

SUPPLEMENT DATED 28 JULY 2017

TO THE INFORMATION MEMORANDUM DATED 24 FEBRUARY 2017



DEXIA CRÉDIT LOCAL

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

€30,000,000,000

Guaranteed Euro-Commercial Paper Programme

benefiting from an unconditional and irrevocable first demand guarantee

by the States of Belgium, France and Luxembourg

This Supplement (the “**Supplement**” or the “**Second Supplement**”) is supplemental to, and should be read in conjunction with, the Information Memorandum dated 24 February 2017 (the “**Information Memorandum**”, which term, where the context admits, shall include such Information Memorandum as amended and/or supplemented from time to time including, without limitation, by this Second Supplement and all references to “this **Information Memorandum**” shall be construed accordingly) prepared in relation to the €30,000,000,000 Guaranteed Euro-Commercial Paper Programme (the “**Programme**”) of Dexia Crédit Local (the “**Issuer**”).

The Information Memorandum does not constitute a prospectus as defined in Article 5.4 of Directive 2003/71/EC, as amended by Directive 2010/73/EU (the “**Prospectus Directive**”), and may be used only for the purpose for which it is published. The Information Memorandum constitutes a simplified base prospectus for the purposes of Chapter 2 Part III of the Luxembourg Act dated 10 July 2005 on prospectuses for securities, as amended. The purpose of the Information Memorandum 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 Information Memorandum has not been, and will not be, approved by the *Commission de Surveillance du Secteur Financier* as complying with the Prospectus Directive.

The Information Memorandum may not be used for any offering to the public or any admission 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 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 Information Memorandum 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 or any statement incorporated by reference into the Information Memorandum by this Second Supplement and (b) any other statement in or incorporated by reference into the Information Memorandum, the statements in (a) above will prevail.

Save as disclosed in this Second Supplement, there has been no significant new factor, material mistake or inaccuracy relating to information included in the Information Memorandum since the publication of the Information Memorandum.

This Second Supplement is available on the Luxembourg Stock Exchange's website (www.bourse.lu).

This Second Supplement has been prepared for the purpose of incorporating by reference the Dexia S.A. 21 July 2017 Press Release (as defined below).

Documents incorporated by reference:

Dexia S.A. published, on its website (www.dexia.com), the Press Release dated 21 July 2017 related to the end as from the end of 2021 of the eligibility of wind-down entities, including the Dexia Group and Dexia Crédit Local, as Eurosystem monetary policy counterparties (the "**Press Release**"), which has been filed with the Luxembourg Stock Exchange and such Press Release is incorporated by reference in, and form part of, this Second Supplement.

Copies of documents incorporated by reference in this Second Supplement can be found on the website of Dexia S.A. (www.dexia.com) or obtained from the registered office of the Issuer and the specified office of the Fiscal Agent for the time being. This Second Supplement and the documents incorporated by reference will also be published on the Luxembourg Stock Exchange website (www.bourse.lu). The information provided on the Issuer's and Dexia S.A.'s websites and on the website of the Luxembourg Stock Exchange (other than this Second Supplement) is provided for information purposes only and is not incorporated by reference into, or otherwise included in, this Second Supplement. No representation, warranty or undertaking is made and no responsibility or liability is accepted by the Arranger or the Dealers for the accuracy or completeness of such information.