

**MiFID II PRODUCT GOVERNANCE** – Solely for the purposes of the product approval process of each Manufacturer (i.e., each person deemed a manufacturer for purposes of the EU Delegated Directive 2017/593, hereinafter referred to as a “Manufacturer”), the target market assessment in respect of the Notes as of the date hereof has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients each as defined in Directive 2014/65/EU (as amended, “MiFID II”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate – investment advice, portfolio management, non-advised sales and pure execution services – subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a “Distributor”) should take into consideration each Manufacturer’s target market assessment. A distributor subject to MiFID II is, however, responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining each Manufacturer’s target market assessment) and determining appropriate distribution channels.

**Final Terms dated 30 August 2024**

**Belfius Financing Company**

Issue of Belfius Financing Company (LU) Fixed Rate Be=Loved Bond 09/2024 – 09/2025 3.10%  
 Guaranteed by Belfius Bank SA/NV  
 under the

**Belfius Financing Company**

and

**Belfius Bank SA/NV**

**Notes Issuance Programme**

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in this base prospectus dated 21 May 2024 (the “**Base Prospectus**”), which constitutes a base prospectus for the purposes of the Prospectus Regulation (Regulation (EU) 2017/1129) (the “**Prospectus Regulation**”). **This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with such Base Prospectus and any supplement thereto.** These Final Terms and this Base Prospectus together constitute the Programme for the Tranche. Full information on the Issuer, the Guarantor 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 is available for inspection at the office of the Guarantor, the office of the Issuer and the website [www.belfius.be](http://www.belfius.be). A summary of the offer of the Notes is provided in an annex to the Final Terms.

1	(i) Issuer:	Belfius Financing Company
	(ii) Guarantor:	Belfius Bank SA/NV
	(iii) Calculation Agent:	Belfius Bank SA/NV
2	(i) Series Number:	1161
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	EUR
4	Maximum Amount:	
	(i) Series:	Not Applicable
	(ii) Tranche:	EUR 750,000,000
5	Minimum Amount:	
	(i) Series:	EUR 3,000,000
	(ii) Tranche:	Not Applicable

6	Offering Period:	From 2 September 2024 until 15 September 2024 (21:00 Brussels time, except in case of early closing)
7	Issue Price:	100 per cent.
8	Denominations:	EUR 1,000
9	Issue Date:	19 September 2024
10	Maturity Date:	19 September 2025
11	Interest Basis:	3.10 per cent. Fixed Rate (further particulars specified below)
12	Redemption/Payment Basis:	Redemption at par
13	Change of Interest or Redemption/Payment Basis:	Not Applicable
14	Call Options:	Not Applicable
15	Mandatory Early Redemption:	Not Applicable
16	Status of the Notes:	Senior preferred notes
17	Form of Notes:	Dematerialised Notes
18	New Global Note:	Not Applicable

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

19	Fixed Rate Note Provisions	Applicable
	(i) Fixed Rate:	3.10 per cent. per annum
	(ii) Interest Payment Date(s):	annually on 19 September 2025, subject to adjustment in accordance with the Business Day Convention
	(iii) Business Days:	TARGET Settlement Day
	(iv) Business Day Convention:	Following
	(v) Day Count Fraction:	Actual/Actual-ICMA
	(vi) Interest Period End Date(s):	No Adjustment
20	Floating Rate Note Provisions	Not Applicable
21	Zero Coupon Note Provisions	Not Applicable
22	Variable Linked Rate Note Provisions	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

23	Call Option	Not Applicable
24	Mandatory Early Redemption	Not Applicable
25	Redemption Amount(s) of each Note	EUR 1,000 per Note of EUR 1,000 Denomination
26	Partial Redemption:	Not Applicable

#### **REASONS FOR THE OFFER**

Reasons for the offer:	The Notes constitute Social Notes and Belfius will apply an amount equivalent to the net proceeds exclusively to finance and/or refinance Eligible Social Assets as described in the Social Bond Framework of Belfius. Investors should have regard to the factors described under the section headed “Risk Factors” in the Base
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Prospectus, in particular the risk factor entitled “Risks related to Notes which qualify as “Green Notes” or “Social Notes” which have a particular use of proceeds identified in the applicable Final Terms”.

## DISTRIBUTION

Dealer(s):	Belfius Bank SA/NV
Offer period:	2 September 2024 until 15 September 2024
General consent:	Not Applicable
Other Authorised Offeror terms:	Not Applicable
Total commission and concession:	<p>1. <b>Fees and other costs included in the Issue Price</b>, linked to the structuration and management of the Notes and borne by the investors:</p> <ul style="list-style-type: none"><li>• <b>Upfront fee:</b> Not Applicable</li><li>• <b>One-off product costs:</b> Not Applicable</li><li>• <b>Recurring annual product costs:</b> Maximum 1.00% per annum of the subscribed nominal amount of Notes, <i>i.e.</i> a maximum of 1.00% if the Notes are held until the scheduled Maturity Date.</li></ul> <p>2. <b>Fees and other costs not included in the Issue Price, and borne by the investors:</b></p> <p><b>Brokerage fee:</b> Not Applicable</p>

## OPERATIONAL INFORMATION

ISIN Code:	BE6355112606
Common Code:	288988765
Clearing System(s):	National Bank of Belgium
Principal Paying Agent:	Belfius Bank SA/NV
Paying Agent:	Not Applicable
Relevant Benchmark[s]:	Not Applicable

## SECONDARY MARKET

Applicable	
Maximum Spread:	1.50 per cent
Maximum Commission:	0.60 per cent
Maximum Exit Penalty:	Not Applicable

**RESPONSIBILITY**

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:.....

Duly authorised

Signed on behalf of the Guarantor:

By:.....

Duly authorised