FINANCIAL REPORT 2008

of

KBC INTERNATIONALE FINANCIERINGSMAATSCHAPPIJ N.V.

ROTTERDAM

CONTENTS

DIRECTORS' REPORT

General

The purpose of the company is the issue of bonds and the on-lending of the proceeds to KBC Bank N.V. its subsidiaries and associated companies. The company has three employees, including two directors and the principal activity of the company consists of the administration of the bonds issued and the loans made.
As stated in the notes to the accounts, the bonds issued by the company are fully guaranteed by KBC Bank NV.

Financial

The company continued to issue bonds under the various financing programmes during 2008.

The net profit after tax for 2008 amounted to € 5,416,783.
An interim dividend of € 5,250,000 out of retained earnings and net profit for 2008, which was paid on 2nd January, 2009 will be recommended to the Annual General Meeting of Shareholders for approval.

During 2008 the company issued notes amounting in total to € 7,519,876,682 (2007: €11,068,385,137); the interest income of the company increased to €1,288,671,991 compared to € 1,065,991,188 in 2007.

The solvency ratio was 0.06% at 31st December 2008 (2007: 0.05%).
The liquidity ratio (current assets to current liabilities) was 1 at 31st December 2008 (2007: 1).
No further important events, material or financial, occurred relating to the company since December 31st, 2008.

Responsibility Statement

To the best of our knowledge, and in accordance with the applicable reporting principles, the financial statements give a true and fair view of the assets, liabilities, financial position and profit of KBC Internationale Financieringsmaatschappij N.V. and the directors' report includes a fair review of the development and performance of the business and the position of KBC Internationale Financieringsmaatschappij N.V. together with a description of the principal opportunities and risks associated with the expected development of KBC Internationale Financieringsmaatschappij N.V.

Corporate Governance

The company is a wholly owned subsidiary of KBC Bank N.V. Brussels and, as such, complies with the control requirements and standards of the KBC Group with regard to accounting, operations, internal controls and risk management. Furthermore, the company is subject to audits carried out periodically by the internal audit department of the KBC Group.

The structure and organisation of the company are such that risks to the company are strictly limited because there are no currency, interest rate or interest period risks as all bonds issued are on-lent to the KBC Group in the same amount, currency and interest periods. Interest margins earned on the loans are principally in Euro.

The directors' reporting line is to the corporate treasury department within KBC Bank NV and directors' remuneration is set by KBC Bank N.V.
The Board of Supervisory Directors of the company is comprised of senior officials of KBC Bank N.V. The Supervisory Directors monitor the transactions and operations of the company periodically during the financial year. Because of the limited size of the company's operations, a separate Report of the Supervisory Directors is not considered necessary.

Future Developments
We expect that the company will continue to be active in the group financing programmes; the level of activity will be dependent on market trends and the funding requirements of the group.

Rotterdam, 31st March 2009

Management Board:

J.G. Heffernan J.J.M. Sluijter

BALANCE SHEET AS AT DECEMBER 31, 2008
(before profit appropriation)
A s s e t s

		2008		2007	
		€	€	€	€
Fixed assets					
Intangible fixed assets	(2)	24,165		109,123	
Financial fixed assets	(4)	19,762,423,263		18,244,897,765	
Long term bank deposit		4,803,264		-	
Derivatives		1,801,404,575		842,831,764	
			21,568,655,267		19,087,838,652
Current assets					
Loans falling due within one year	(4)	3,808,356,765		6,130,916,265	
Interest receivable and accrued expenses	(5)	208,355,474		229,272,454	
Cash		6,868,351		4,837,212	
			4,023,580,590		6,365,025,931
Total assets			25,592,235,857		25,452,864,583

L i a b i l i t i e s

Capital and reserves					
Paid-in and called-up share capital	(6)	4,803,264		4,803,264	
Retained earnings	(7)	4,086,316		3,158,168	
Net profit for the year	(7)	5,416,783		4,428,148	
			14,306,363		12,389,580
Provisions					
Provision for pension obligations and early retirement costs	(8)		319,653		311,569
Long term liabilities					
Bonds Issued	(9)		19,766,177,126		18,244,548,844
Derivatives			1,801,404,575		842,831,764
Current liabilities					
Issued bonds falling due within one year	(9)	3,803,613,922		6,125,314,450	
Other current liabilities	(10)	206,414,218		227,468,376	
			4,010,028,140		6,352,782,826
Total liabilities			25,592,235,857		25,452,864,583

