

MIFID II product governance / Retail investors, professional investors and ECPs 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, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, “MiFID II”); EITHER and (ii) all channels for distribution of the Notes are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services; and (ii) the following channels for distribution of the Notes to retail clients are appropriate – investment advice non-advised sales and pure execution services subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. 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, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable.

3 February 2020

KBC IFIMA S.A.

Issue of NZD 100,000 to NZD 100,000,000 Fixed Rate Note in NZD

Public offer

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 18 June 2019 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the Final Terms of the Notes described herein for the purposes of Article 5.4 of Directive 2003/71/EC as amended or superseded (the “Prospectus Directive”) and must be read in conjunction with the Base Prospectus.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

1	(i)	Series Number:	R00181
	(ii)	Tranche Number:	1

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(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
2 Specified Currency:	New Zealand Dollar ("NZD")
3 Aggregate Nominal Amount:	
(i) Series:	from NZD 100,000 up to NZD 100,000,000
(ii) Tranche:	from NZD 100,000 up to NZD 100,000,000
4 Issue Price:	100.75 per cent. of the Aggregate Nominal Amount
5 (i) Specified Denominations:	NZD 2,000
(ii) Calculation Amount:	NZD 2,000
6 Issue Date:	5 March 2020
7 (i) Maturity Date:	5 March 2023
(ii) Business Day Convention for Maturity Date:	Modified Following Business Day Convention
(iii) Additional Business Centre(s):	Target 2 (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 of Interest:	1.35 per cent. per annum Payable annually in arrear
(ii) Interest Commencement Date:	5 March 2020
(iii) Interest Period End Date(s):	5 March each year, starting on 5 March 2021, up to and including 5 March 2023
(iv) Business Day Convention for Interest Period End Dates:	Not Applicable
(v) Interest Payment Date(s):	5 March in each year, starting on 5 March 2021, up to and including the Maturity Date
(vi) Business Day Convention for Interest Payment Dates:	Modified Following Business Day Convention
(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	Not Applicable
22	Autocall Early Redemption	Not Applicable
23	Final Redemption Amount:	Redemption will be at par
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:	<ul style="list-style-type: none"> – Fixed Early Redemption Amount: Not Applicable – Fixed Early Redemption Percentage: Not Applicable – Including Interest: Not Applicable
25	Index Linked Redemption Notes:	Not Applicable

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- | | | |
|----|----------------------------------|----------------|
| 26 | Equity Linked Redemption Notes | Not Applicable |
| 27 | Currency Linked Redemption Notes | Not Applicable |
| 28 | Credit Linked Notes: | Not Applicable |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- | | | |
|----|---|---|
| 29 | Form of Notes | |
| | Form: | Temporary Global Senior Preferred Note exchangeable for a Permanent Global Senior Preferred Note which is exchangeable for definitive Notes only upon an Exchange Event |
| | New Global Note: | No |
| 30 | Calculation Agent responsible for calculating the Rate of Interest and Interest Amount 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), if any: | Not Applicable |
| 34 | If non-syndicated, name of relevant Dealer: | KBC Bank NV, Havenlaan 2, B-1080 Brussels, Belgium |
| 35 | Total commission and concession: | 1.00 per cent. of the Aggregate Nominal Amount
Distribution fee of 0.25 per cent. per year and up to 0.75 per cent per year of other running charges |
| 36 | U.S. Selling Restrictions: | Reg. S Compliance Category 2; TEFRA D |
| 37 | Prohibition of sales to EEA retail investors: | Not Applicable |
| 38 | Prohibition of sales to consumers in Belgium: | Not Applicable |

- 39 Public Offer Consent:** An offer of the Notes may be made by KBC Bank NV, as dealer, and CBC Banque SA, whose registered office is Avenue Albert 1er 60, 5000 Namur, Belgium and KBC Bank NV, whose registered office is Havenlaan 2, 1080 Brussels (the “**Initial Authorised Offerors**”) other than pursuant to Article 3(2) of the Prospectus Directive in Belgium (the “**Public Offer Jurisdictions**”) during the period from (and including) 3 February 2020 to (and including) (and including) 28 February 2020 (“**Offer Period**”).
- 40 General consent:** Not Applicable
- 41 Other conditions to consent:** Not Applicable
- 42 Additional U.S. Tax Considerations:** Not applicable

