



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°3**”) 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°3 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**”) and as supplemented by the supplement dated 9 September 2015 (the “**Supplement N°2**”) (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°3.

This Supplement N°3 has been approved by the Luxembourg *Commission de Surveillance du Secteur Financier* (the “**CSSF**”), as competent authority under the Prospectus Directive. This Supplement N°3 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°3 and declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement N°3 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. Amendments to the information contained in the Wholesale Base Prospectus

Article 3 (2) (b) of the Law of the Grand Duchy of Luxembourg dated 11 January 2008 relating to the transparency requirements for issuers of securities (*Loi du 11 janvier 2008 relative aux obligations de transparence sur les émetteurs de valeurs mobilières*) (the “**Luxembourg Transparency Law**”) requires that the profit and loss account for the first six months of the financial year in question shall include comparative information for the comparable period for the preceding financial year. The CSSF informed the Issuer that the information in relation to the profit and loss account included in the “*Unaudited semi-annual accounts as at 30 June 2015*” (the “**Unaudited semi-annual accounts**”) of the Issuer which was published on 11 August 2015 does not comply with the requirements of the Luxembourg Transparency Law in respect of the requirements relating to the profit and loss account and the CSSF requested that the Unaudited semi-annual accounts of the Issuer be adapted to correct the aforementioned non-compliance. As a consequence, the Issuer

¹ <https://www.kbc.com/MISC/D9e01/~E/~KBCCOM/~BZJ47O7/~BZIZTPN/BZJ0507/BZJ06PN>

amended its Unaudited semi-annual accounts by including comparative information in relation to its profit and loss account concerning the period ended 30 June 2014 (instead of the period ended 31 December 2014).

In accordance with the above, the section “*Documents incorporated by reference*” on page 68 of the Wholesale Base Prospectus and the section “*Specific items contained in the ‘Documents Incorporated by Reference’*” on page 68 of the Wholesale Base Prospectus are amended as described below.

a) The section *Documents incorporated by reference* on page 68 of the Wholesale Base Prospectus will be supplemented by adding the following limb to the list of documents which are incorporated in and form part of the Wholesale Base Prospectus

(g) “*unaudited financial statements of the Issuer for the six months ended on 30 June 2015, set out in the document “Unaudited semi-annual accounts as at 30 June 2015” as adapted and amended by the Issuer and as currently published on the website at www.kbc.com*”².

b) The following sub-section of the *Specific items contained in “Documents Incorporated by Reference”* on page 68 of the Wholesale Base Prospectus shall be deemed to be deleted

Unaudited Interim financial report for the half year to June 30, 2015 of the Issuer

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and replaced by the following text:

Unaudited Interim financial report for the half year to June 30, 2015 of the Issuer as adapted and amended by the Issuer

Management report	3
Balance sheet	5
Profit and loss account	7
Notes to the semi-annual accounts	8

II. General

Save as disclosed in this Supplement N°3, there has been no significant new factor, material mistake or inaccuracy since 9 September 2015, the date of the publication of the Supplement N°2.

Copies of this Supplement N°3 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°3 and (b) any statement in, or incorporated by reference into, the Wholesale Base Prospectus, the statements in (a) above will prevail.

30 September 2015

²https://multimediafiles.kbcgroup.eu/ng/published/KBCCOM/PDF/IFIMA_semi_annual_report_1H2015.pdf?

³<https://www.kbc.com/MISC/D9e01/~E/~KBCCOM/~BZJ47O7/~BZIZTPN/BZJ0507/BZJ06PN>