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED DECEMBER 31, 2008

		2008		2007	
		€	€	€	€
Interest Income					
Interest on fixed interest investments		79,330		324,642	
Other interest income		1,288,592,661		1,065,666,546	
Total interest income	(12)	1,288,671,991		1,065,991,188	
Interest expense	(12)	(1,281,776,222)		(1,061,114,617)	
Gross margin			6,895,769		4,876,571
Gain on financial transactions	(13)		742,087		-
Change in fair value of derivatives			-		-
Other income			323,548		345,692
Income from participating Interests	(14)		23,061		1,347,501
Staff and other operating expenses					
General & administrative expenses	(15)	(644,304)		(968,700)	
Depreciation of fixed assets		(84,958)		(85,441)	
Exchange rate differences		16,845		(15,150)	
Total			(712,417)		(1,069,291)
Profit before taxation			7,272,048		5,500,473
Corporation tax	(16)		(1,855,265)		(1,072,325)
Net profit for the year			5,416,783		4,428,148

CASH FLOW STATEMENT FOR THE YEAR ENDED DECEMBER 31, 2008

	2008	2007
	€	€
Net profit	5,416,783	4,428,148
Depreciation	84,958	85,441
Change in other assets and liabilities	(345,316)	(343,796)
Taxes received/(paid)	208,134	(307,954)
Provision for pension obligations and the cost of early retirement	8,084	149,087
Net cash flow from operational activities	**5,372,643**	**4,010,926**
Financial fixed assets – increase	(7,539,431,515)	(11,087,910,873)
Financial fixed assets - decrease	8,339,662,255	5,431,457,549
Net cash flow from investment activities	**800,230,740**	**(5,656,453,324)**
Bonds issued	7,533,672,195	11,086,344,728
Bonds repaid	(8,333,744,439)	(5,430,991,558)
Dividend paid	(3,500,000)	(5,300,000)
Dividends received	-	500,000
Net cash flow from financing activities	**(803,572,244)**	**5,650,553,170**
Net cash flow	**2,031,139**	**(1,889,228)**
Cash balance as at January 1	4,837,212	6,726,440
Cash balance as at December 31	6,868,351	4,837,212
Net cash flow	**2,031,139**	**(1,889,228)**

NOTES TO THE FINANCIAL STATEMENTS 2008

1 Accounting principles

General

The company is a wholly-owned subsidiary of KBC Bank NV, Brussels. The main activity of the company is to assist in financing the activities of KBC Bank NV, its subsidiaries and associated companies. The address of the company is Watermanweg 92, 3067 GG Rotterdam, The Netherlands.

The financial statements have been prepared in accordance with Dutch generally accepted accounting principles. Unless stated otherwise, all assets and liabilities are stated at face value.

Currency translation

Assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rates ruling at the dates of the transactions. Resulting translation differences are taken to the profit and loss account.

Change in accounting policy

With effect from 1st January 2008, the company has adopted RJ 290 (New Directive on Financial Instruments); the comparative figures for 2007 have been re-stated on the basis of the directive.
The resulting change in accounting policy affects the valuation of the loans, bonds issued and derivatives. The loans and bonds issued were stated heretofore at face value with unamortized issue expense, premiums and discounts being included under current assets and current liabilities; with effect from 1st January 2008 they are stated at amortized cost, whereby unamortized issue expense, premiums and discounts are added to/deducted from the nominal amounts of the loans and bonds issued.
In addition, derivatives are stated at fair value in the balance sheet as a result of application of the directive. Prior to adoption of RJ 290, the derivatives were not stated in the balance sheet.

As a result of the change in accounting policy loans stated in the balance sheet are Eur 58,055,711 lower (2007: Eur 70,987,468 lower) and bonds issued are Eur 55,662,181 lower (2007: Eur 67,686,524 lower).

The change in accounting policy has no effect on the equity and on the profit and loss account of the company.

