

SUPPLEMENT DATED 7 MAY 2019
TO THE BASE PROSPECTUS DATED 25 JUNE 2018



DEXIA CRÉDIT LOCAL

(a *société anonyme* established under the laws of the Republic of France)

\$20,000,000,000

**Guaranteed U.S. Medium Term Note Programme
benefiting from an unconditional and irrevocable first demand guarantee
by the States of Belgium, France and Luxembourg**

This Supplement (the “**Supplement**” or the “**Sixth Supplement**”) is supplemental to, and should be read in conjunction with, the Base Prospectus dated 25 June 2018 (the “**Base Prospectus**”, which term, where the context admits, shall include such Base Prospectus as amended and/or supplemented from time to time including, without limitation, by this Sixth Supplement and all references to this “Base Prospectus” shall be construed accordingly) prepared in relation to the \$20,000,000,000 Guaranteed U.S. Medium Term Note Programme (the “**Programme**”) of Dexia Crédit Local (the “**Issuer**”).

The Base Prospectus does not constitute a prospectus as defined in Article 5.4 of Directive 2003/71/EC (the “**2003 Prospectus Directive**”), as amended by Directive 2010/73/EU (the “**2010 Prospectus Directive**” and, together with the 2003 Prospectus Directive, the “**Prospectus Directive**”), and may be used only for the purpose for which it is published. The purpose of the Base Prospectus in relation to Notes is to give information with respect to the issue of Notes. The Notes will be exempt from the Prospectus Directive pursuant to Article 1.2(d) thereof and the Notes will not be treated as being within the scope of the Prospectus Directive. The Base Prospectus has not been, and will not be, approved by the CSSF as complying with the Prospectus Directive.

The Base Prospectus may not be used for any offering to the public or any admittance to trading on a regulated market of Notes in any jurisdiction which would require the approval and publication of a prospectus under the Prospectus Directive or similar document under applicable law.

The Issuer accepts responsibility for the information contained in this Sixth Supplement. The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Sixth 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 Sixth Supplement.

To the extent that there is any inconsistency between (a) any statement in this Sixth Supplement or any statement incorporated by reference into the Base Prospectus by this Six 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 Sixth 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 Sixth Supplement is available on the Luxembourg Stock Exchange's website (www.bourse.lu).

This Sixth Supplement has been prepared for the purpose of updating the Issuer's information.

Update of the Issuer's information in the section "*Dexia Crédit Local—Recent developments*"

The following paragraph is inserted at the end of the above mentioned section located page 91 of the Information Memorandum:

Dexia and Helaba complete the sale of Dexia Kommunalbank Deutschland

Following the signing of a sale and purchase agreement on 14 December 2018, Dexia Crédit Local, acting through its Dublin branch, and Helaba announced the closing of the sale of Dexia Kommunalbank Deutschland (DKD), Dexia's German banking subsidiary, to Helaba, for a total consideration of EUR 352 million. All regulatory approvals have been obtained.

For Dexia, this transaction accounts for a reduction of about EUR 24 billion of its balance sheet total. The net capital loss resulting from the sale is estimated at EUR -115 million and the impact on solvency ratios is positive and amounts to about 15 bps. Those impacts will be recorded in Dexia's consolidated financial statements for 1H 2019.

Dexia Crédit Local has also terminated, with effect as of the closing date of the sale, the Letters of Support it had issued to DKD.