

Final Terms dated 24 July 2014

KBC Group NV

**Issue of EUR 100,000,000 Callable Fixed Rate Reset Notes due July 2029
under the EUR 2,000,000,000
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 set forth in the Base Prospectus dated 15 July 2014 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the Issuer’s website (www.kbc.com) and copies may be obtained during normal business hours at the registered office of the Issuer.

1	(i) Series Number:	G00001
	(ii) Tranche Number:	1
	(iii) Date on which Notes will be consolidated and form a single Series	Not Applicable
2	Currency:	EUR
3	Aggregate Nominal Amount:	EUR 100,000,000
	(i) Series:	EUR 100,000,000
	(ii) Tranche:	EUR 100,000,000
4	Issue Price:	98.8 per cent. of the Aggregate Nominal Amount
5	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 100,000 in excess thereof
	(ii) Calculation Amount:	EUR 100,000
6	(i) Issue Date:	24 July 2014
	(ii) Interest Commencement Date:	Issue Date
7	Maturity Date:	Interest Payment Date falling in July 2029
8	Interest Basis:	3.125 per cent. to be reset on 24 July 2024 Fixed Rate Reset
9	Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the

		Maturity Date at 100 per cent. of their nominal amount.
10	Change of Interest Basis:	Not Applicable
11	Issuer Call Option:	Applicable (further particulars specified below)
12	Status of the Notes:	Subordinated Tier 2 Notes

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	Fixed Rate Note Provisions	Not Applicable
14	Fixed Rate Reset Note Provisions	Applicable
	(i) Initial Rate of Interest:	3.125 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	24 July in each year from and including 24 July 2015 up to and including 24 July 2029
	(iii) First Reset Date:	24 July 2024
	(iv) Second Reset Date:	Not Applicable
	(v) Subsequent Reset Date(s):	Not Applicable
	(vi) Reset Determination Date:	Two Business Days prior to the First Reset Date
	(vii) Mid-Swap Rate:	Annualised
	(viii) Swap Rate Period:	5 years
	(ix) Relevant Screen Page:	Reuters Screen ISDAFIX2 Page at 11.00 a.m. (Central European Time) under the heading "EURIBOR BASIS – EUR" and above the caption "11:00AM FRANKFURT"
	(x) Margin(s):	+ 1.90 per cent. per annum
	(xi) Fixed Coupon Amount in respect of the period from (and including) the Interest Commencement Date up to (but excluding) the First Reset Date:	EUR 3,125 per Calculation Amount
	(xii) Broken Amount(s):	Not Applicable
	(xiii) Day Count Fraction:	Actual/Actual ICMA
	(xiv) Determination Dates:	24 July in each year
15	Floating Rate Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16	Tax Event	
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	Notice periods for Condition 4 (b):	Minimum period: 30days Maximum period: 60days
17	Capital Disqualification Event	
	Notice periods for Condition 4 (c):	Minimum period: 30 Maximum period: 60
18	Capital Disqualification Event Variation	Applicable
19	Issuer Call Option	Applicable
	(i) Optional Redemption Date(s):	24 July 2024
	(ii) Optional Redemption Amount(s):	Early Redemption Amount
	(iii) If redeemable in part:	Not Applicable
	(a) Minimum Callable Amount:	Not Applicable
	(b) Maximum Callable Amount:	Not Applicable
	(iv) Notice period:	Minimum period: 30 Maximum period: 60
20	Final Redemption Amount	100 per cent. per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) payable on redemption following a Tax Event, following a Capital Disqualification Event (in the case of Subordinated Tier 2 Notes) or on event of default or other early redemption:	100 per cent. per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES


22 **Form of Notes:** Dematerialised form

THIRD PARTY INFORMATION

The Issuer accepts responsibility for the information contained in these Final Terms. The brief explanation on the meaning of the ratings in paragraph 2 of Part B of these Final Terms (the "Reference Information") has been extracted from www.standardandpoors.com (the "Relevant Website"). 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 Website, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

Signed on behalf of the Issuer:

By: 
Duly authorised
Dirk Van Damme
Head Debt Capital Markets

By: 
Duly authorised
Frederik Vyncke

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Brussels with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR 10,600