Balance sheet

Intangible fixed assets

Intangible fixed assets are valued at acquisition price less straight-line amortization over the estimated economic life of the assets concerned. Intangible assets are depreciated at 20% straight line per year over the lifetime of the asset.

Tangible fixed assets

Tangible fixed assets are stated at acquisition price less straight-line depreciation over the estimated economic life of the assets concerned. Tangible assets are depreciated at 33.33% straight line per year over the lifetime of the asset.

Financial fixed assets / Bonds issued

Loans to group companies and bonds issued under the various programmes are stated at amortized cost. The differences with the proceeds (issue expenses, premiums or discounts) are taken to the profit and loss account on a straight-line basis over the remaining term of the loans/bonds concerned; the unamortized amounts are added to, or deducted from, the amounts of the loans/bonds issued.

Derivatives

Derivatives are embedded in the bond issues and the loans and are stated in the balance sheet at fair value. Changes in fair value are recorded in the profit and loss account. As the derivative assets and derivative liabilities are exactly matched, the net result of changes in fair value is zero.

Participating Interests

Participating interests in group companies are valued at net asset value. The share in the result of the investment as well as profits and losses on sales are stated as 'Income from participating interests'.

Profit and loss account

Income and expenses are recognized in the financial year to which they relate.

Interest

Interest is accrued based on the contractual interest level in the financial year. Both loans granted to group companies and bonds issued have been treated in the same way.

Corporation tax

Corporation tax is based on the income for the year.

Consolidation

The company has not prepared consolidated figures, based on the exemption for subholdings (article 2:408 of the Dutch Civil Code). Consolidated figures of the company and its subsidiaries are included in the Financial Statements of KBC Groep N.V. Brussels, Belgium. A copy of the annual accounts of KBC Groep N.V. is deposited at the Company Registry in Rotterdam, The Netherlands.

NOTES TO THE BALANCE SHEET

2 Intangible fixed assets

The movement in the cost of intangible fixed assets is as follows:

Cost	**2008**	2007
	€	€
Balance as at January 1	424,788	424,788
Additions	-	-
Disposals	-	-
Balance as at December 31	424,788	424,788

The movement in accumulated depreciation of intangible fixed assets is as follows:

Accumulated Depreciation	**2008**	2007
	€	€
Balance as at January 1	315,665	230,707
Depreciation for the year	84,958	84,958
Disposals	-	-
Balance as at December 31	400,623	315,665

The movement in the intangible fixed assets after deduction of depreciation is as follows:

	2008	2007
	€	€
Balance as at January 1	109,123	194,081
Investments	-	-
Depreciation	(84,958)	(84,958)
Balance as at December 31	24,165	109,123

The intangible fixed assets consist entirely of the costs paid to a third party for a newly-developed computer system.

3 Tangible fixed assets

The movement in the cost of tangible fixed assets is as follows:

Cost	**2008**	2007
	€	€
Balance as at January 1	15,028	15,028
Additions	-	-
Disposals	-	-
Balance as at December 31	15,028	15,028

The movement in accumulated depreciation of tangible fixed assets is as follows:

Accumulated Depreciation	**2008**	2007
	€	€
Balance as at January 1	15,028	14,544
Depreciation for the year	-	484
Disposals	-	-
Balance as at December 31	15,028	15,028

The movement in the tangible fixed assets is as follows:

	2008	2007
	€	€
Balance as at January 1		484
Investment	-	-
Depreciation	-	(484)
Balance as at December 31	-	-

The tangible fixed assets consist entirely of computer equipment manufactured and supplied by a third party.

4 Financial fixed assets

The breakdown of the financial fixed assets is as follows:

	2008	2007
	€	€
KBC International Finance N.V., Curaçao	1,762,383	1,739,322
Belgium Government Bonds	-	4,865,347
Loans to group companies	19,760,660,880	18,238,293,096
	19,762,423,263	18,244,897,765

The company has a 100% investment in KBC International Finance N.V., Curaçao.

