



**SECOND SUPPLEMENT DATED 20 DECEMBER, 2024
TO THE BASE PROSPECTUS DATED 21 JUNE 2024**

BANQUE INTERNATIONALE A LUXEMBOURG, SOCIETE ANONYME

(Incorporated with limited liability in Luxembourg)

EUR10,000,000,000

Programme for the issue of Euro Medium Term Notes and Warrants

This supplement (the "Second Supplement") is supplemental to, and should be read in conjunction with, the Base Prospectus dated 21 June 2024 (the "Base Prospectus") and the First Supplement dated 5 September 2024 prepared in relation to the EUR 10,000,000,000 Programme for the issue of Euro Medium Term Notes and Warrants of Banque Internationale à Luxembourg, société anonyme. On 21 June 2024, the Commission de Surveillance du Secteur Financier (the "CSSF") approved the Base Prospectus as a base prospectus as competent authority under Regulation (EU) 2017/1129 (the "Prospectus Regulation").

The Base Prospectus has also been approved by the Luxembourg Stock Exchange pursuant to Part IV of the Luxembourg act dated 16 July 2019 on prospectuses for securities (the "Prospectus Act 2019") in respect to the securities to be listed on the Euro MTF Market.

This Second Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 23 (1) of the Prospectus Regulation.

The Issuer accepts responsibility for the information contained in this Second Supplement. The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Second Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Second Supplement.

To the extent that there is any inconsistency between (a) any statement in this Second Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Second Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus and the First Supplement dated 5 September 2024 since the publication of the Base Prospectus.

This Second Supplement as well as the documents incorporated by reference are available on the Luxembourg Stock Exchange's website: "www.luxse.com".

In accordance with Article 23 (2) of the Prospectus Regulation, investors who had already agreed to purchase or subscribe for the securities before the supplement was published and where the securities had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted, have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be the 27th December 2024. Investors should contact their relationship manager for the exercise of the right of withdrawal.

This Second Supplement has been prepared for the purpose of amending and replacing the 4th and 5th paragraphs on page 24 and the 3^d paragraph on page 208:

- Amendments to the **"RISK FACTORS"** section on pages 23 to 26 of the Base Prospectus. The section **"RISK FACTORS RELATING TO THE ISSUER-** heading **"1. "Risks relating to the issuer's activities"** - subheading **"1.1 Credit Risk"** on page 24, paragraphs 4 and 5 are amended and replaced as follows:

The standardised method is also used for the calculation of the weighted operational risks of the Issuer. As at 31 December 2023, the Issuer's total RWAs amounted to EUR 11.8 billion, compared with EUR 10.4 billion at end of 2022.

"Risk Weighted Assets growth of about EUR 1.4 billion between 2022 and 2023 is mainly driven by credit risk. Credit risk growth is related to the credit risk models and commercial loans' portfolio. It should also be mentioned that there is a robust follow-up regarding credit quality of the exposures, whether they are classified as non-performing or if with the forborne status, as follows:"

- Amendments to the **BANQUE INTERNATIONALE A LUXEMBOURG, SOCIETE ANONYME** section on pages 205 to 209 of the Base Prospectus. The subheading **"2023 and 2024 Outlook"** on page 208, paragraph 3 is amended and replaced as follows:

In this challenging context, BIL has risen to these external challenges and continues to ensure that its clients, both corporates, institutionals and individuals, benefit from a robust bank, which supports them in bringing their projects to life and which offers them innovative financial solutions. At the end of 2023, BIL's showcased sound asset quality and solid capital and liquidity indicators. BIL's Common Equity Tier 1 ratio stands at 13.45% after 2023 profit allocation and its Liquidity Coverage Ratio improved compared to 2022, at 174% versus 153%.