

**First Supplement dated 31 August 2016
to the Prospectus dated 8 June 2016**

*This document constitutes a supplement (the "**First Supplement**") within the meaning of Article 16 of the Directive 2003/71/EC of the European Parliament and the Council of 4 November 2003, as amended (the "**Prospectus Directive**") to two base prospectuses of Hypo Tirol Bank AG (the "**Issuer**"): (i) the base prospectus in respect of non-equity securities within the meaning of Article 22 No. 6 (4) of the Commission Regulation (EC) No. 809/2004 of 29 April 2004, as amended (the "**Commission Regulation**") and (ii) the base prospectus in respect of Pfandbriefe within the meaning of Article 22 No. 6 (3) of the Commission Regulation (together, the "**Debt Issuance Programme Prospectus**" or the "**Prospectus**").*

This First Supplement is supplemental to, and must be read in conjunction with the Debt Issuance Programme Prospectus.

HYPO TIROL BANK AG

EUR 5,000,000,000
Debt Issuance Programme
(the "Programme")

The Issuer has requested the *Commission de Surveillance du Secteur Financier* of the Grand Duchy of Luxembourg (the "**CSSF**") in its capacity as competent authority under the Luxembourg Law relating to prospectuses for securities (*Loi relative aux prospectus pour valeurs mobilières*, the "**Luxembourg Law on Prospectuses**"), which implements the Directive 2003/71/EC of the European Parliament and the Council of 4 November 2003, as amended, to provide the competent authorities in the Federal Republic of Germany and the Republic of Austria as soon as possible after approval of this First Supplement has been granted, with a certificate of such approval (each a "**Notification**") attesting that the First Supplement has been drawn up in accordance with the Luxembourg Law on Prospectuses. The Issuer may request the CSSF to provide competent authorities in additional host Member States within the European Economic Area with a Notification.

This First Supplement will be published in the same way as the Debt Issuance Programme Prospectus in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of the Issuer (www.hypotiro.at).

HYPO TIROL BANK AG ("**HYPO TIROL**" or the "**Issuer**") with its registered office in Innsbruck, the Republic of Austria, is solely responsible for the information given in this First Supplement.

The Issuer hereby declares that, having taken all reasonable care to ensure that such is the case, the information contained in this First Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

Terms defined or otherwise attributed meanings in the Debt Issuance Programme Prospectus have the same meaning in this First Supplement.

This First Supplement shall only be distributed in connection with the Debt Issuance Programme Prospectus. It should only be read in conjunction with the Debt Issuance Programme Prospectus.

To the extent that there is any inconsistency between any statement in this First Supplement and any other statement in or incorporated by reference in the Debt Issuance Programme Prospectus, the statements in this First Supplement will prevail.

Save as disclosed in this First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Debt Issuance Programme Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Debt Issuance Programme Prospectus.

The Issuer has confirmed to the Dealers that the Debt Issuance Programme Prospectus and this First Supplement contains all information with regard to the Issuer and the Notes which is material in the context of the Programme and the issue and offering of Notes thereunder; that the information contained therein is accurate in all material respects and is not misleading; that the opinions and intentions expressed therein are honestly held; that there are no other facts the omission of which would make the Debt Issuance Programme Prospectus as a whole or any of such information or the expression of any such opinions or intentions and this First Supplement misleading in any material respect; and that all reasonable enquiries have been made to ascertain all facts and to verify the accuracy of all statements contained therein.

No person has been authorised to give any information which is not contained in or not consistent with the Debt Issuance Programme Prospectus or this First Supplement or any other document entered into or any information supplied in connection with the Programme and, if given or made, such information must not be relied upon as having been authorized by or on behalf of the Issuer, the Dealers or any of them.

To the extent permitted by the laws of any relevant jurisdiction, neither the Arranger nor any Dealer nor any other person mentioned in the Debt Issuance Programme Prospectus or this First Supplement, excluding the Issuer, is responsible for the information contained in the Debt Issuance Programme Prospectus or this First Supplement or any Final Terms or any other document incorporated therein by reference, and accordingly, and to the extent permitted by the laws of any relevant jurisdiction, none of these persons accepts any responsibility for the accuracy and completeness of the information contained in any of these documents.