The movement in the investments KBC International Finance N.V. and the Belgium Government Bonds for the year 2008 is as follows:

	KBC International Finance N.V.	Belgium Government Bonds
	€	€
Balance as at January 1, 2008	1,739,322	4,865,347
Net profit for the year 2008	23,061	
Belgium Government Bonds sold		(4,865,347)
Balance as at December 31, 2008	1,762,383	-

The maturity breakdown of the Belgium Government Bonds as at December 31 is as follows:

	Total	< 1 year	1 < 5 years	> 5 years
As of December 31, 2008	-	-	-	-
As of December 31, 2007	4,865,347	9,286	4,363,901	492,160

Loans to group companies

The movement in Loans to group companies is as follows.

	2008	2007
	€	€
Balance as at January 1, over 1 year	18,238,293,096	15,345,462,997
Balance as at January 1, less than one year	6,130,916,265	3,368,631,773
	24,369,209,361	18,714,094,770
Loans issued during the year	7,519,876,682	11,068,385,137
Amortisation of premiums and discounts	14,728,508	17,805,941
Repayments	(7,828,869,331)	(5,063,645,168)
Translation differences	(505,927,577)	(367,431,319)
	23,569,017,643	24,369,209,361
Falling due within one year	(3,808,356,765)	(6,130,916,265)
Balance as at December 31, over 1 year	19,760,660,878	18,238,293,096

Early redemption under specified conditions, is possible.
Loans to group companies are at arms-length basis.

The maturity breakdown of the loans to group companies as at December 31 is as follows:

	Total	< 1 year	1 < 5 years	> 5 years
Loans:				
As of December 31, 2008	23,569,017,643	3,808,356,765	11,857,109,742	7,903,551,136
As of December 31, 2007	24,369,209,361	6,130,916,265	14,189,688,719	4,048,604,377

	2008	2007
	€	€
Long term bank deposit	4,803,264	-

The long term bank deposit is placed with KBC Bank NV and has a tenor of 10 years.

	2008	2007
	€	€
Derivatives	1,801,404,575	842,831,764

The derivative assets are embedded in the loans and bonds issued and are stated at fair value.

5 Interest receivable and accrued expenses

	2008	2007
	€	€
Interest receivable	208,333,516	229,059,730
Tax receivable	21,958	212,724
	208,355,474	229,272,454

The interest on bonds issued and loans granted to group companies is calculated using a straight-line method.

6 Paid-in and called-up share capital

	€
Authorized	
50,000 ordinary shares of € 453.78	22,689,000
Paid-in and called-up share capital	
10,585 ordinary shares of € 453.78	4,803,264

The paid-in and called-up share capital consists of 10,585 ordinary shares of € 453.78 each, which are fully held by KBC Bank NV, Belgium.
There have been no movements in paid-in and called-up share capital during the year (2007: no movements).

7 Retained earnings

The movement in the Retained Earnings is as follows:

	2008	2007
	€	€
Balance as at January 1	7,586,316	8,458,168
Net profit for the financial year	5,416,783	4,428,148
Dividend paid during the year	(3,500,000)	(5,300,000)
Balance as at December 31	9,503,099	7,586,316

An interim dividend of € 5,250,000 was paid out of retained earnings on 2nd January, 2009.

8 Provision for pension obligations and early retirement costs

The company operates a defined benefit pension plan for its employees under which the vested benefits are funded through an insurance contract with a major insurance company in The Netherlands. The defined benefits are based on either final or average salary earned.

A provision has been recorded in the company's accounts for the first time in 2005 for the net liability that arises from the shortfall between the present value of the defined benefit obligations under the plan and the market value of the pension plan assets invested by the insurance company.
The actuarial results of the pension plan are taken to profit and loss account over a 5 year period if they fall outside a given range (the corridor method).

The amount of the net liability as at January 1st, 2005 has been charged to retained earnings at that date. The actuarially determined periodic pension cost for the year is charged to the Profit & Loss Account.