2 RATINGS

The Notes to be issued are expected to be rated: Standard & Poor's Credit Market Services Italy Srl. ("S&P"): BBB

S&P is established in the EU and registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**"). As defined by S&P a BBB rating exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

4 YIELD

Not Applicable

5 HISTORIC INTEREST RATES (*Floating Rate Notes only*)

Not Applicable

6 OPERATIONAL INFORMATION

- (i) ISIN: BE0002475508
- (ii) Common Code: 109067342
- (iii) Any clearing system(s) other than the Securities Settlement System, Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable.
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Agent(s) (if any): Not Applicable
- (vi) Name and address of the Not Applicable

Calculation Agent

(vii) Intended to be held in a manner which would allow Eurosystem eligibility: Yes, provided that Eurosystem eligibility criteria have been met.

7 **DISTRIBUTION**

(i) Method of distribution Non-syndicated

(ii) If syndicated:

(A) Names and addresses of Dealers and underwriting commitments/quotas: Not Applicable

(B) Date of [Subscription] Agreement: Not Applicable

(C) Stabilising manager(s) (if any): Not Applicable

(iii) If non-syndicated, name and address of Dealers: Goldman Sachs International, 133 Fleet Street, London EC4A 2BB

(iv) US Selling Restrictions Reg. S Category 2; TEFRA not applicable

(v) Additional selling restrictions: Not Applicable

Final Terms dated 01 August 2014

KBC Group NV

Issue of EUR 50,000,000 Callable Fixed Rate Reset Notes due July 2029

under the EUR 2,000,000,000

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 set forth in the Base Prospectus dated 15 July 2014 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the Issuer’s website (www.kbc.com) and copies may be obtained during normal business hours at the registered office of the Issuer.

1	(i) Series Number:	G00001
	(ii) Tranche Number:	2
	(iii) Date on which Notes will be consolidated and form a single Series	The Notes will be consolidated and form a single Series with the EUR 100,000,000 Callable Fixed Rate Reset Notes due July 2029 issued on 24 July 2014 on the Issue Date.
2	Currency:	EUR
3	Aggregate Nominal Amount:	EUR 50,000,000
	(i) Series:	EUR 150,000,000
	(ii) Tranche:	EUR 50,000,000
4	Issue Price:	98.748 per cent. of the Aggregate Nominal Amount plus EUR 34,246.58 accrued interest from 24 July 2014
5	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 100,000 in excess thereof
	(ii) Calculation Amount:	EUR 100,000
6	(i) Issue Date:	01 August 2014
	(ii) Interest Commencement Date:	24 th July 2014
7	Maturity Date:	Interest Payment Date falling in July 2029
8	Interest Basis:	3.125 per cent. to be reset on 24 July 2024 Fixed Rate Reset
9	Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal

		amount.
10	Change of Interest Basis:	Not Applicable
11	Issuer Call Option:	Applicable (further particulars specified below)
12	Status of the Notes:	Subordinated Tier 2 Notes

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	Fixed Rate Note Provisions	Not Applicable
14	Fixed Rate Reset Note Provisions	Applicable
	(i) Initial Rate of Interest:	3.125 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	24 July in each year from and including 24 July 2015 up to and including 24 July 2029
	(iii) First Reset Date:	24 July 2024
	(iv) Second Reset Date:	Not Applicable
	(v) Subsequent Reset Date(s):	Not Applicable
	(vi) Reset Determination Date:	Two Business Days prior to the First Reset Date
	(vii) Mid-Swap Rate:	Annualised
	(viii) Swap Rate Period:	5 years
	(ix) Relevant Screen Page:	Reuters Screen ISDAFIX2 Page at 11.00 a.m. (Central European Time) under the heading "EURIBOR BASIS – EUR" and above the caption "11:00AM FRANKFURT"
	(x) Margin(s):	+ 1.90 per cent. per annum
	(xi) Fixed Coupon Amount in respect of the period from (and including) the Interest Commencement Date up to (but excluding) the First Reset Date:	EUR 3,125 per Calculation Amount
	(xii) Broken Amount(s):	Not Applicable
	(xiii) Day Count Fraction:	Actual/Actual ICMA
	(xiv) Determination Dates:	24 July in each year
15	Floating Rate Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16	Tax Event	
	Notice periods for Condition 4 (b):	Minimum period: 30days