In accordance with Article 13 paragraph 2 of the Luxembourg Law, where the Prospectus relates to an offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes before this First Supplement is published have the right, exercisable within a time limit of two working days after the publication of this First Supplement, until 2 September 2016, to withdraw their acceptances provided that the new factor, mistake or inaccuracy referred to in Article 13 paragraph 1 of the Luxembourg Law arose before the final closing of the offer to the public and the delivery of the Notes.

I. Supplemental and replacement information pertaining to the SUMMARY and its German Translation

1. Supplemental and replacement information pertaining to the "SUMMARY – Section B – Summary regarding the Issuer"

- On page 8 of the Prospectus, "Element B.12 – Selected historical key financial information" shall be supplemented by the following:

Semi-annually Company Key Figures 2016/2015				
in million Euro	30.6.2016	31.12.2015	Change in thousand EUR	in %
Total assets	7,663	7,501	143	1.9
Receivables from clients after risk provision	5,224	5,292	-67,3	-1.3
Liabilities to clients	3,349	2,899	450	15.5
Liabilities evidenced by certificate	1,564	1,113	451	40.6
Financial liabilities – designated at fair value	1,588	1,912	-324	-17
Total accountable equity capital (according to CRR/CRD IV)	550	562	-12	-2.14
Core capital (Tier I) (according to CRR/CRD IV)	478	480	-2	-0.42
in thousand Euro	1.1.-30.6.2016	1.1.-30.6.2015	Change	in %
Net interest income after risk provision	46,163	33,796	12,367	36.6
Net commission income	14,007	14,627	-620	-4.2
Administrative expenses	-34,087	-36,065	1,978	-5.5
Result before taxation	-3,940	104,238	108,178	>100.0
	30.06.2016	31.12.2015		
Cost income ratio (CIR)*	66.32 %	66.41 %		
Equity capital rate in % acc.toCRR/CRD IV on the basis of total equity capital requirements	14.31 %	14.30 %		
Return on equity (ROE)*	-0.82 %	14.75 %		
	30.06.2016	31.12.2015		
Human resources				
Number of employees	521	513		

* Cost income ratio is an essential operational measure of efficiency of a credit institution. Administrative expenses are set in a ratio of earnings (interest income, commission surplus or trading result less provisions for risks) of a bank. Return on equity (ROE) specifies a company's profitability. ROE is the quotient of net income for the year and equity.

- On page 8 of the Prospectus, "Element B.12 – Significant change in the financial and trading position" shall be replaced entirely by the following:

"Significant change in the financial and trading position"	Not applicable. There has been no significant change in the financial and trading position of the Issuer since 30 June 2016."
-------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------

2. Supplemental information pertaining to the German translation of the Summary section "GERMAN TRANSLATION OF THE SUMMARY – Abschnitt B – Zusammenfassung in Bezug auf die Emittentin"

- On pages 22 - 23 of the Prospectus, "Element B.12 - Ausgewählte wesentliche historische Finanzinformationen" shall be supplemented by the following:

Unternehmenskennziffern Halbjahr 2016/2015				
in Mio Euro	30.06.2016	31.12.2015	Veränderung in TEUR	Veränderung in %
Summe der Vermögenswerte	7.663	7.501	143	1,9
Forderungen an Kunden nach Risikovorsorge	5.224	5.292	-67,3	-1,3
Verbindlichkeiten gegenüber Kunden	3.349	2.899	450	15,5
Verbriefte Verbindlichkeiten	1.564	1.113	451	40,6
Finanzielle Verbindlichkeiten – designated at Fair Value	1.588	1.912	--324	-17
Gesamte anrechenbare Eigenmittel gemäß CRR/CRD IV	550	562	-12	-2,14
Kernkapital (Tier I) (gemäß CRR/CRD IV)	478	480	-2	-0,42
in Tsd. Euro	1.1.-30.6.2016	1.1.-30.6.2015	Veränderung	in %
Zinsüberschuss nach Risikovorsorge	46.163	33.796	12.367	36,6
Provisionsüberschuss	14.007	14.627	-620	-4,2
Verwaltungsaufwand	-34.087	-36.065	1.978	-5,5
Ergebnis vor Steuern	-3.940	104.238	108.178	>100,00
	30.06.2016	31.12.2015		
Cost income ratio (CIR)*	66,32 %	66,41 %		
Eigenmittelquote (lt. CRR/CRD IV auf Basis des gesamten Eigenmittelerfordernisses)	14,31%	14,30 %		
Return on equity (ROE)*	-0,82 %	14,75 %		
Personal	30.06.2015	31.12.2015		
Mitarbeiter	521	513		

