

**SECOND SUPPLEMENT**

**(dated 4 December 2018)**

**to the**

**BASE PROSPECTUS**

**(dated 7 June 2018)**



**CAIXA ECONÓMICA MONTEPIO GERAL,  
CAIXA ECONÓMICA BANCÁRIA, S.A.**

(a Savings Bank (*caixa económica bancária*) incorporated as a public limited liability company under the laws of the Portuguese Republic)

**Registered Office: Rua Castilho, 5, 1250-066 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**

**€6,000,000,000**

**EURO MEDIUM TERM NOTE PROGRAMME  
BASE PROSPECTUS**

This Second Supplement dated 4 December 2018 (the “**Supplement**”) to the Base Prospectus dated 7 June 2018 as supplemented on 23 October 2018 (together, the “**Base Prospectus**”), constitutes a supplement to the Base Prospectus for the purpose of Article 16 of Directive 2003/71/EC (as amended, the “**Prospectus Directive**”) prepared in connection with the €6,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by Caixa Económica Montepio Geral, caixa económica bancária, S.A. (the “**Issuer**”). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement has been approved by the Commission de Surveillance du Secteur Financier (the “CSSF”), as competent authority under the Prospectus Directive. The CSSF only approves this supplement as meeting the requirements imposed under Luxembourg and EU law pursuant to the Prospectus Directive.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

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.

This Supplement has been published on the website of the Luxembourg Stock Exchange (at [www.bourse.lu](http://www.bourse.lu))

## **I. DOCUMENTS INCORPORATED BY REFERENCE**

1. In the Chapter headed “**Documents incorporated by reference**” of the Base Prospectus, on page 48, after paragraph no 3., the following paragraph shall be added:

“4. the announcement dated 28 November 2018 setting out CEMG’s disclosure of the results and the key financial indicators for the interim period of nine months ended 30 September 2018 (the “**Third quarter 2018 results**”) (available at “[https://www.montepio.pt/resources/SiteMontepio/documentos/en\\_GB/cemg-consolidated-results-3rd-quarter-2018.pdf](https://www.montepio.pt/resources/SiteMontepio/documentos/en_GB/cemg-consolidated-results-3rd-quarter-2018.pdf)”) including the information set out at the following pages in particular:

### **THIRD QUARTER 2018 CONSOLIDATED FINANCIAL INFORMATION**

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Any other information incorporated by reference that is not included in the cross-reference list above is considered to be additional information to be disclosed to investors rather than information required by the relevant Annexes of the Prospectus Regulation.”

## II. DESCRIPTION OF THE ISSUER

2. At the end of the Chapter headed “**Description of the Issuer**” of the Base Prospectus, at the end of the section named “**Recent developments**” (which was added to page 113 of the Base Prospectus via the previous Supplement dated 23 October 2018), the following paragraph (after the sub-heading “Moody’s rating actions on Caixa Económica Montepio Geral, caixa económica bancária, S.A. ”) shall be added:

### “**New Articles of Association and new Head Office address**

The new Articles of Association have been approved at a General Meeting of CEMG on 30 October 2018 and are publicly available on the Issuer’s website.

In accordance with the new Articles of Association the Head Office address has changed to Rua Castilho, 5, 1250-066 Lisbon.”

## III. BOARD OF DIRECTORS AND OTHER GOVERNING AND CORPORATE BODIES OF THE ISSUER

3. On page 121 of the Base Prospectus, under the Chapter headed “**Board of Directors and Other Governing and Corporate Bodies of the Issuer**”, the following entry shall be inserted in the table that identifies the current members of the Board of Directors of the Issuer, as follows:

“

<b>Name</b>		<b>Other positions</b>
Leandro Rodrigues da Graça Silva *	Executive member	No other positions

\* Leandro Rodrigues da Graça Silva took up its duties as executive member of the Board of Directors in 9 November 2018.”

## IV. GENERAL INFORMATION

4. On page 163 of the Base Prospectus, in the Chapter headed “**General Information**”, paragraph (3) shall be deleted and replaced with the following paragraph:

“There has been no significant change in the financial or trading position of CEMG since 30 September 2018, the date of the last published interim financial statements of CEMG

for the nine months ended 30 September 2018.”

**V. REGISTERED OFFICE OF THE ISSUER**

5. On page 85 of the Base Prospectus the fifth paragraph shall be deleted and replaced with the following paragraph:

“CEMG is a public limited liability company and is registered at the Lisbon Commercial Registry Office (1st Section) under the Registration and Tax Identification number 500 792 615 and is domiciled in Portugal, having its registered office at Rua Castilho, 5, 1250-066 Lisbon, Portugal, with telephone number +351 213 248 000.”

6. On the back cover of the Base Prospectus the address details for the Issuer shall be deleted and replaced with the following:

**“Caixa Económica Montepio Geral, caixa económica bancária, S.A.**  
Rua Castilho, 5  
1250-066 Lisbon  
Portugal”