



## SUPPLEMENT DATED 13 JULY 2020 TO THE BASE PROSPECTUS DATED 17 JUNE 2020

**Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V.**  
(Incorporated in the Netherlands with limited liability and having its statutory domicile in The Hague)

### EUR 7,000,000,000 Debt Issuance Programme

This supplement (the "**Supplement**") constitutes a supplement for the purposes of Regulation (EU) 2017/1129, as amended, (the "**Prospectus Regulation**") and is supplemental to, and should be read in conjunction with, the base prospectus dated 17 June 2020 as supplemented by the first supplement thereto dated 3 July 2020 (the "**Base Prospectus**") in relation to the EUR 7,000,000,000 Debt Issuance Programme (the "**Programme**") of Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V. ("**FMO**" or the "**Issuer**") under which it may from time to time issue notes (the "**Notes**").

This Supplement has been approved by the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the "**AFM**"), which is the competent authority in the Netherlands for the purpose of the Prospectus Regulation. The AFM only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer nor as an endorsement of the quality of any Notes that are the subject of this Supplement. Investors should make their own assessment as to the suitability of investing in such Notes.

The AFM may be requested by the Issuer to provide the *Commission de Surveillance du Secteur Financier* in Luxembourg, or the competent authority of any other member state of the European Economic Area, with a certificate of approval attesting that the Supplement has been drawn up in accordance with the Prospectus Regulation.

FMO accepts responsibility for the information contained in this Supplement. To the best of the knowledge of FMO the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

In accordance with Article 23(2) of the Prospectus Regulation, in the event of a Non-exempt Offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes issued or to be issued before the date of this Supplement have the right, exercisable within two working days after the date of this Supplement (being up to and including 15 July 2020), to withdraw their acceptances, unless before the date of this Supplement the offer period has already closed or the Notes have already been delivered, whichever occurs first. Investors may contact the relevant financial intermediary if they wish to exercise their right of withdrawal.

Terms defined in the Base Prospectus shall have the same meaning in this Supplement, unless specified otherwise.

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

**An investment in the Notes entails certain risks. Prospective investors should have regard to the risk factors described under the section 'Risk Factors' in the Base Prospectus.**

This Supplement, including any documents incorporated by reference herein, is available for viewing at the website of the Issuer at <https://www.fmo.nl/funding-programs>.

## IMPORTANT INFORMATION

Neither the delivery of the Base Prospectus nor this Supplement nor the offering, sale or delivery of any Notes shall at any time imply that the information contained in the Base Prospectus and herein concerning FMO is correct at any time subsequent to 17 June 2020 (in the case of the Base Prospectus) or the date hereof (in the case of this Supplement).

No person has been authorised to give any information or to make any representation not contained in or not consistent with the Base Prospectus, this Supplement or any Final Terms or any other information supplied in connection with the Programme or the Notes and, if given or made, such information or representation must not be relied upon as having been authorised by FMO or any of the Dealers.

The distribution of the Base Prospectus and this Supplement and the offer or sale of any Notes by the Issuer may be restricted by law in certain jurisdictions. Persons into whose possession the Base Prospectus, this Supplement or any Notes come must inform themselves about, and observe, any such restrictions. In particular, there are restrictions on the distribution of this Supplement and the offer or sale of Notes in the United States, the United Kingdom, Japan and the Netherlands (see the section '*Subscription and Sale*' in the Base Prospectus).

### MODIFICATIONS TO THE BASE PROSPECTUS

1. The first paragraph of Condition 5(e) on page 99 of the Base Prospectus shall be amended by the deletion of the term “*MREL Disqualification Event*” where it appears in that paragraph and replacement thereof with the term “*Regulatory Call*”.
2. The second paragraph of Condition 5(e) on page 99 of the Base Prospectus shall be amended by the insertion of the words underlined in the text below:

“If “Regulatory Call” is specified as being applicable in the applicable Final Terms, the Issuer may during the exercise period specified in the applicable Final Terms upon the occurrence of an MREL Disqualification Event redeem the Notes, in whole but not in part, at any time, on giving not less than 30 nor more than 60 days' irrevocable notice to the Noteholders, or such other period of notice as is specified in the applicable Final Terms, in accordance with Condition 13. In the case of a redemption of the Notes in accordance with (and subject to the conditions of) this Condition 5(e), the Issuer will redeem the Notes in accordance with the Conditions at the Early Redemption Amount together (if appropriate) with interest accrued to (but excluding) the date of redemption”.

3. Item 9 of the “*FORM OF FINAL TERMS*” on page 116 of the Base Prospectus shall be amended by the insertion of a new row of information underlined in the text below:

“9.	Interest Basis :	[[ ] per cent. Fixed Rate]
		<u>[[ ] per cent. Fixed Rate Reset]</u>
		[Floating Rate][LIBOR/EURIBOR/Compounded Daily SONIA/Compounded Daily SOFR/SOFR Average/Compounded Daily €STR] +/- [ ] per cent. Floating Rate]”.

4. Item 27 of the “*FORM OF FINAL TERMS*” on page 124 of the Base Prospectus shall be deleted in its entirety and substituted with the following:

“27.	Regulatory Call:	[Applicable/Not Applicable]
		<i>(If not applicable, delete the remaining subparagraphs of this paragraph)</i>
	Notice period:	[As per Condition [5(e)/[and]/5(f)] / [ ]
	Regulatory Call exercise period referred to in Condition 5(e):	[...]/Not Applicable <i>(only applicable if Condition 5(e) applies)</i>

	Substitution or Variation:	[Applicable/Not Applicable]”.
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