



**AXA Bank Belgium**

Ratings of the Issuer :

Standard & Poor's: A-/A-2/Negative outlook

Moody's: A2/P-1/Negative outlook

**Global**

**EUR 1,000,000,000**

**Multi-currency Short Term  
Certificates of Deposit Programme**

The Programme is not rated

**Arranger**



**BNP PARIBAS  
FORTIS**

**Dealers**

**AXA Bank Belgium**

**BNP Paribas Fortis SA/NV**

**Issuing and Paying Agent**

**BNP Paribas Fortis SA/NV**

This First supplemental information memorandum is dated 28 November 2019 (the “**First Supplemental Information Memorandum**”) and is supplemental to, and shall be read in conjunction with, the informative document dated 8 September 2017 (the “**Information Memorandum**”).

Unless otherwise defined herein, terms defined in the Information Memorandum have the same respective meanings when used in this First Supplemental Information Memorandum.

As of the date of this First Supplemental Information Memorandum:

- (i) In Section 3, *Warning*, on page 6, the word ‘*bonds*’ is replaced by the word ‘*Certificates of Deposit*’;
- (ii) The paragraph 2.16a of the section entitled ‘*Rating of the Issuer*’ is hereby amended and replaced entirely by the following:  
  
“2.16a Rating of the Issuer:  
Actual ratings:  
Standard & Poor’s: A-/A-2/Negative outlook  
Moody’s: A2/P-1/Negative outlook.”;
- (iii) In Appendix 3: Terms and Conditions, under “20. *Notices*”, on page 30, the Issuer contact details are amended and replaced by the following :  
  
“AXA Bank Belgium  
Troonplein 1  
B-1000 Brussels  
Belgium  
E-Mail: jeanphilippe.guigon@axa.be  
Phone : +32 (0)2 678 69 82  
Attn: Treasury Desk Jean-Philippe Guigon”; and
- (iv) The First Supplemental Information Memorandum shall not circulate separately from the Information Memorandum as supplemented (the First Supplemental Information Memorandum being hereby subject to the same distribution restrictions as the ones specified in the Information Memorandum) and any reference to the Information Memorandum specified in the Information Memorandum shall be construed as a reference to the Information Memorandum as supplemented by this First Supplemental Information Memorandum.

*Potential investors are invited to read the Information Memorandum (as supplemented), and in particular the Conditions and the selling restrictions, prior to investing.*

*Nevertheless, a decision to invest in Certificates of Deposit should not be made on the sole basis of this document and should only be made (by the potential investor) after a careful analysis of all its features and risks (including the ones on the Issuer), by taking into account its own financial, accounting, and tax situation (and the possible related impacts of purchasing Certificates of Deposit) and its own objectives, experience, financial and operational resources and other relevant circumstances, and after having obtained all necessary information and advice from professional advisers (including legal, accounting, and tax advisers) if the potential investor estimates such advice is necessary.*

*The potential investor should conduct its own analysis, using such assumptions as it deems appropriate and performing all the checks it would estimate as necessary, and should fully consider other available information, including any risk factor, in order to make an informed assessment of the Certificates of Deposit and of the Issuer and to make an independent determination of the suitability, risks, and consequences of such instrument for the potential investor.*

*Potential investors are invited to read the latest available version of the rulebook of the NBB (as published by the NBB on its website [www.nbb.be](http://www.nbb.be)) for more information and details on the way of working and related constraints of the Clearing System for the clearing of the Treasury Notes.*

## 2. INFORMATION CONCERNING THE ISSUER

### 2.A Information concerning the Issuer

2.1a	<b>Legal name</b>	AXA Bank Belgium
2.2a	<b>Legal form/status</b>	A public company with limited liability ( <i>société anonyme / naamloze vennootschap</i> ) under Belgian Law.
2.3a	<b>Date of incorporation/establishment</b>	27 August 1881
2.4a	<b>Registered office</b>	Troonplein 1, B-1000 Brussels
2.5a	<b>Registration number, place of registration</b>	Registered at the “ <i>Rechtspersonenregister / Registre des Personnes Morales</i> ”, Brussels, under enterprise number BE0.404.476.835
	<b>Legal Entity Identifier (LEI)</b>	LSGM84136ACA92XCN876
2.6a	<b>Company’s purpose</b>	The Issuer’s object is to carry out all transactions that are consistent and in accordance with the laws and regulations applicable to credit institutions. It can carry out all financial transactions, a.o the collection of capitals, in whichever way these are repayable, granting credits and credit loans backed by a mortgage or the deposit of values, for its own account and for the account of third parties. It can finance transactions on account, grant loans and credits, a.o. backed by a floating charge, and carry out transactions at discount and re-discount. It can exercise all activities, carry out or found all businesses and execute all transactions that are, directly or indirectly connected with its object and the nature of which is to promote its realization, as all businesses or transactions that can be carried out or organized by way of service to its clients, a.o. in the area of insurance. It can carry out all investments in view of the best use of its funds or those that have been entrusted to it. It can, subject to approval by the general meeting of shareholders, merge with other companies with a similar object, according to such terms considered to be the most suitable.
2.7a	<b>Summarised description of current activities</b>	The Issuer is a member of the AXA Group. Its objective is to complement its Financial Protection offering with a range of simple and attractive banking products, mainly offered through a network of independent agents and over the internet. Furthermore, the Issuer offers market-related services to the AXA Group.
2.8a	<b>Capital or equivalent</b>	At the date of this First Supplemental Information Memorandum, the issued fully paid share capital amounted to EUR 636.300.000 represented by 461.133.591 ordinary shares in registered form, without nominal value (for updates, please see Documents Incorporated by Reference on page 8 of the Information Memorandum).
2.9a	<b>List of main shareholders</b>	According to the information received by the Issuer, at the date of this First Supplemental Information Memorandum, the list of

its shareholders with a stake in the capital of the Issuer of more than 5% is as follows:

AXA S.A. (100%)

(for updates, please see Documents Incorporated by Reference on page 8 of the Information Memorandum).

