

**THIRD SUPPLEMENT**

**(dated 5 October 2017)**

**to the**

**BASE PROSPECTUS**

**(dated 27 April 2017)**



**CAIXA ECONÓMICA MONTEPIO GERAL,  
caixa económica bancária, S.A.**

**Caixa Económica Bancária (Savings Bank)  
Sociedade Anónima (Public Limited Company)  
Registered Office: Rua Áurea, 219-241, Lisbon  
Share Capital: €2,420,000,000**

**Registered with the Lisbon Commercial Registry Office under the sole commercial registration and  
taxpayer number 500 792 615**

**€5,000,000,000 CONDITIONAL PASS-THROUGH  
COVERED BONDS PROGRAMME  
BASE PROSPECTUS**

This Third Supplement dated 5 October 2017 (the “**Supplement**”) to the Base Prospectus dated 27 April 2017 as supplemented on 18 May 2017 and 25 September 2017 (together, the “**Base Prospectus**”), constitutes a supplement to the Base Prospectus for the purpose of Article 16 of Directive 2003/71/EC (the “**Prospectus Directive**”) prepared in connection with the €5,000,000,000 Conditional Pass-Through Covered Bonds Programme (the “**Programme**”) established by Caixa Económica Montepio Geral (the “**Issuer**”, fully identified in the Base Prospectus). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the “CBI”), as competent authority under the Prospectus Directive. The CBI only approves this supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

Each of the Issuer, the members of its Board of Directors, the members of its General and Supervisory Committee (see “*Executive Board of Directors and Other Governing Bodies of the Issuer*” in the Base Prospectus) and its Statutory Auditor (see “*Executive Board of Directors and Other Governing Bodies of the Issuer*” in the Base Prospectus) hereby declare that in respect of the information included in this Supplement for which they are legally responsible, they accept responsibility for such information and, to the best of their knowledge (each having taken all reasonable care to ensure that such is the case) such information is in accordance with the facts and does not omit anything likely to affect the import of such information. The Issuer accepts responsibility for the information contained herein.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. To the extent that there is any inconsistency between any statement in this Supplement and any other statement in or incorporated by reference in the Base Prospectus, the statements in this Supplement will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

## **I. RISK FACTORS**

1. On page 26 of the Base Prospectus, the second paragraph within the section “**Exposure to the Issuer's credit risk**”, under the Chapter headed “**Risk Factors**” of the Base Prospectus, with the wording:

“As at the date hereof, the Issuer has been rated B3, with a negative outlook (long term rating and senior unsecured) / Caa2 (senior subordinated) / Caa3 (junior subordinated) /NP (short-term) by Moody's Investor Service España, S.A. (“Moody's”), B, with a stable outlook (long term issuer default rating) / B (short-term) by Fitch Ratings Ltd. (“Fitch”) and BB with a rating trend stable (senior long term debt and deposit) / BB (low) with a rating trend stable (subordinated debt) / R-4 with a rating trend stable (short-term debt and deposit) by DBRS Inc. (“DBRS”).” shall be replaced by the following:

“As at the date hereof, the Issuer has been rated B3, with a negative outlook (long term rating and senior unsecured) / Caa2 (senior subordinated) / Caa3 (junior subordinated) /NP (short-term) by Moody's Investor Service España, S.A. (“Moody's”), B, with a stable outlook (long term issuer default rating) / B (short-term) by Fitch Ratings Ltd. (“Fitch”) and BB with a rating trend negative (senior long term debt and deposit) / B (high) with a rating trend negative (subordinated debt) / R-4 with a rating trend stable

(short-term debt and deposit) by DBRS Inc. (“DBRS”).”