		Maximum period: 60days
17	Capital Disqualification Event	
	Notice periods for Condition 4 (c):	Minimum period: 30 days Maximum period: 60 days
18	Capital Disqualification Event Variation	Applicable
19	Issuer Call Option	Applicable
	(i) Optional Redemption Date(s):	24 July 2024
	(ii) Optional Redemption Amount(s):	Early Redemption Amount
	(iii) If redeemable in part:	Not Applicable
	(a) Minimum Callable Amount:	Not Applicable
	(b) Maximum Callable Amount:	Not Applicable
	(iv) Notice period:	Minimum period: 30 days Maximum period: 60 days
20	Final Redemption Amount	100 per cent. per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) payable on redemption following a Tax Event, following a Capital Disqualification Event (in the case of Subordinated Tier 2 Notes) or on event of default or other early redemption:	100 per cent. per Calculation Amount

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Brussels with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR 10,600

2 RATINGS

The Notes to be issued are expected to be rated: Standard & Poor's Credit Market Services Italy Srl. ("S&P"): BBB

S&P is established in the EU and registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**"). As defined by S&P a BBB rating exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

4 YIELD

Not Applicable

5 HISTORIC INTEREST RATES (*Floating Rate Notes only*)

Not Applicable

6 OPERATIONAL INFORMATION

- (i) ISIN: ISIN BE0002475508
- (ii) Common Code: Common Code 109067342
- (iii) Any clearing system(s) other than the Securities Settlement System, Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable.
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Agent(s) (if any): Not Applicable
- (vi) Name and address of the Not Applicable

Calculation Agent

- (vii) Intended to be held in a manner which would allow Eurosystem eligibility:
- Yes, provided that Eurosystem eligibility criteria have been met.

7 **DISTRIBUTION**

- (i) Method of distribution Non-syndicated
- (ii) If syndicated:
- (A) Names and addresses of Dealers and underwriting commitments/quotas: Not Applicable
- (B) Date of [Subscription] Agreement: Not Applicable
- (C) Stabilising manager(s) (if any): Not Applicable
- (iii) If non-syndicated, name and address of Dealers: Goldman Sachs International, 133 Fleet Street, London EC4A 2BB
- (iv) US Selling Restrictions Reg. S Category 2; TEFRA not applicable
- (v) Additional selling restrictions: Not Applicable

EXECUTION VERSION

Final Terms dated 2 February 2015

KBC Group NV

Issue of EUR 25,000,000 Callable Fixed Rate Reset Notes due July 2029

under the EUR 2,000,000,000

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 set forth in the Base Prospectus dated 15 July 2014 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the Issuer’s website (www.kbc.com) and copies may be obtained during normal business hours at the registered office of the Issuer.

1	(i) Series Number:	G00001
	(ii) Tranche Number:	3
	(iii) Date on which Notes will be consolidated and form a single Series	The Notes will be consolidated and form a single Series with the EUR 100,000,000 Callable Fixed Rate Reset Notes due July 2029 issued on 24 July 2014 and EUR 50,000,000 Callable Fixed Rate Reset Notes due July 2029 issued on 1 August 2014 on the Issue Date.
2	Currency:	EUR
3	Aggregate Nominal Amount:	EUR 25,000,000
	(i) Series:	EUR 175,000,000
	(ii) Tranche:	EUR 25,000,000
4	Issue Price:	103.931 per cent. of the Aggregate Nominal Amount plus EUR 413,099.32 accrued interest from 24 July 2014
5	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 100,000 in excess thereof
	(ii) Calculation Amount:	EUR 100,000
6	(i) Issue Date:	2 February 2015
	(ii) Interest Commencement Date:	24 July 2014
7	Maturity Date:	Interest Payment Date falling in July 2029
8	Interest Basis:	3.125 per cent. to be reset on 24 July 2024 Fixed Rate Reset