2.10a **Listing of the shares of the Issuer**

As of the date of this First Supplemental Information Memorandum, the shares of the Issuer are not listed (for updates, please see Documents Incorporated by Reference on page 5 of the Information Memorandum).

2.11a **List of the members of the Board of Directors, or of the Supervisory Board and of the Directory**

As of the date of this First Supplemental Information Memorandum:

**Board of Directors**

Jef Van In Chairman

Peter Devlies

Philippe Rucheton

Michael Jonker

Patrick Keusters

Patrick Lemoine

Marie-Cécile Plessix

Benoît Claveranne

Emmanuel Vercoustre

Pieter Desmedt

Jeroen Ghysel

Frank Goossens

Peter Philippaerts

**Management Committee**

Peter Devlies, Chairman

Emmanuel Vercoustre Vice-Chairman

Pieter Desmedt

Jeroen Ghysel

Frank Goossens

Peter Philippaerts

(for updates, please see the incorporation by reference language on page 5 of the Information Memorandum )

2.12a **Accounting method**

Consolidated accounts in IFRS since 2006

2.13a **Accounting year**

Starting on 1 January and ending on 31 December.

2.14a **Fiscal year**

Starting on 1 January and ending on 31 December.

2.15a **Other short term programmes of the Issuer**

None.

2.16a **Rating of the Issuer**

Actual ratings:

Standard & Poor's: A-/A-2/Negative outlook

Moody's: A2/P-1/Negative outlook

### 3. CERTIFICATION OF INFORMATION

#### 3.A Certification concerning the Issuer

3.1a **Persons responsible for the Information Memorandum** AXA Bank Belgium, 1000 Brussels, Troonplein 1, telephone number 32-2-678.69.78, represented by Mr. Emmanuel Vercoustre, vice chairman of the management committee and chief financial officer, and Mr. Olivier Dewell, director treasury & intermediation.

3.2a **Declaration of the person(s) responsible for the Information Memorandum** The undersigned, acting as duly authorised officer of the Issuer, having made all reasonable enquiries confirm that to the best of their knowledge and belief:

- the Information Memorandum as supplemented by this First Supplemental Information Memorandum and any Appendices, or supplements thereof contains all information with respect to the Issuer and the Certificates of Deposit to be issued under this Programme which is material in the context of the Programme;

- the information with respect to the Issuer and the Certificates of Deposit contained in the Information Memorandum as supplemented by this First Supplemental Information is true and accurate in all material respects and is not misleading;

- the opinions and intentions expressed in the Information Memorandum as supplemented by this First Supplemental Information are honestly held; and

- there are no other facts the omission or occurrence of which would, in the context of the Programme and the issuance of Certificates of Deposit thereunder, make any such information or the expression of any such opinions or intentions misleading.

In accordance with the terms of the Treasury Notes Law and the Treasury Notes Decree, the Issuer accepts responsibility for the Information Memorandum and its supplements and updates if any; in particular, the Issuer will be responsible towards interested parties for losses which may occur as an immediate and direct result of the absence or inaccuracy of any matters that allow the potential investors to assess any proposed transaction under the Programme as well as the rights attached to the Certificates of Deposit.

3.3a **Date, place of signature, signature** 28 November 2019, Brussels.

pp Pieter Desmedt



Emmanuel Vercoustre



Olivier Dewell

3.4a **Independent auditors of the Issuer, who have audited the accounts of the Issuer's annual report** PricewaterhouseCoopers Bedrijfsrevisoren CVBA, Woluwedal 18, 1932 Sint-Stevens-Woluwe (Belgium), represented by Mr. Tom Meuleman.

## **PROGRAMME PARTICIPANTS**

### **ISSUER**

**AXA Bank Belgium**  
Troonplein 1  
1000 Brussels  
Belgium  
Attn: Jean-Philippe Guigon  
E-Mail: jeanphilippe.guigon@axa.be  
Phone : +32 (0)2 678 69 82

### **ARRANGER**

**BNP Paribas Fortis SA/NV**  
  
Montagne du Parc / Warandeberg 3, 1000 Brussels  
Belgium  
  
Tel.: +32 (0)2 228 92 09  
Fax.: +32 (0)2 565 98 04  
E-mail: docsecurities.mbc@bnpparibasfortis.com  
Attention: Legal CIB – Capital Markets Securities

### **DEALERS**

**AXA Bank Belgium**  
Tel: +32 2 678 69 42  
  
Attention: CP Desk

**BNP Paribas Fortis SA/NV**  
Tel.: +32 (0)2 565 75 30  
Fax.: +32 (0)2 565 98 29  
Attention: CP Desk

### **ISSUING AND PAYING AGENT - DOMICILIARY AGENT**

**BNP PARIBAS FORTIS SA/NV**  
  
Montagne du Parc / Warandeberg 3, 1000 Brussels  
Belgium  
Tel.: +32 (0)2 565 75 30  
Fax.: +32 (0)2 565 62 56  
E-mail: Cmops.securitiesoperations.cb@bnpparibasfortis.com  
Attention: Back Office