

**SUPPLEMENT TO THE BASE PROSPECTUS IN RESPECT OF THE GUARANTEED EURO  
MEDIUM TERM NOTE PROGRAMME DATED 29 OCTOBER 2012**



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**Issuer:**

**CORIO N.V.**

*(Incorporated with limited liability in the Netherlands with its statutory seat in Utrecht)*

**Guarantors:**

**BRESTIA I B.V.**

*(Incorporated with limited liability in the Netherlands with its statutory seat in Utrecht)*

**CORIO BELEGGINGEN I B.V.**

*(Incorporated with limited liability in the Netherlands with its statutory seat in Utrecht)*

**CORIO MANAGEMENT B.V.**

*(Incorporated with limited liability in the Netherlands with its statutory seat in Utrecht)*

**CORIO NEDERLAND B.V.**

*(Incorporated with limited liability in the Netherlands with its statutory seat in Utrecht)*

**GUARANTEED EURO MEDIUM TERM NOTE PROGRAMME**

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1. This Supplement (the **Supplement**) constitutes a supplement to the base prospectus (the **Base Prospectus**) dated 29 October 2012 in relation to the Guaranteed Euro Medium Term Note Programme established by Corio N.V. (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.
2. The Base Prospectus was approved as a base prospectus pursuant to Directive 2003/71/EC, as amended by Directive 2010/73/EU, by the AFM. This Supplement constitutes a supplement to the Base Prospectus for the purpose of Article 5:23 of the Financial Supervision Act (*Wet op het financieel toezicht*) and should be read in conjunction with the Base Prospectus issued by the Issuer.
3. Each of the Issuer and the Guarantors accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Issuer and the Guarantors (which have 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.

4. Copies of this Supplement, the Base Prospectus and the document incorporated by reference in the Base Prospectus by this Supplement can be obtained on request, free of charge, by writing to Corio N.V., Hoog Catharijne, Van Duvenborch Building, Stationsplein 97, 3511 ED Utrecht, the Netherlands, or on [www.corio-eu.com](http://www.corio-eu.com).
5. 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 in (a) above will prevail.
6. Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

**CORIO N.V.**

## AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

On 20 February 2013, Corio N.V. published its Annual Report 2012, containing the audited consolidated and company annual financial statements for the year ended 31 December 2012 (the **Annual Report 2012**). A copy of the Annual Report 2012 has been filed with the AFM. By virtue of this Supplement, the consolidated and company annual financial statements, as included in the Annual Report 2012, are incorporated in, and form part of, the Base Prospectus.

With effect from the date of this Supplement, the information appearing in, or incorporated by reference into, the Base Prospectus shall be amended and/or supplemented in the manner described below. References to page numbers are to the pages of the Base Prospectus.

- (1) In the section *Documents Incorporated by Reference* on page 23 of the Base Prospectus, the following new paragraph 4 shall be inserted:

"4. audited financial statements for the financial year ended 2012 as set out in the English version of the annual report for 2012 (the "**Annual Report 2012**"):

- consolidated and company annual financial statements (page 69-116)
- notes (page 74-108 (consolidated) and page 110-114 (company))
- auditor's report (page 116)"

- (2) In the section *General Information* on page 85 of the Base Prospectus, the paragraph (3) will be amended to read as follows:

"There has been no significant change in the financial or trading position of the Issuer or of the Group since 31 December 2012 and no material adverse change in the prospects of the Issuer or of the Group since 31 December 2012."

- (3) In the section *General Information* on page 85 of the Base Prospectus, the paragraph (4) will be amended to read as follows:

"Except as disclosed on page 120 of the Annual Report 2011 and on page 107 of the Annual Report 2012 neither the Issuer nor any of the Guarantors nor any of their subsidiaries nor any of the Guarantors is or has been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer or the Guarantors are aware) during the 12 months preceding the date of this Prospectus which may have or has had in the recent past significant effects on the financial position or profitability of the Issuer or the Group."

- (4) In the section *General Information* on page 86 of the Base Prospectus, the paragraph (10) limb (iv) will be amended to read as follows:

"the audited non-consolidated and consolidated annual financial statements of the Issuer for the three years ended 31 December 2010, 31 December 2011 and 31 December 2012, respectively, which are included in the published annual reports of the Issuer for the relevant periods;"

- (5) In the section *General Information* on page 86 of the Base Prospectus, the paragraph (11) the following sentence will be included after the second sentence of paragraph (11):

"PricewaterhouseCoopers Accountants N.V. has audited and issued an unqualified auditor's report on the consolidated annual financial statements of the Issuer for the year ended 31 December 2012."