



**EDMOND
DE ROTHSCHILD**

**THIRD SUPPLEMENT DATED 21 JUNE 2019
TO THE BASE PROSPECTUS DATED JULY 11 2018**

EDMOND DE ROTHSCHILD (FRANCE)
as Issuer

(incorporated as a société anonyme in France)

€600,000,000
Euro Medium Term Note Programme
for the issue of Notes
due from one year from the date of original issue

This supplement (hereinafter the **Supplement**) modifies and must be read in conjunction with the Base Prospectus dated July 11, 2018 and its supplement dated 1st march 2019 and 2 April 2019 (hereinafter the **Base Prospectus**) and prepared in relation to the €600,000,000 Euro Medium Term Note programme of Edmond de Rothschild (France) (hereinafter the **Issuer**). The Base Prospectus was approved by the *Commission de Surveillance du Secteur Financier* (hereinafter the **CSSF**) on July 11 2018 as a base prospectus for the purpose of Article 8.4 of the Luxembourg act dated 10 July 2005 on prospectuses for securities (hereinafter the **Prospectus Luxembourg Law**) and Article 5.4 of the Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading and amending Directive 2001/34/EC (hereinafter the **Prospectus Directive**) as amended (which includes the amendments made by Directive 2010/73/EU).

This Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 13.1 of the Prospectus Luxembourg Law and Article 16 of the Prospectus Directive.

This Supplement has been prepared for the purposes of :

- incorporate by reference the information contained in the 2018 Annual Report of the Issuer in the English language (the **Edmond de Rothschild (France) 2018 Annual Report**);
- modify paragraph "B12" of "Section B. Issuer" of the "Summary of the Programme", in pages 9 to 10;
- modify paragraph "Material Change and Significant Change" of the "General Information", in page 402.
- updating information about the Supervisory Board of the Issuer provided in the part of the Base Prospectus entitled "Description of the Issuer" in pages 305 et 310.

The Edmond de Rothschild (France) 2018 Annual Report has been filed with the CSSF and by virtue of this Supplement it shall be deemed to be incorporate by reference into and form part of the Base Prospectus.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus, the statements in (i) above will prevail.

To the best of the knowledge and belief of the Issuer, 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 2 April, 2019.

Full information on the Issuer and the offer of Notes is only available on the basis of the combination of the Base Prospectus and its Supplement.

In accordance with Article 13 (2) of the Prospectus Luxembourg Law, investors who have already agreed to purchase or subscribe for the Notes before this Supplement is published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 25 June, 2019.

DOCUMENTS AVAILABLE

Copies of this Supplement can be obtained, without charge, from the head office of the Issuer and the specified office of each of the Paying Agents, in each case, at the address given at the end of the Base Prospectus.

This Supplement and the Edmond de Rothschild (France) 2018 Annual Report will be published on the website of the Luxembourg Stock Exchange (www.bourse.lu).

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Supplement.

To the best of the knowledge and belief of the Issuer (each 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.

AMENDMENT TO THE BASE PROSPECTUS

The following information appears on the pages of the Edmond de Rothschild (France) 2018.

Annual Report as set out below:

Management Report	Pages 13 to 85
Report of the Statutory Auditors on the consolidated financial statements	Pages 193 to 203
IFRS Consolidated balance sheet	Page 103
IFRS Consolidated Income Statement	Page 104
IFRS Cash Flow Statement	Page 106
Notes to the Consolidated Financial Statements	Pages 108 to 163

- Paragraph "B12" of "Section B. Issuer" of the "Summary of the Programme", in pages 9 to 10, will be deleted in its entirety and replaced with the terms set out hereafter.

