

**FIFTH SUPPLEMENT DATED 4 FEBRUARY 2020
TO THE BASE PROSPECTUS DATED 25 MARCH 2019**



La Banque Postale

€10,000,000,000 Euro Medium Term Note Programme

This fifth supplement (**the Fifth Supplement**) is supplemental to, and should be read in conjunction with:

(i) the Base Prospectus dated 25 March 2019 (the **Base Prospectus**), the first supplement to the Base Prospectus dated 14 June 2019 (the **First Supplement**), the second supplement to the Base Prospectus dated 1 July 2019 (the **Second Supplement**), the third supplement to the Base Prospectus dated 26 August 2019 (the **Third Supplement**) and the fourth supplement to the Base Prospectus dated 12 December 2019 (the **Fourth Supplement**) together prepared in relation to the €10,000,000,000 Euro Medium Term Note Programme of La Banque Postale (**La Banque Postale** or the **Issuer**). The *Autorité des marchés financiers* (the **AMF**) has granted visa No.19-115 on 25 March 2019 to the Base Prospectus, visa No.19-271 on 14 June 2019 to the First Supplement, visa No. 19-307 to the Second Supplement, visa No. 19-407 to the Third Supplement and visa No. 19-569 to the Fourth Supplement; and

(ii) the Final Terms dated 9 January 2020 (the **Final Terms**) relating to the issue by La Banque Postale of EUR 150,000,000 Index Linked Redemption Notes due 13 March 2028 (ISIN Code : FR0013464443) (the **Notes**).

Application has been made for approval of this Fifth Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Fifth Supplement.

To the extent that there is any inconsistency between (a) any statement in this Fifth Supplement or any statement incorporated by reference into the Base Prospectus by this Fifth Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Fifth Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is material in the context of the Programme since the publication of the Base Prospectus.

To the extent applicable, and provided that the conditions of Article 212-25 I of the *Règlement Général* of the AMF are fulfilled, investors who have already agreed to purchase or subscribe for the Notes to be issued under the Programme before this Fifth Supplement is published, have the right, according to Article 212-25 II of the *Règlement Général* of the AMF, to withdraw their acceptances within a time limit of minimum two working days

after publication of this Fifth Supplement. This right to withdraw shall expire by close of business on 6 February 2020.

This Fifth Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive and Article 212-25 of the AMF's *Règlement Général* for the purpose of updating the article 10(vii) of Part B of the Final Terms of the Notes in order to incorporate the Issuer's undertaking specified in the advertisements published in the context of the marketing of these Notes.

This Fifth Supplement will be available on the website of the AMF at www.amf-france.org, and on the website of the Issuer at www.labanquepostale.com.

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FINAL TERMS OF THE NOTES

The Item “Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment” (Part B – Article 10 (vii)) of the Notes is deleted and replaced with the following information:

(vii)	Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment.	La Banque Postale 115, rue de Sèvres 75275 Paris Cedex 06 – France Subject to normal market conditions and upon request of the Noteholder, La Banque Postale undertakes to purchase, each TARGET and Paris Business Day on which the Index is published, the Notes at their market value.
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PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE FIFTH SUPPLEMENT

I hereby certify, having taken all reasonable care to ensure that such is the case, that, to the best of my knowledge, the information contained in this Fifth Supplement is in accordance with the facts and contains no omission likely to affect its import.

La Banque Postale
115, rue de Sèvres
75275 Paris Cedex 06
France

Represented by
Stéphane Magnan
Directeur de La Banque de Financement et d'Investissement
(Head of Corporate & Investment Banking)

Dated 4 February 2020



In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the Regulations (*Règlement général*) of the *Autorité des marchés financiers* (“AMF”), in particular Articles 212-31 to 212-33, the AMF has granted to this Fifth Supplement the visa no. 20-31 on 4 February 2020. This Fifth Supplement was prepared by the Issuer and its signatories assume responsibility for it.

In accordance with Article L.621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is exhaustive and comprehensible, and whether the information it contains is consistent. It does not imply that the AMF has approved the appropriateness of the transaction or authenticated the accounting and financial information presented herein.

Pursuant to Article 212-32 of the General Regulations (*Règlement général*) of the AMF, this document may only be used for the purposes of a financial transaction if completed by Final Terms.