* Die *Cost income ratio* (CIR) ist eine zentrale betriebswirtschaftliche Kennzahl der Effizienz eines Kreditinstituts. Der Verwaltungsaufwand wird in Relation zu den Erträgen (Zinsüberschuss, Provisionsüberschuss bzw. Handelsergebnis abzüglich Zuführungen zur Risikovorsorge) einer Bank gesetzt. ROE = *Return on Equity* (Eigenkapitalrentabilität); beschreibt die Ertragslage eines Unternehmens. Der ROE ist der Quotient aus dem Jahresüberschuss und dem Eigenkapital.

- On page 23 of the Prospectus, "Element B.12 - Signifikante Veränderungen in der Finanz- bzw. Handelsposition" shall be replaced entirely by the following:

"Signifikante Veränderungen in der Finanz- bzw. Handelsposition"	Nicht anwendbar. Seit dem 30. Juni 2016 hat es keine signifikanten Änderungen der Finanz- und Handelsposition der Emittentin gegeben."
-------------------------------------------------------------------------	----------------------------------------------------------------------------------------------------------------------------------------

II. Supplemental and replacement information pertaining to the section "HYPO TIROL BANK AG"

- The section "FINANCIAL INFORMATION CONCERNING HYPO TIROL BANK AG'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES - Historical Annual Financial Information" on page 60 of the Prospectus shall be supplemented by the following:

"The German language unaudited interim financial statements (*Konzernhalbjahresabschluss*) as of 30 June 2016 of the Issuer included in the half-year financial report (*Halbjahresfinanzbericht*) are incorporated by reference into this Prospectus."

- The sentence under the heading "Significant change in HYPO TIROL BANK AG's financial or trading position" on page 60 of the Prospectus shall be replaced by the following:

"There has been no significant change in HYPO TIROL BANK AG's financial or trading position since 30 June 2016."

- The section "DOCUMENTS ON DISPLAY" on page 60 of the Prospectus shall be replaced by the following:

"The following documents (or copies of these) will be available free of charge from the registered office of the Issuer. They can also be inspected and printed via the Internet at www.hypotirool.com:

Annual Reports 2014 and 2015
 German language Interim Report 30 June 2016
 Debt Issuance Programme Prospectus
 Articles of Association of HYPO TIROL BANK AG"

III. Supplemental information pertaining to the section "DOCUMENTS INCORPORATED BY REFERENCE"

- The section "Comparative Table of Documents incorporated by Reference" on page 252 of the Prospectus shall be supplemented by the following:

"5) German language Interim Report as of 30 June 2016 of HYPO TIROL BANK AG	
- Balance Sheet	Page 22
- Profit and Loss Account	Page 20
- Shortened Statement of Comprehensive Income	Page 21
- Changes in Equity Capital	Page 23
- Cash Flow Statement	Page 24
- Appendix (Notes)	Pages 26 to 43"

Issuer

HYPO TIROL BANK AG
Meraner Straße 8
6020 Innsbruck
Republic of Austria

Fiscal and Paying Agent

Deutsche Bank Aktiengesellschaft
Taunusanlage 12
60325 Frankfurt am Main
Federal Republic of Germany

Austrian Fiscal and Paying Agent
(for Pfandbriefe)

HYPO TIROL BANK AG
Meraner Straße 8
6020 Innsbruck
Republic of Austria