		IFRS 9		IAS 39	
		(in thousands of €)	December 2018 (audited)	January 2018 (audited)	December 2017 (audited)
B.12	Selected key financial information	Cash and amounts due from central banks	2 248 217	2 025 603	2 025 603
		Financial assets at fair value through profit or loss	174 670	173 043	8 777
		Financial assets at fair value through equity	4 098	29 943	Not applicable
		Derivatives used for hedging purposes	-	-	-
		Available-for-sale financial assets	-	-	221 482
		Securities at amortised cost	10 132	27 273	Not applicable
		Loans and receivables due from credit institutions	59 135	127 861	127 861

	Loans and receivables due from customers	765 526	672 802	672 883
	Remeasurement adjustment on portfolios hedged for interest rate risk	-	-	-
	Held-to-maturity financial assets	-	-	-
	Current tax assets	238	683	683
	Deferred tax assets	13 726	199	171
	Accruals and other assets	182 521	167 899	167 899
	Investments in associates	60 014	67 664	67 664
	Investment property	-	-	-
	Property and equipment and finance leases (lessee accounting)	39 301	41 205	41 205
	Intangible assets	25 134	26 125	26 125
	Goodwill	82 418	82 470	82 470
	Total	3 665 130	3 442 770	3 442 823

		December 2018 (audited)	January 2018 (audited)	December 2017 (audited)
	Total assets	3 665 130	3 442 770	3 442 823
	Total liabilities & Equity	3 665 130	3 442 770	3 442 823
	Consolidated income statement			
	Net banking income	299 950	305 117	305 117
	Net income	33 280	24 561	24 561
	Equity capital			
	Shareholders' equity	391 774	386 507	386 560
	Consolidated Cash Flow Statement			
	change in net cash	146 510	721 908	721 908
No material adverse change in the prospects of the Issuer since the date of its last published audited financial statements Significant changes in the Issuer's financial or trading position subsequent to the period covered by the historical		There has been no material adverse change in the prospects of Edmond de Rothschild (France) since 31 December 2018.		
		Not Applicable. There has been no significant change in the financial or trading position of the Issuer since 31 December 2018.		

- **Paragraph “Material Change and Significant Change”** of the “General Information”, in page 402 will be deleted in its entirety and replaced with the terms set out hereafter.

Material Change and Significant Change

There has been no material adverse change in the prospects of the Issuer or its consolidated subsidiaries nor significant change in the Issuer’s financial or trading position which is material in the context of the Programme or the issue of the Notes thereunder, since December 31, 2018, the date as at which the most recent audited financial statements of the Issuer were prepared.

- **Updated information about the Supervisory Board of the Issuer**

The information about the Supervisory Board of the Issuer provided in the part of the Base Prospectus entitled "Description of the Issuer" on pages 305 and 310 shall be updated with the following:

As of May 15, 2019 two new members have been added to the Supervisory Board:

- Cynthia Tobiano
- Vincent Taupin

The positions held by each new member of the Supervisory Board in other companies is shown below:

Cynthia Tobiano

Address: 47, rue du Faubourg Saint-Honoré, 75008 Paris

Chief Executive Officer of Edmond de Rothschild Holding S.A. (Switzerland)

Deputy Chief Executive Officer of Edmond de Rothschild (Suisse) S.A. (Switzerland)

Member of the Supervisory Board of Edmond de Rothschild (France)

Director of:

- Edmond de Rothschild (Israel) Ltd
- Compagnie Benjamin de Rothschild Conseil S.A. (Switzerland)
- Edmond de Rothschild Boulevard Buildings Ltd (Israel)
- Edmond de Rothschild (Europe) (Luxembourg)
- Edmond de Rothschild (Monaco)
- Edmond de Rothschild (UK) Limited

Vincent Taupin

Address: 47, rue du Faubourg Saint-Honoré, 75008 Paris

Chief Executive Officer of:

- Edmond de Rothschild S.A.
- Edmond de Rothschild (Suisse) S.A. (Switzerland)

Chairman of the Board of Directors of :

- Edmond de Rothschild (Europe) (Luxembourg)
- Edmond de Rothschild (Monaco)

Censor of the Supervisory Board of Edmond de Rothschild Asset Management (France)

Member of the Supervisory Board of Edmond de Rothschild (France)

Director of :

- Edmond de Rothschild Asset Management (UK) Limited
- Compagnie Benjamin de Rothschild Conseil S.A. (Luxembourg)
- Chambre de Commerce et d'Industrie France-Israël
- EDRRIT Limited