EXECUTION VERSION

9	Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
10	Change of Interest Basis:	Not Applicable
11	Issuer Call Option:	Applicable (further particulars specified below)
12	Status of the Notes:	Subordinated Tier 2 Notes

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	Fixed Rate Note Provisions	Not Applicable
14	Fixed Rate Reset Note Provisions	Applicable
	(i) Initial Rate of Interest:	3.125 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	24 July in each year from and including 24 July 2015 up to and including 24 July 2029
	(iii) First Reset Date:	24 July 2024
	(iv) Second Reset Date:	Not Applicable
	(v) Subsequent Reset Date(s):	Not Applicable
	(vi) Reset Determination Date:	Two Business Days prior to the First Reset Date
	(vii) Mid-Swap Rate:	Annualised
	(viii) Swap Rate Period:	5 years
	(ix) Relevant Screen Page:	Reuters Screen ISDAFIX2 Page at 11.00 a.m. (Central European Time) under the heading "EURIBOR BASIS – EUR" and above the caption "11:00AM FRANKFURT"
	(x) Margin(s):	+ 1.90 per cent. per annum
	(xi) Fixed Coupon Amount in respect of the period from (and including) the Interest Commencement Date up to (but excluding) the First Reset Date:	EUR 3,125 per Calculation Amount
	(xii) Broken Amount(s):	Not Applicable
	(xiii) Day Count Fraction:	Actual/Actual ICMA
	(xiv) Determination Dates:	24 July in each year
15	Floating Rate Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

EXECUTION VERSION

16	Tax Event	
	Notice periods for Condition 4 (b):	Minimum period: 30days Maximum period: 60days
17	Capital Disqualification Event	
	Notice periods for Condition 4 (c):	Minimum period: 30 days Maximum period: 60 days
18	Capital Disqualification Event Variation	Applicable
19	Issuer Call Option	Applicable
	(i) Optional Redemption Date(s):	24 July 2024
	(ii) Optional Redemption Amount(s):	Early Redemption Amount
	(iii) If redeemable in part:	Not Applicable
	(a) Minimum Callable Amount:	Not Applicable
	(b) Maximum Callable Amount:	Not Applicable
	(iv) Notice period:	Minimum period: 30 days Maximum period: 60 days
20	Final Redemption Amount	100 per cent. per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) payable on redemption following a Tax Event, following a Capital Disqualification Event (in the case of Subordinated Tier 2 Notes) or on event of default or other early redemption:	100 per cent. per Calculation Amount

PART B – OTHER INFORMATION

- 1 **LISTING AND ADMISSION TO TRADING**
- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Brussels with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR 7,150
- 2 **RATINGS**
- The Notes to be issued are expected to be rated: Standard & Poor’s Credit Market Services Italy Srl. (“S&P”): BBB-
- S&P is established in the EU and registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**"). As defined by S&P a BBB rating exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.
- 3 **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**
- So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.
- 4 **YIELD**
- Not Applicable
- 5 **HISTORIC INTEREST RATES (Floating Rate Notes only)**
- Not Applicable
- 6 **OPERATIONAL INFORMATION**
- (i) ISIN: BE0002475508
- (ii) Common Code: 109067342
- (iii) Any clearing system(s) other than the Securities Settlement System, Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme* and the relevant identification number(s): Not Applicable.
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Agent(s) (if any): Not Applicable
- (vi) Name and address of the Not Applicable

EXECUTION VERSION

Calculation Agent

- (vii) Intended to be held in a manner which would allow Eurosystem eligibility:
- Yes, provided that Eurosystem eligibility criteria have been met.

7

DISTRIBUTION

- (i) Method of distribution Non-syndicated
- (ii) If syndicated:
- (A) Names and addresses of Dealers and underwriting commitments/quotas: Not Applicable
- (B) Date of [Subscription] Agreement: Not Applicable
- (C) Stabilising manager(s) (if any): Not Applicable
- (iii) If non-syndicated, name and address of Dealers: J.P. Morgan Securities plc, 25 Bank Street, Canary Wharf, London E14 5JP, United Kingdom
- (iv) US Selling Restrictions Reg. S Category 2; TEFRA not applicable
- (v) Additional selling restrictions: Not Applicable