The movement in the defined benefit obligation is as follows:

	2008	2007
	€	€
Defined benefit obligation as at January 1st	538,228	614,055
Service cost	29,771	29,312
Interest cost	29,226	28,554
Actuarial profit/(loss)	1,669	(133,693)
Defined benefit obligation as at December 31st	598,894	538,228

The movement in the fair value of pension plan assets is as follows:

Fair value of pension plan assets as at January 1st	443,239	477,460
Actual return on plan assets	(53,517)	(99,221)
Employer contributions	58,500	65,000
Fair value of pension plan assets as at December 31st	448,222	443,239

The movement in the funded status of the pension plan is as follows:

Benefit obligation in excess of plan assets	150,672	94,989
Unrecognised net actuarial (losses)/gains	(45,846)	36,937
Net pension liability	104,826	131,926

The movement in the net liability is as follows:

	2008	2007
	€	€
Net liability as at January 1st	131,926	162,482
Net pension cost for the year	31,400	34,444
Employer contributions	(58,500)	(65,000)
Net liability as at December 31st	104,826	131,926

The amount recognized in the Balance Sheet is as follows:

Net pension liability	104,826	131,926

The net periodic pension cost charged in the Profit & Loss Account is comprised as follows:

	2008	2007
	€	€
Current service cost	29,771	29,312
Interest cost	29,226	28,554
Expected return on pension plan assets	(27,597)	(23,422)
Net pension cost for the year	31,400	34,444

The principal actuarial assumptions used are as follows:

Discount rate	5.50%	5.43%
Expected rate of return on plan assets	5.50%	5.43%
Expected rate of salary increase	3%	3%
Rate of pension increase	2%	2%

The amount provided to meet the company's obligations for early retirement costs in future years which has been calculated on an actuarial basis is as follows

	2008	2007
	€	€
Balance as at January 1	179,643	-
Amount charged to income during the year	35,184	179,643
Balance as at December 31	214,827	179,643
Net pension liability at December 31	104,826	131,926
Provision for pension obligations and early retirement costs	**319,653**	**311,569**

9 Long term liabilities

	2008	2007
	€	€
Bonds issued as at January 1, over 1 year	18,244,548,844	15,348,931,155
Bonds issued as at January 1, less than 1 year	6,125,314,450	3,365,578,969
	24,369,863,294	18,714,510,124
Bonds issued during the year	7,518,756,781	11,068,195,819
Amortisation of premiums, discounts and issue expenses	14,915,414	18,148,909
Repayments	(7,827,818,374)	(5,063,552,283)
Translation differences	(505,926,067)	(367,439,275)
	23,569,791,148	24,369,863,294
Falling within one year	(3,803,613,922)	(6,125,314,450)
Issued bonds as at 31 December	19,766,177,126	18,244,548,844

The average rate of interest paid on the outstanding bonds was 5.3% (2007: 4.9%).

The maturity breakdown of the bonds issued as at December 31 is as follows:

	Total	< 1 year	1 < 5 years	> 5 years
As of December 31, 2008	23,569,791,048	3,803,613,922	11,854,969,740	7,911,207,386
As of December 31, 2007	24,369,863,294	6,125,314,450	14,189,225,612	4,055,323,232

All bonds are guaranteed by KBC Bank NV, Brussels, Belgium.

10 Other current liabilities

	2008	2007
	€	€
Interest payable	206,315,575	227,094,760
Accounts payable	69,035	361,376
Tax payable	29,608	12,240
	206,414,218	227,468,376

Accounts payable includes € 0 for social premiums payable in relation to payroll costs (2007: € 19,114).

11 Fair value of financial instruments

A financial instrument is any contract that gives rise to both a financial asset of one enterprise and a financial liability or equity instrument of another enterprise. The fair value of a financial instrument is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties at an arm's length transaction.

The assets and liabilities of the company mainly consist of financial instruments. For most of the financial instruments fair values, such as market values, are not available and can only be estimated using certain calculation models. The proceeds of the bonds issued are used for intercompany financing of the KBC group, in particular of KBC Bank NV, KBC Group N.V and another company within the group. The contracts for intercompany financing do not differ other than an interest margin, where applicable, from the structuring of the bonds in terms of maturity, currency, interest terms and fixings.
The fair value of the financial instruments at December, 31st is as follows:

	2008	2007
	€	€
Financial assets	25,102,390,538	24,997,929,133
Financial liabilities	24,839,007,046	24,919,175,981

NOTES TO THE PROFIT AND LOSS ACCOUNT

12 Interest income and expense

Interest on fixed income investments relates to interest income on Belgian Government bonds
The interest receivable income results from the loans granted by the company to KBC Bank N.V., Brussels, Belgium and other group companies. The interest expense relates to bonds issued.