## II. DOCUMENTS INCORPORATED BY REFERENCE

2. On page 60 of the Base Prospectus, in the chapter headed “**Documents Incorporated by Reference**” of the Base Prospectus, a new paragraph (c) shall be included with the following:

“(c) the unaudited consolidated results of the Issuer for the first half of 2017 (available at <http://web3.cmvm.pt/sdi/emitentes/docs/PCS65945.pdf>)”

## III. FINAL TERMS OF THE COVERED BONDS

3. On page 67 of the Base Prospectus, in the section headed “**PART A – CONTRACTUAL TERMS**”, under the Chapter headed “**Final Terms of the Covered Bonds**” of the Base Prospectus, paragraphs (i) and (ii) of number 10 “**Interest Basis**” with the wording:

### 10 Interest Basis

- |      |   |   |
|------|---|---|
| (i)  | Period to (and including) Maturity Date (or any other date in which an Issuer Event has occurred)   | [Fixed Rate Notes]<br>[[●] per cent.] [Floating Rate Notes]<br>[[Euribor/Libor] +/- Margin<br>Margin = [●] per cent.] [Zero Coupon]<br><br>(further particulars specified in [17/18/19] below) [Not Applicable]                       |
| (ii) | Period from (but excluding) Maturity Date (or any other date in which an Issuer Event has occurred) up to (and including) Extended Maturity Date: | [[●] per cent. Fixed Rate]<br>[[Euribor/Libor] +/- Margin<br>Margin = [●] per cent.]<br><br>(further particulars specified in [17/18/19] below)<br><br><i>[Insert "Not Applicable" only if Extended Maturity Date does not apply]</i> |

shall be amended as follows:

### 10 Interest Basis

- |     |   |   |
|-----|---|---|
| (i) | Period to (and including) Maturity Date | [Fixed Rate Notes]<br>[[●] per cent.] [Floating Rate Notes]<br>[[Euribor/Libor] +/- Margin<br>Margin = [●] per cent.] [Zero Coupon] |
|-----|---|---|

(further particulars specified in [17/18/19] below) [Not Applicable]

- (ii) Period from (but excluding) Maturity Date up to (and including) Extended Maturity Date:
- [[●] per cent. Fixed Rate] [[Euribor/Libor] +/- Margin  
Margin = [●] per cent.]
- (further particulars specified in [17/18/19] below)
- [Insert "Not Applicable" only if Extended Maturity Date does not apply]*

4. On pages 67 to 69 of the Base Prospectus, in the section headed “**PART A – CONTRACTUAL TERMS**”, under the Chapter headed “**Final Terms of the Covered Bonds**” of the Base Prospectus, number 17 “**Fixed Rate Covered Bonds Provisions**” with the wording:

**17** Fixed Rate Covered Bonds Provisions

- To Maturity Date (or any other date in which an Issuer Event has occurred): [Applicable/Not Applicable] (If not applicable, delete the remaining subparagraphs of this paragraph)
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Applicable/Not Applicable] (If subparagraphs (i) and (ii) not applicable, delete the remaining subparagraphs of this paragraph)  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

(i) Rate [(s)] of Interest:

- To Maturity Date (or any other date in which an Issuer Event has occurred): [●] per cent. per annum [payable [annually/semi-annually/quarterly] in arrears]
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable]/ [●] per cent per annum. [payable[annually/semi-annually/quarterly] in arrear]  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

- (ii) Interest Payment Date(s):
- To Maturity Date (or any other date in which an Issuer Event has occurred): [[●] in each year up to and including the Maturity Date]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable] [[●] in each month up to and including the Extended Maturity Date]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (iii) Fixed Coupon Amount [(s)]:
- To Maturity Date (or any other date in which an Issuer Event has occurred) [[●] per [●] in nominal amount]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable] [[●] per [●] in nominal amount]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (iv) Broken Amount:
- To Maturity Date (or any other date in which an Issuer Event has occurred): [Insert particulars of any initial or final broken interest amounts which do not correspond with the Fixed Coupon Amount [(s)] and the Interest Payment Date(s) to which they relate]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable] [Insert particulars of any initial or final broken interest amounts which do not correspond with the Fixed Coupon Amount [(s)] and the Interest Payment Date(s) to which they relate]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (v) Day Count Fraction [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]
- To Maturity Date (or any other date in which an Issuer Event has occurred): [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]
  - From Maturity Date (or any other date in which [Not Applicable] [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]

an Issuer Event has occurred) up to Extended Maturity Date

*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

(vi) Determination Date(s):

