MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II") and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment. However, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer 's target market assessment) and determining appropriate distribution channels.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); (ii) a customer within the meaning of Directive 2002/92/EC (as amended), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended, the "Prospectus Directive"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

11 January 2019

## KBC IFIMA S.A.

Issue of EUR 5,000,000 Fixed Rate Notes

Principal protected

Guaranteed by KBC Bank NV under the EUR 10,000,000,000

Euro Medium Term Note Programme

# PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the conditions (the "Conditions") set forth in the base prospectus dated 21 June 2018, as supplemented by a supplement dated 12 September 2018 and a supplement dated 27 September 2018, together the "Base Prospectus", which constitutes a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5:4 of Directive 2003/71/EC (the "Prospectus Directive") and must be read in conjunction with the Base Prospectus. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of a combination of these Final Terms and the Base Prospectus. A summary of the issue of the Notes (which comprises the summary in the Base Prospectus as amended to reflect the provision of these Final Terms) is annexed to these Final Terms. The Base Prospectus is available on the website of the Luxembourg Stock Exchange at www.bourse.lu and the website of the Issuer at www.kbc.com and copies may be obtained during normal business hours at the registered office of the Issuer. A copy of the Final Terms will be available on the website of the Luxembourg Stock Exchange at www.bourse.lu and on the website of the Issuer at www.kbc.com.

## GENERAL DESCRIPTION OF THE NOTES

l (i) Series Number: R00162

(ii) Tranche Number: 1

(iii) Date on which the Notes Not Applicable

will be consolidated and form a single Series:

2 Specified Currency: Euro ("EUR")

3 Aggregate Nominal Amount:

(i) Series: EUR 5,000,000
(ii) Tranche: EUR 5,000,000

4 Issue Price: 100 per cent. of the Aggregate Nominal Amount

5 (i) Specified Denominations: EUR 100,000

(ii) Calculation Amount: EUR 100,000 Issue Date: 11 January 2019

7 (i) Maturity Date: 11 January 2024 (the "Scheduled Maturity Date").

(ii) Business Day Convention for Modified Following Business Day Convention Maturity Date:

(iii) Additional Business Centre(s): Target2 (Trans-European Automated Real-Time Gross

Settlement Express Transfer System)

8 Interest Basis: Fixed Rate Notes

9 Redemption/Payment Basis: Fixed Redemption Notes

10 Issuer Call: Not Applicable

### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

11 Fixed Rate Notes Applicable

(i) Rate[s] of Interest: 0.41 per cent. per annum

Payable annually in arrear

(ii) Interest Commencement Date: Issue Date

(iii) Interest Period End Date(s): 11 January in each year, starting on 11 January 2020, up to and

including the Maturity Date

(iv) Business Day Convention for Not Applicable Interest Period End Dates:

(v) Interest Payment Date(s): 11 January in each year, starting on 11 January 2020, up to and

including the Maturity Date

(vi) Business Day Convention for Modified Following Business Day Convention

Interest Payment Dates:

(vii) Additional Business Centre(s): Target2 (Trans-European Automated Real-Time Gross

Settlement Express Transfer System)

(viii) Fixed Day Count Fraction: 30/360 (without adjustment of the Interest Period)

(ix) Determination Date(s): Not Applicable 12 Floating Rate Notes Not Applicable 13 Range Accrual Notes Not Applicable 14 Zero Coupon Notes Not Applicable 15 Index Linked Interest Notes Not Applicable 16 Equity Linked Interest Notes Not Applicable 17 Inflation Linked Interest Notes Not Applicable 18 Currency Linked Interest Notes Not Applicable 19 Additional Disruption Events Not Applicable 20 Alternative Currency Provisions Not Applicable

# PROVISIONS RELATING TO REDEMPTION

21 Issuer Call

22 Autocall Early Redemption

23 Final Redemption Amount:

24 [Early Redemption Amount:

Early Redemption Amount payable on redemption for taxation reasons or on an illegality (or, in the case of Floating Rate Notes, following a cessation of the Reference Rate or, in the case of Index Linked Notes, following an Index Adjustment Event in accordance with Condition 6(b)(ii)(b) or, in the case of Equity Linked Notes, following a De-listing and/or Merger Event and/or Nationalisation and/or Insolvency and/or Tender Offer in accordance with Condition 7(b)(ii)(b) or, in the case of Inflation Linked Notes, following an Inflation Index Cancellation pursuant to a Cessation of Publication in accordance with Condition 8 or, in the case of Currency Linked Notes, following a Currency Disruption Event, in accordance with Condition 9(b)(i)(D)) or following an Additional Disruption Event (if applicable) or, following a Scheduled Payment Currency Disruption Event:

Not Applicable

Not Applicable

Redemption will be at par

- Fixed Early Redemption Amount: Not Applicable
   Fixed Early Redemption Percentage: Not Applicable
- Including Interest: Not Applicable

25 Index Linked Redemption Notes:

Not Applicable

26 Equity Linked Redemption Notes

Not Applicable

27 Currency Linked Redemption

Not Applicable

Notes

28 Credit Linked Notes:

Not Applicable

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

29 Form of Notes:

(i) Form:

Temporary Global Senior Prefered Note exchangeable for a Permanent Global Senior Prefered Note which is exchangeable

for definitive Notes only upon an Exchange Event

(ii) New Global Note:

No

30 Calculation Agent responsible for calculating the Rate(s) of Interest and Interest Amount(s) and for making calculations pursuant to the Conditions: KBC Bank NV, Havenlaan 2, B-1080 Brussels, Belgium

31 Additional Financial Centre(s) and/or other elections relating to

**Payment Days:** 

Not Applicable

32 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):

No

DISTRIBUTION

33 (i) Method of distribution:

Non-syndicated

(ii) If syndicated:

a) Names and addresses of Managers: Not Applicable

b) [Date of Subscription Agreement: Not Applicable

c) Stabilisation Manager(s),

Not Applicable

34 If non-syndicated, name of relevant

KBC Bank NV, Havenlaan 2, B-1080 Brussels, Belgium

35 Total commission and concession:

Not Applicable

36 U.S. Selling Restrictions:

if any:

Reg. S Compliance Category 2; TEFRA D

37 Prohibition of sales to EEA retail

investors:

Applicable

38 Prohibition of sales to consumers in

Applicable

Belgium:

Dealer:

39 Public Offer Consent: Not Applicable

40 General consent: Not Applicable

41 Other conditions to consent: Not Applicable

42 Additional U.S. Tax The Notes are not Specified ELIs for purposes of Section 871(m)

Considerations: of the U.S. Internal Revenue Code of 1988, as amended.

### THIRD PARTY INFORMATION

The brief explanation on the meanings of the ratings in paragraph 2 of Part B of these Final Terms (the "Reference Information") has been extracted from www.standardandpoors.com, www.moodys.com and www.fitchratings.com (the "Relevant Websites"). The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by each of the Relevant Websites, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

By:

Duly authorised CIFIMA SA S. GOCKEL Director Duly authorised

By:

KBC IFIMA SA F. BOUDABZA Director

Signed on behalf of the Guarantor

Duly authorised

Ву:

Danny Swinnen Chief Dealer Financial Markets

Duly authorised

#### PART B - OTHER INFORMATION

#### 1. ADMISSION TO TRADING:

Admission to trading:

Not Applicable.

2. RATINGS:

The Notes to be issued have not been rated. The rating of the Guarantor is:

Standard & Poor's Credit Market Services Italy Srl.: A+ (stable outlook)

Moody's France S.A.S.: A1 (positive outlook)

Fitch France S.A.S.: A+ (stable outlook)

Brief explanation on the meaning of the rating

(source: www.standardandpoors.com; www.moodys.com and www.fitchratings.com)

Standard & Poor's Credit Market Services Italy Srl. ("S&P"): A. An Obligor rated 'A' has strong capacity to meet its financial commitments but is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligors in higher-rated categories. The ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories.

Moody's France S.A.S. ("Moody's"): A1. Obligations rated 'A' are judged to be of upper-medium grade, subject to low credit risk, but that have elements present that suggest a susceptibility to impairment over the long term. Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from Aa through Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

Fitch France S.A.S. ("Fitch"): A+: High Credit Quality: "A" ratings denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings. "+" or "-" may be appended to a rating to indicate the relative position of a credit within the rating category. Such suffixes are not added to ratings in the 'AAA' category or to ratings below the 'B' category.

S&P, Moody's and Fitch are established in the European Union and is registered under Regulation (EC) No. 1060/2009 and listed on the "List of Registered and Certified CRA's" as published by ESMA in accordance with Article 18(3) of such Regulation.

# OPERATIONAL INFORMATION:

(i) ISIN:

XS1929408000

(ii) Common Code:

192940800

(iii) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification

Not Applicable

number(s):

(iv) Delivery:

Delivery against payment

(v) Agent:

Banque Internationale à Luxembourg S.A

(vi) Names and addresses of additional Paying Agent(s) (if

Not Applicable

(vii) Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(viii) Relevant Benchmark[s]:

Not Applicable

