudited Interim financial report for the half year to June 30, 2016 of the Issuer* "

Report for the first six months of 2016	2 -8
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condensed consolidated cash flow statement	14
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\* *Page references are to the English language PDF version of the relevant incorporated documents.*

- (iii) The sub-section *Significant or Material Change* on page 132 of the 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 the Issuer or the KBC Bank Group since 30 June 2016; and*

(b) *no material adverse change in the prospects of the Issuer or the KBC Bank Group since 31 December 2015.*"

## 2. General

Save as disclosed in this Supplement N°2, there has been no significant change in the information in the Base Prospectus and no significant new matter has arisen since 10 May 2016, the date of the publication of the Supplement N°1.

Copies of this Supplement N°2 will be available without charge (i) at the specified office of the Issuer and the Paying Agent, (ii) on the website of Euronext Brussels at [www.nyx.com](http://www.nyx.com) 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°2 and (b) any statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

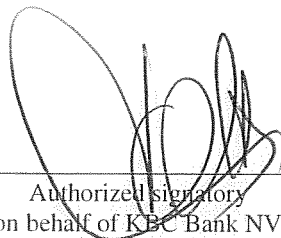
2 September 2016



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Authorized signatory  
on behalf of KBC Bank NV

**Pierre Deheegher**  
Chief Dealer  
Financial Markets



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Authorized signatory  
on behalf of KBC Bank NV

**Patrick Roppe**  
CEO Markets

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<sup>3</sup> <https://www.kbc.com/en/kbc-bank-warrant-programme>