- To Maturity Date (or any other date in which an Issuer Event has occurred):
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date

*[Insert day(s) and month(s) on which interest is normally paid (if more than one, then insert such dates in the alternative)] in each year]*

*[Not Applicable] [Insert day(s) and month(s) on which interest is normally paid (if more than one, then insert such dates in the alternative)] in each year*

*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

shall be amended as follows:

**17** Fixed Rate Covered Bonds Provisions

- To Maturity Date:
- From Maturity Date up to Extended Maturity Date

*[Applicable/Not Applicable] (If not applicable, delete the remaining subparagraphs of this paragraph)*

*[Applicable/Not Applicable] (If subparagraphs (i) and (ii) not applicable, delete the remaining subparagraphs of this paragraph)*

*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

(i) Rate [(s)] of Interest:

- To Maturity Date:
- From Maturity Date up to Extended Maturity Date:

*[●] per cent. per annum payable [annually/semi-annually/quarterly] in arrears, or following an Issuer Event payable monthly in arrears*

*[Not Applicable]/ [●] per cent per annum. payable monthly in arrears*

*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]*

(ii) Interest Payment Date(s):

- To Maturity Date (or any other date in which an Issuer Event has occurred): [[●] in each year up to and including the Maturity Date]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable] [The first Business Day in each month up to and including the Extended Maturity Date]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (iii) Fixed Coupon Amount [(s)]:
- To Maturity Date [[●] per [●] in nominal amount], except if an Issuer Event has occurred, in which case it shall be [[●] per [●] in nominal amount]
  - From Maturity Date up to Extended Maturity Date [Not Applicable] [[●] per [●] in nominal amount]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (iv) Broken Amount:
- To Maturity Date: [Insert particulars of any initial or final broken interest amounts which do not correspond with the Fixed Coupon Amount [(s)] and the Interest Payment Date(s) to which they relate]
  - From Maturity Date up to Extended Maturity Date: [Not Applicable] [Insert particulars of any initial or final broken interest amounts which do not correspond with the Fixed Coupon Amount [(s)] and the Interest Payment Date(s) to which they relate]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (v) Day Count Fraction
- [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]
  - To Maturity Date: [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]
  - From Maturity Date up to Extended Maturity Date [Not Applicable] [30/360 or Actual/Actual (ICMA), in accordance with Condition 4]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date.]
- (vi) Determination Date(s):

- To Maturity Date (or any other date in which an Issuer Event has occurred): *[Insert day(s) and month(s) on which interest is normally paid (if more than one, then insert such dates in the alternative)] in each year]*
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date *[Not Applicable] [The first Business Day in each month up to and including the Extended Maturity Date]*  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Fixed Rate Covered Bonds after the Maturity Date or any other date in which an Issuer Event has occurred].]*

5. On pages 69 to 73 of the Base Prospectus, in the section headed “**PART A – CONTRACTUAL TERMS**”, under the Chapter headed “**Final Terms of the Covered Bonds**” of the Base Prospectus, number 18 “**Floating Rate Covered Bonds Provisions**” with the wording:

**18 Floating Rate Covered Bonds Provisions**

- To Maturity Date (or any other date in which an Issuer Event has occurred): *[Applicable/Not Applicable] (If not applicable, delete the remaining subparagraphs of this paragraph.)*
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date *[Applicable/Not Applicable] (If not applicable, delete the remaining subparagraphs of this paragraph.)*  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(i) Specified Period(s)/Specified Interest Payment Dates:

- To Maturity Date (or any other date in which an Issuer Event has occurred): *[●]*
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date *[Not Applicable]/[●]*  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(ii) Business Day Convention:

- To Maturity Date (or any other date in which an Issuer Event has occurred): *[Floating Rate Convention/ Following Business Day Convention/ Modified Following Business Day Convention/Preceding Business Day]*