THIRD PARTY INFORMATION

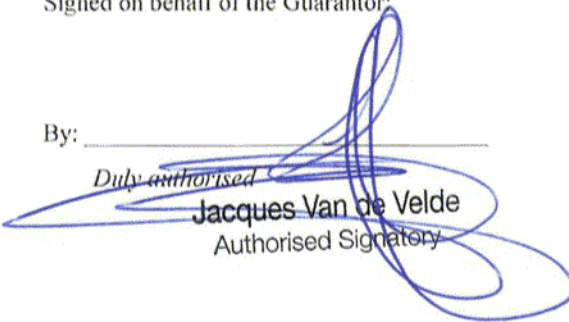
The brief explanation on the meanings of ratings in paragraph 2, of part B of these final terms has been extracted from www.standardandpoors.com, www.moodys.com and www.fitchratings.com (the "Relevant Websites"). The Issuer confirms that such information has been accurately reproduced and that, so far 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.

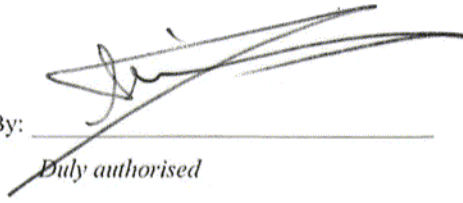
Signed on behalf of the Issuer:

By:  _____
Duly authorised
KBC IFIMA SA
S. GOCKEL
Director

By:  _____
Duly authorised
KBC IFIMA SA
F. BOUDABZA
Director

Signed on behalf of the Guarantor:

By:  _____
Duly authorised
Jacques Van de Velde
Authorised Signatory

By:  _____
Duly authorised
Danny Swinn
Chief Dealer
Financial Markets

PART B - OTHER INFORMATION

1. ADMISSION TO TRADING:

Admission to trading:	Not Applicable.
Estimate of total expenses related to 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 (stable 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. Ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the rating categories.

Moody's France S.A.S. ("Moody's") A1

Obligations rated A are judged to be upper-medium grade and are subject to low credit risk. 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. Additionally, a "(hyb)" indicator is appended to all ratings of hybrid securities issued by banks, insurers, finance companies, and securities firms.

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 are 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.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE:

Save for any fees payable to the Initial Authorised Offerors so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. Initial Authorised Offers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantor and their affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES:

- (i) Reasons for the offer: The net proceeds from the issue of Notes will be applied by the Issuer to assist the financing of the activities of the Guarantor or its affiliates to the extent permitted by applicable law.
The net proceeds from the issue of Notes will be applied by the Issuer to assist the financing of the activities of the Guarantor or its affiliates to the extent permitted by applicable law.
- (ii) Estimated net proceeds: From NZD 100,000 up to NZD 100,000,000 depending on the results of the offer.
- (iii) Estimated total expenses: None

5. YIELD:

Indication of yield:

- (i) Gross yield: 1.09 per cent gross per annum
The gross yield is calculated
- (i) on the basis of the assumption that the Noteholders hold the Notes from the Issue Date until the Scheduled Maturity Date and that all payments are effectuated in NZD
- and
- (ii) on the basis of the Issue Price, the Rate of Interest, the Final Redemption Amount, the original tenor of the Notes and without taking into account any tax deduction.
- (ii) Net yield: 0.69 per cent. per annum
The net yield is calculated
- (i) on the basis of the assumption that the Noteholders hold the Notes from the Issue Date until the Scheduled Maturity Date and that all payments are effectuated in NZD
- and

- (ii) on the basis of the Issue Price, the Rate of Interest, the Final Redemption Amount, the original tenor of the Notes and after deduction of withholding tax (currently 30.00%).

Maximum yield: Not Applicable

Minimum yield: Not Applicable

6. **HISTORIC INTEREST RATES** (*Floating Rate Notes only*):

Not Applicable

7. **PERFORMANCE OF INDEX AND OTHER INFORMATION CONCERNING THE INDEX:** (*Index-Linked Notes only*)

Not Applicable

8. **PERFORMANCE OF THE UNDERLYING EQUITY/BASKET OF UNDERLYING EQUITIES AND OTHER INFORMATION CONCERNING THE UNDERLYING EQUITY/BASKET OF UNDERLYING EQUITIES** (*Equity Linked Notes only*)

Not Applicable

9. **PERFORMANCE OF INFLATION AND OTHER INFORMATION CONCERNING INFLATION INDEX** (*Inflation Linked Notes only*)

Not Applicable

10. **INFORMATION IN RELATION TO THE REFERENCE ENTITY [AND OTHER INFORMATION CONCERNING THE REFERENCE ENTITY]** (*Credit Linked Notes only*)

Not Applicable

11. **TERMS AND CONDITIONS OF THE OFFER:**

Offer Price: Issue price

Time period during which the offer will be open: 3 February 2020 – 28 February 2020

Conditions to which the offer is subject: A public offer of the Notes may only be made by the Initial Authorised Offerors to the public in the Public Offer Jurisdictions. The offer is subject to the conditions set out in this Paragraph 11 (Terms and Conditions of the Offer).

