



**FIRST SUPPLEMENT DATED 5 SEPTEMBER 2024
TO THE BASE PROSPECTUS DATED 21 JUNE 2024**

BANQUE INTERNATIONALE A LUXEMBOURG, SOCIETE ANONYME

(Incorporated with limited liability in Luxembourg)

EUR 10,000,000,000

Programme for the issue of Euro Medium Term Notes and Warrants

This supplement (the “**First Supplement**”) is supplemental to, and should be read in conjunction with, the Base Prospectus dated 21 June 2024 (the “**Base Prospectus**”) 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 First 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 First Supplement. The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in this First 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 First Supplement.

To the extent that there is any inconsistency between (a) any statement in this First 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 First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

This First 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 Regulation (EU) 2017/1129 paragraph 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 9 September, 2024. Investors should contact their relationship manager for the exercise of the right of withdrawal. This First Supplement provides updated information about the Issuer.

This section supplements page 53 “Documents incorporated by reference” of the Base prospectus.

Documents incorporated by reference :

The unaudited semi-annual report of the Issuer for the six months ended 30 June, 2024 which has previously been published shall be incorporated by reference in, and form part of, this Supplement.

The 2024 semi-annual report is available on: <https://www.bil.com/Documents/brochures/semi-annual-report-2024-en.pdf>

Cross-reference list

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The information contained in our semi-annual report that are not included in the cross-reference list, are either not relevant for investors or covered elsewhere in the prospectus.

The information below will be added to the relevant section on Page 217 “Financial Information” of the Base Prospectus:

Consolidated Statement of Income

The table below sets out summary information extracted from the Issuer's consolidated statement of income for 30 June 2023 and for the six-months period ended 30 June 2024

(in EUR)	30/06/23	30/06/24
	(unaudited)	(unaudited)
REVENUES	374,052,447	362,896,273
EXPENSES	(235,375,176)	(252,853,405)
GROSS OPERATING INCOME	138,677,271	110,042,868
Impairments	(20,662,174)	(17,375,078)
NET INCOME BEFORE TAX	118,015,097	94,423,340
Tax expenses	(15,087,316)	(11,219,236)
NET INCOME	102,927,781	83,204,104

Consolidated balance sheet

The table below sets out summary information extracted from the Issuer's consolidated balance sheet as at 31 December 2023 and 30 June 2024

(in EUR)	31/12/23	30/06/24 (unaudited)
ASSETS		
Cash, balances with central banks and demand deposits	2,981,518,726	2,506,356,578
Financial assets held for trading	19,345,375	27,288,788
Financial investments measured at fair value	581,678,327	747,359,664
<i>Financial investments at fair value through other comprehensive income</i>	550,895,485	714,022,746
<i>Non-trading financial investments mandatorily at fair value through profit or loss</i>	30,782,842	33,336,918
Loans and advances to credit institutions	674,274,516	1,949,797,009
Loans and advances to customers	16,328,530,371	16,589,896,409
Financial investments measured at amortised cost	8,629,112,546	8,959,222,711
Derivatives	547,153,628	577,138,812
Investment property	39,815,961	40,215,961
Property, plant and equipment	108,214,376	102,178,693
Intangible fixed assets and goodwill	398,800,773	391,651,357
Current tax assets	953,109	1,024,057
Deferred tax assets	128,102,833	121,688,381
Other assets	97,756,938	83,243,089
TOTAL ASSETS	30,535,257,479	32,097,061,509
LIABILITIES		
(in EUR)	31/12/23	30/06/24 (unaudited)
Amounts due to credit institutions	3,720,728,528	4,836,727,249
Amounts due to customers	18,455,039,645	18,545,397,174
Other financial liabilities	25,908,177	23,175,655

Financial liabilities measured at fair value through profit or loss	2,836,485,340	2,940,935,662
<i>Liabilities designated at fair value</i>	2,836,485,340	2,940,935,662
Derivatives	316,493,915	292,086,929
Debt securities	2,034,068,527	2,409,721,821
Subordinated debts	345,756,383	344,277,422
Provisions and other obligations	54,265,447	51,234,876
Current tax liabilities	1,063,915	4,876,311
Deferred tax liabilities	11,214,380	12,168,357
Other liabilities	320,867,001	265,728,211
TOTAL LIABILITIES	28,121,891,258	29,726,329,667
TOTAL SHAREHOLDERS' EQUITY	2,413,366,221	2,370,731,842
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	30,535,257,479	32,097,061,509

The “GENERAL INFORMATION” section 2 on page 329 of the base prospectus of the Base Prospectus is hereby deleted and replaced with the following:

There has been no significant change in the financial position and financial performance of the BIL Group since 30 June 2024 and there has been no material adverse change in the prospects of the Issuer or the BIL Group since 31 December 2023.