- occurred): Convention/other (*give details*)]
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/[Floating Rate Convention/ Following Business Day Convention/ Modified Following Business Day Convention/Preceding Business Day Convention/other (*give details*)] [*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]
- (iii) Additional Business Centre(s):
- To Maturity Date (or any other date in which an Issuer Event has occurred): [●]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/ [●]  
[*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]
- (iv) Manner in which the Rate of Interest and Interest Amount is to be determined:
- To Maturity Date (or any other date in which an Issuer Event has occurred): [Screen Rate Determination/ISDA]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/ [Screen Rate Determination/ISDA Determination/other (*give details*)]  
[*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]
- (v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Calculation Agent):
- To Maturity Date (or any other date in which an Issuer Event has occurred): [●]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/ [●]  
[*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]

(vi) Screen Rate Determination

A. To Maturity Date (or any other date in which an Issuer Event has occurred):

- Reference Rate: [●]
- Interest Determination Date: [●] (*Second London business day prior to start of each Interest Period if LIBOR (other than Sterling or euro LIBOR), first day of each Interest Period if Sterling LIBOR and the second day of on which the TARGET2 System is open prior to the start of each Interest Period if Euribor or euro LIBOR*)
- Relevant Screen Page: [●] (*in the case of Euribor, if not Reuters EURIBOR01 ensure it is a page which shows a composite rate or amend the fallback provisions accordingly*)

B. From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date:

[Not Applicable]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after Maturity Date.]

- Reference Rate: [●]
- Interest Determination Date: [●] (*Second London business day prior to start of each Interest Period if LIBOR (other than Sterling or euro LIBOR), first day of each Interest Period if Sterling LIBOR and the second day of on which the TARGET2 System is open prior to the start of each Interest Period if Euribor or euro LIBOR*)
- Relevant Screen Page: [●] (*in the case of Euribor, if not Reuters EURIBOR01 ensure it is a page which shows a composite rate or amend the fallback provisions accordingly*)

(vii) ISDA Determination:

A. To Maturity Date (or any other date in which an Issuer Event has occurred):

- Floating Rate Option: [●]
- Designated Maturity: [●]
- Reset Date: [●]

- B. From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable]  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*
- Floating Rate Option: [●]
  - Designated Maturity: [●]
  - Reset Date: [●]

(viii) Margin(s):

- To Maturity Date (or any other date in which an Issuer Event has occurred): [●] per cent. per annum
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable]/ [●] per cent. per annum *[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(ix) Minimum Rate of Interest:

- To Maturity Date (or any other date in which an Issuer Event has occurred): [●] per cent. per annum
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable]/ [●] per cent. per annum *[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(x) Maximum Rate of Interest:

- To Maturity Date (or any other date in which an Issuer Event has occurred): [●] per cent. per annum
- From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date: [Not Applicable]/ [●] per cent. per annum *[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(xi) Day Count Fraction:

- To Maturity Date (or any other date in which an Issuer Event has occurred): [Actual/365 Actual/365 (Fixed) Actual/365 (Sterling) Actual/360  
30/360  
30E/360]  
(see Condition 4 (*Interest*) for alternatives)
    - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/ [Actual/365 Actual/365 (Fixed) Actual/365 (Sterling) Actual/360  
30/360  
30E/360] (see Condition 4 (*Interest*) for alternatives)  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*
- (xii) Fall back provisions, rounding provisions and denominator relating to the interest on Floating Rate Covered Bonds:
- To Maturity Date (or any other date in which an Issuer Event has occurred): [•]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/ [•]  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

shall be amended as follows:

**18** Floating Rate Covered Bonds Provisions

- To Maturity Date: [Applicable/Not Applicable] (*If not applicable, delete the remaining subparagraphs of this paragraph.*)
  - From Maturity Date up to Extended Maturity Date [Applicable/Not Applicable] (*If not applicable, delete the remaining subparagraphs of this paragraph.*)  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*
- (i) Specified Period(s)/Specified Interest Payment Dates:

- To Maturity Date (or any other date in which an Issuer Event has occurred): [●]
  - From Maturity Date (or any other date in which an Issuer Event has occurred) up to Extended Maturity Date [Not Applicable]/[The first Business Day in each month up to and including the Extended Maturity Date]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]
- (ii) Business Day Convention:
- To Maturity Date: [Floating Rate Convention/ Following Business Day Convention/ Modified Following Business Day Convention/Preceding Business Day Convention/other (give details)]
  - From Maturity Date up to Extended Maturity Date [Not Applicable]/[Floating Rate Convention/ Following Business Day Convention/ Modified Following Business Day Convention/Preceding Business Day Convention/other (give details)] [State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]
- (iii) Additional Business Centre(s):
- To Maturity Date: [●]
  - From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]
- (iv) Manner in which the Rate of Interest and Interest Amount is to be determined:
- To Maturity Date: [Screen Rate Determination/ISDA]
  - From Maturity Date up to Extended Maturity Date [Not Applicable]/ [Screen Rate Determination/ISDA Determination/other (give details)]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]
- (v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Calculation Agent):

- To Maturity Date: [●]
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●]  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]*

(vi) Screen Rate Determination

A. To Maturity Date:

- Reference Rate: [●]
- Interest Determination Date: [●] *(Second London business day prior to start of each Interest Period if LIBOR (other than Sterling or euro LIBOR), first day of each Interest Period if Sterling LIBOR and the second day of on which the TARGET2 System is open prior to the start of each Interest Period if Euribor or euro LIBOR)*
- Relevant Screen Page: [●] *(in the case of Euribor, if not Reuters EURIBOR01 ensure it is a page which shows a composite rate or amend the fallback provisions accordingly)*

B. From Maturity Date up to Extended Maturity Date:

[Not Applicable]  
*[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after Maturity Date.]*

- Reference Rate: [●]
- Interest Determination Date: [●] *(Second London business day prior to start of each Interest Period if LIBOR (other than Sterling or euro LIBOR), first day of each Interest Period if Sterling LIBOR and the second day of on which the TARGET2 System is open prior to the start of each Interest Period if Euribor or euro LIBOR)*
- Relevant Screen Page: [●] *(in the case of Euribor, if not Reuters EURIBOR01 ensure it is a page which shows a composite rate or amend the fallback provisions accordingly)*

(vii) ISDA Determination:

A. To Maturity Date:

- Floating Rate Option: [●]
- Designated Maturity: [●]
- Reset Date: [●]

B. From Maturity Date up to Extended Maturity Date: [Not Applicable]  
[State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]

- Floating Rate Option: [●]
- Designated Maturity: [●]
- Reset Date: [●]

(viii) Margin(s):

- To Maturity Date: [●] per cent. per annum
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●] per cent. per annum [State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]

(ix) Minimum Rate of Interest:

- To Maturity Date: [●] per cent. per annum
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●] per cent. per annum [State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]

(x) Maximum Rate of Interest:

- To Maturity Date: [●] per cent. per annum
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●] per cent. per annum [State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.]

(xi) Day Count Fraction:

- To Maturity Date: [Actual/365 Actual/365 (Fixed) Actual/365 (Sterling) Actual/360  
30/360  
30E/360]  
(see Condition 4 (*Interest*) for alternatives)
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [Actual/365 Actual/365 (Fixed) Actual/365 (Sterling) Actual/360  
30/360

30E/360] (see Condition 4 (*Interest*) for alternatives)

[*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]

(xii) Fall back provisions, rounding provisions and denominator relating to the interest on Floating Rate Covered Bonds:

- To Maturity Date: [●]
- From Maturity Date up to Extended Maturity Date [Not Applicable]/ [●]  
[*State "Not Applicable" unless Extended Maturity Date applies and the Covered Bonds are Floating Rate Covered Bonds after the Maturity Date.*]

#### IV. GENERAL INFORMATION

6. On page 193 of the Base Prospectus, the paragraph of the section headed “**Significant or material change**”, under the chapter headed “**General Information**” of the Base Prospectus, with the wording:

“Save as disclosed in this Base Prospectus, there has been no significant change in the financial or trading position of the Issuer since 31 March 2017 and there has been no material adverse change in the financial position or prospects of the Issuer since 31 December 2016.” shall be replaced with the following:

“Save as disclosed in this Base Prospectus, there has been no significant change in the financial or trading position of the Issuer since 30 June 2017 and there has been no material adverse change in the financial position or prospects of the Issuer since 31 December 2016.”