Description of the application process: The Notes may be offered by the Initial Authorised Offerors other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdictions during the Offer Period. The Offer Period may be early terminated prior to the Scheduled Offer Period End Date either (i) at the time and date when the Dealer announces that the total of the subscriptions for the Notes equals NZD 100,000,000 in the Aggregate Nominal Amount, or (ii) at any such earlier date as the Issuer may decide.

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In the event the offer is terminated earlier than the Scheduled Offer Period End Date, notice of such event will be given via the website www.kbc.be and on the Luxembourg Stock Exchange website www.bourse.lu.

In the event that, at the end of the Offer Period, the total of the subscriptions for the Notes is less than NZD 100,000 the Issuer may cancel the offer and the issue of the Notes, in which case, notice will be given via the website and on the Luxembourg Stock Exchange website www.bourse.lu and any refund of amounts paid by such investor shall be made in accordance with the refund rules and procedures of the relevant Initial Authorised Offeror.

To participate in the offer of the Notes, each prospective investor should contact an Initial Authorised Offeror through its usual contacts. Investors will not be required to enter into any contractual arrangements directly with the Issuer in order to subscribe for or purchase the Notes.

Details of the minimum and/or maximum amount of application:

Not Applicable

Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants

Not Applicable

Details of the method and time limits for paying up and delivering the Notes:

The Notes will be issued on or around the Issue Date against payment to the Issuer of the net subscription moneys through the Dealer.

The date of delivery of the Notes to the investors' respective book-entry securities accounts will vary depending on the period during which the offer of the Notes is accepted by the relevant investor. The Issuer estimates that the Notes will be delivered on or around the date specified for the relevant period under the heading "Settlement Date" as specified in the table under "Offer Price" above.

Manner in and date on which results of the offer and the Additional Settlement Date(s) (if relevant) are to be made public:

The exact Aggregate Nominal Amount of Notes to be issued will be determined by the Issuer, taking into account the prevailing market conditions and demand for the Notes and will be published on the website of the Luxembourg Stock Exchange at www.bourse.lu at the end of the Offer Period.

Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:

Not Applicable

Whether tranche(s) have been reserved for certain countries:

Not Applicable

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:

In case of oversubscription (i.e. aggregate subscriptions for the Notes exceeding NZD 100,000,000), the subscription of each investor shall be reduced proportionally by the relevant Initial Authorised Offeror (within the allocation of Notes to such Initial Authorised Offeror) in multiples of NZD 2,000 in accordance with the allocation rules and procedures of such Initial Authorised Offeror. As soon as practicable after the end of the Offer Period, investors will be notified of their allocation of Notes by the relevant Initial Authorised Offeror, only if they will not be allocated 100.00 per cent. of the Notes for which they have subscribed. Dealings in the Notes may not begin before notification is made to all investors.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

A distribution fee of 0.25 per cent. per Specified Denomination is included in the Issue Price. A foreign exchange rate commission (which is usually 1.00 per cent. of the foreign exchange rate applied on the relevant payment date) could be charged to the investors. Depending on the arrangements between the investors and the branch of the respective Initial Authorised Offeror, a deviation from this foreign exchange rate commission could be possible.

For details of taxes applicable to investors, see the section entitled "Belgium" under "Taxation" in the Base Prospectus. The Issuer is not aware of any other expenses and/or taxes charged to the investor relating to the Notes. Investors should ascertain from the relevant Initial Authorised Offeror whether there are any other expenses and/or taxes relating to the subscription for the Notes.

Name(s) and addresses, to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

The financial intermediaries identified in or in the manner specified in paragraph 40 (Public Offer Consent)

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

CBC Banque SA
Avenue Albert 1er 60, B-5000
Namur, Belgium

12. OPERATIONAL INFORMATION:

- | | |
|--|----------------|
| (i) ISIN: | XS2107612330 |
| (ii) Common Code: | 210761233 |
| (iii) CFI: | Not Applicable |
| (iv) FISN: | Not Applicable |
| (v) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and | Not Applicable |

- the relevant identification number(s):
- (vi) Delivery: Delivery against payment
- (vii) Agent: Banque Internationale à Luxembourg S.A
- (viii) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (ix) 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.
- (x) Relevant Benchmark[s]: Not Applicable