



Eandis CVBA

Brusselsesteenweg 199
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incorporated as a "coöperatieve vennootschap met beperkte aansprakelijkheid" (CVBA) /
"société coopérative à responsabilité limitée" (SCRL) under Belgian law
(the "Issuer")

EUR 5,000,000,000

Guaranteed Euro Medium Term Note Programme

Due from one month to 30 years from the date of original issue

Guaranteed on a several but not joint basis by Gaselwest CVBA, IMEA, Imewo, Intergem, Iveka,
Iverlek and Sibelgas CVBA (the "Guarantors")

This Supplement (the "**Supplement**") to the base prospectus (the "**Base Prospectus**") dated 17 September 2013 constitutes a prospectus supplement for the purposes of Article 34 of the Belgian Law of 16 June 2006 on the public offer of investment instruments and the admission of investment instruments to trading on a regulated market (as amended from time to time, the "**Prospectus Law**") and is prepared in connection with the Guaranteed Euro Medium Term Note Programme described in this Base Prospectus (the "**Programme**"), established by the Issuer and guaranteed by the Guarantors on a several but not joint basis. Terms defined in the Base Prospectus or in any document incorporated by reference in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus.

The English version of this Supplement has been approved on 27 September 2013 by the Belgian Financial Services and Markets Authority (the "**FSMA**") in its capacity as competent authority under the Prospectus Law. The approval by the FSMA does not imply any appraisal of the appropriateness or the merits of any issue under the Programme, nor of the situation of the Issuer or any of the Guarantors. The whole of this Supplement has been translated into Dutch. In the event of any discrepancy between the English and the Dutch version of this Base Prospectus, the English version shall prevail. Each of the Issuer and the Guarantors assumes responsibility for the consistency between the English version and the Dutch version of this Base Prospectus. This Supplement will be published on the website of Euronext Brussels (www.beurs.be) and the Issuer (http://www.eandis.be/eandis/emtn_programma.htm).

The purpose of this Supplement is to incorporate the audited consolidated half year condensed financial statements of the Eandis Economic Group for the half year ended 30 June 2013, which have been prepared in accordance with IFRS into the Prospectus.

The Issuer accepts responsibility for the information contained in this Supplement. The Issuer confirms that, to the best of the knowledge of the Issuer (which has 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.

The date of this Supplement is 27 September 2013.

1. *Historical Financial Information of the Issuer for the half year ended 30 June 2013*

The section *Selected Financial Information Concerning the Issuer and the Eandis Economic Group* on page 124 of the Base Prospectus will be supplemented by adding the following paragraph (5.4bis):

"5.4bis Historical Financial Information of the Eandis Economic Group for the half year ended 30 June 2013

The following tables set out in summary form certain balance sheet and income statement information relating to the Eandis Economic Group. The information has been extracted from the audited consolidated half year condensed financial statements of the Eandis Economic Group for the half year ended 30 June 2013, which have been prepared in accordance with IFRS.

Note that the revised version of IAS 19 (*Employee Benefits*) that outlines the accounting requirements for employee benefits, including short-term benefits (e.g. wages and salaries, annual leave), post-employment benefits issued in June 2011 became applicable to annual periods beginning on or after 1 January 2013. The impact hereof on the accounts of the Eandis Economic Group is set out on page 7 of the audited consolidated half year condensed financial statements of the Eandis Economic Group for the half year ended 30 June 2013 attached as annex to this Base Prospectus. The table below provides a comparison against restated historical financial information of the Eandis Economic Group, assuming the revised version of IAS 19 already applied to such period.

Condensed consolidated income statement

(In thousands of EUR)	30 June 2013	30 June 2012 <i>Restated</i>
Operating revenue	1,525,849	1,466,835
Revenue	1,168,521	1,118,639
Other operating income	32,507	21,823
Own construction. capitalized	324,821	326,373
Operating expenses	-1,297,509	-1,214,380
Cost of trade goods	-422,165	-433,729
Cost for services and other consumables	-361,302	-349,308
Employee benefit expenses	-220,794	-224,081
Amortization. depreciation. impairment and changes in provisions	-166,971	-123,674
Other operational expenses	-29,770	-41,088
Regulated transfers	-96,507	-42,500
Result from operations	228,340	252,455
Finance income	26,024	1,534
Finance costs	-84,734	-99,132
Profit before tax	169,630	154,857
Income tax expenses	-983	-475
Profit for the period	168,647	154,382

Condensed consolidated statement of comprehensive income

(In thousands of EUR)	30 June 2013	30 June 2012 <i>Restated</i>
Profit for the period	168,647	154,382
Other comprehensive income		
Items not to be reclassified to profit or loss in subsequent periods		
Actuarial gains (losses) on long term employee benefits	82,700	-87,315
Net other comprehensive income not being reclassified to profit or loss in subsequent periods	82,700	-87,315
Total comprehensive income for the period	251,347	67,067

Condensed consolidated statement of financial position

(In thousands of EUR)	30 June 2013	31 December 2012 <i>Restated</i>
Non-current assets	7,619,115	7,501,636
Intangible assets	95,622	76,101
Property, plant and equipment	7,519,801	7,421,186
Investments in an associate	5	5
Other investments	988	988
Long term receivables	2,699	3,356
Current assets	1,202,615	1,200,793
Inventories	33,622	38,294
Trade and other receivables	1,162,893	1,152,161
Current tax assets	1	3,497
Cash and cash equivalents	6,099	6,841
TOTAL ASSETS	8,821,730	8,702,429
EQUITY	3,001,997	2,779,407
Total equity attributable to owners of the equity holders	3,000,918	2,778,328
Capital	1,924,415	1,924,415
Reserves	518,025	497,952
Other components of equity	-183,524	-266,224
Retained earnings	742,002	622,185
Non-controlling interest	1,079	1,079
LIABILITIES	5,819,733	5,923,022
Non-current liabilities	4,522,337	4,630,870
Interest bearing loans and borrowings	3,860,749	3,847,136
Employee benefit liability	492,854	589,546
Derivative financial instruments	138,418	163,453
Provisions	28,031	28,450

Other non-current liabilities	2,285	2,285
Current liabilities	1,297,396	1,292,152
Interest bearing loans and borrowings	686,815	771,774
Government grants	433	609
Trade payables and other current liabilities	609,537	519,685
Current tax liabilities	611	84
TOTAL EQUITY AND LIABILITIES	8,821,730	8,702,429

2. New annex

The audited consolidated half year condensed financial statements of the Eandis Economic Group for the half year ended 30 June 2013, attached as annex to this Supplement, form a new Annex to the Base Prospectus. The Issuer confirms that it has obtained the approval from its auditors to include as annex to this Supplement and the Base Prospectus the auditor's reports for the half year ended 30 June 2013 of the Eandis Economic Group.

3. General

Save as disclosed in this Supplement, there has been no significant change in the information in the Base Prospectus and no significant new matter has arisen since 17 September 2013, the date of the publication of the Base Prospectus.

17 September 2013

Name: Nick Vandeveld

Name: Koen Schelkens

ANNEX

This annex includes the consolidated financial statements (prepared under IFRS) and the audit report of the Eandis Economic Group (including the Issuer, its Subsidiaries and the Guarantors) for the half year ended 30 June 2013:

The Issuer confirms that it has obtained the approval from its auditors to include as annex in this Base Prospectus the auditor's reports for the half years ended 30 June 2013 of the Eandis Economic Group.