13 Gain on financial transactions

The gain on financial transactions results from the disposal of Belgian Government Bonds.

14 Income from participating interests

	2008	2007
	€	€
Cerinvest N.V., Rotterdam (liquidated during 2007)	-	98,820
KBC International Finance N.V., Curaçao	23,061	1,248,681
	23,061	1,347,501

15 General and administrative expenses

The General and administrative expenses are as follows:

	2008	2007
	€	€
Salaries	268,590	224,609
Social security costs	10,425	5,466
Pension costs	31,400	34,444
Other staff costs	72,708	336,209
Staff cost	383,123	600,728
Bank charges	39,582	57,640
Office and IT expenses	174,349	302,860
Legal and tax fees	16,328	1,634
Audit fee	39,272	17,253
Administration expenses	1,124	2,812
Management fees	(9,474)	(14,227)
	644,304	968,700

The company has three employees, two of whom are members of the Board of Directors. The remuneration of the Directors amounted to € 211,209 (2007: € 213,937). The members of the Supervisory Board did not receive any remuneration.

16 Corporation tax

Corporation tax is calculated based on the profit before taxation taking into account the income from participating interest falling under the participation exempt at the applicable tax rate in the Netherlands (2008: 25.5%). KBC Internationale Financieringsmaatschappij N.V. forms a fiscal unity together with its subsidiary company, KBC International Finance N.V.

17 Commitments

The company entered into a rental contract in 2003 with a duration period of 5 years, extended to 2013, amounting to € 15,476 per annum,

18 Risk management

The structure and organisation of the company are such that interest, exchange, market and operational risks to the company are strictly limited, notes issued being on-lent within the group for the same currency, amount and tenor. The interest margins on the loans where applicable, have been set in conjunction with KBC Bank NV and take account of the company’s obligations under an Advance Pricing Agreement entered into with the Dutch authorities.

19 Related Parties

The loans of the company are extended exclusively to group companies and interest income on loans is earned entirely from group companies. A management fee amounting to € 9,474 (2007: € 14,227) has been charged to the company’s subsidiaries, KBC International Finance N.V. in relation to administration costs.

NOTES TO THE CASH FLOW STATEMENT

20 Cash flow statement

The Cash Flow Statement is compiled according to the indirect method. Net cash flow from operational activities includes Interest Received amounting to € 1,308,463,840 (2007: € 971,660,587) and Interest Paid amounting to € 1,302,555,407 (2008: € 702,353,426).

The cash balances of the company are free of encumbrance.

Rotterdam, 31st March 2009

Board of Directors:

J.G. Heffernan J.J.M. Sluijter

Supervisory Board:

R. Lejaeghere P. Roppe G.Segers

OTHER INFORMATION

Statutory rules concerning appropriation of profit

The net profit has been added to retained earnings.
In accordance with Article 14 of the company's Articles of Association, the net profit is at the disposal of the annual General Meeting of Shareholders.

Dividend 2007

An interim dividend amounting to € 3,500,000 was paid on January 3rd, 2008.

Dividend 2008

An interim dividend amounting to € 5,250,000 was paid on January 2nd, 2009.

.

To: Board of Directors of KBC Internationale Financieringsmaatschappij N.V.

AUDITOR'S REPORT

Report on the financial statements

We have audited the accompanying financial statements 2008 of KBC Internationale Financieringsmaatschappij N.V., Rotterdam, which comprise the balance sheet as at December 31, 2008, the profit and loss account for the year then ended and the notes.

Management's responsibility
Management is responsible for the preparation and fair presentation of the financial statements and for the preparation of the directors' report, both in accordance with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility
Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements give a true and fair view of the financial position of KBC Internationale Financieringsmaatschappij N.V. as at December 31, 2008, and of its result for the year then ended in accordance with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under 2:393 sub 5 part f of the Netherlands Civil Code, we report, to the extent of our competence, that the directors' report is consistent with the financial statements as required by 2:391 sub 4 of the Netherlands Civil Code.

Eindhoven, March 31, 2009

Ernst & Young Accountants LLP

signed by P.J.A.J. Nijssen