



**Landesbank Hessen-Thüringen
Girozentrale**
(the "Issuer")

2nd Supplement dated 19 September 2017 to the
Prospectus dated 25 April 2017 (the "Prospectus")
as supplemented by the 1st Supplement dated 5 September 2017
relating to the
Helaba Euro 35,000,000,000 Debt Issuance Programme
for the issue of Notes (including Pfandbriefe)
(the "Programme").

pursuant to Art. 16 (1) of Directive 2003/71/EC as amended by Directive 2010/73/EU
and Art. 13 (1) of the Luxembourg Act on Securities Prospectuses (*loi relative aux prospectus pour
valeurs mobilières*) as amended by the law of 3 July 2012 transposing Directive 2010/73/EU
(*loi du 3 juillet 2012 portant transformation de la directive 2010/73/EU*)
(the "**Supplement**").

This Supplement is supplemental to, and should be read in conjunction with the Prospectus dated
25 April 2017 as supplemented by the 1st Supplement dated 5 September 2017 relating to the
EUR 35,000,000,000 Debt Issuance Programme of Landesbank Hessen-Thüringen Girozentrale.

Terms not otherwise defined herein shall have the meanings specified in the Prospectus.

The Issuer has applied for a notification pursuant to Art. 19 of the *loi relative aux prospectus pour
valeurs mobilières* and has requested the *Commission de Surveillance du Secteur Financier* (the
"**CSSF**") of the Grand-Duchy of Luxembourg in its capacity as competent authority (the "**Compe-
tent Authority**") to provide the competent authority of the Federal Republic of Germany ("Germa-
ny") with a certificate of approval attesting that this Supplement has been drawn up in accordance
with the *loi relative aux prospectus pour valeurs mobilières* and with a copy of this Supplement.
The Issuer may request the CSSF to provide competent authorities in additional host Member
States within the European Economic Area with a notification.

This Supplement will be published in electronic form on the website of the Luxembourg Stock
Exchange under www.bourse.lu, will be available free of charge at the specified offices of the
Issuer and will be published in electronic form on the website of the Issuer
<http://programme.helaba.de>.

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General Information

Landesbank Hessen-Thüringen Girozentrale is solely responsible for the information given in this Supplement.

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

This Supplement has been approved by the Competent Authority.

Right to Withdraw

According to article 13 paragraph 2 of the Luxembourg Law of 10 July 2005 on prospectuses for securities, Investors who, prior to the publication of this Supplement, have made a declaration of intent aimed at the purchase of or subscription to securities offered under the Prospectus, are entitled to revoke this declaration of intent within a period of two working days after the publication of this Supplement (on 21 September 2017 at the latest), if and to the extent that the new circumstance or the incorrectness has occurred prior to the final closing of the public offering and prior to the delivery of the debt instruments. The notice of revocation does not need to contain any reasons and has to be declared in text form vis-à-vis Landesbank Hessen-Thüringen, Neue Mainzer Str. 52-58, 60311 Frankfurt am Main. The timely dispatch is sufficient to observe the deadline.

Contents of the Supplement

This Supplement No. 2 dated 19 September 2017 has been prepared for the purpose of amending the section entitled "Ratings" in the Prospectus as well as the related parts in the Summary entitled "Ratings" due to the publication of an upgrade of Helaba's Baseline Credit Assessment by Moody's Investors Services on 12 September 2017. It amends the Prospectus in the places indicated below.

Amendments to the Prospectus

Amendments to the Summary of the Prospectus on page 3

The following information replaces the information included in section B.17 entitled "Ratings" on pages 8 to 9:

B.17	Ratings:	<p>Investors should keep in mind that a rating does not constitute a recommendation to purchase, sell or hold the debt securities issued by the Issuer.</p> <p>Moreover, the ratings awarded by the rating agencies may at any time be suspended, downgraded or withdrawn.</p> <p>The following ratings apply to Helaba (Status: as at the date of this Supplement No. 2):</p> <table border="1" data-bbox="684 674 1461 1205"> <thead> <tr> <th></th> <th>Moody's</th> <th>Fitch</th> <th>Standard & Poor's</th> </tr> </thead> <tbody> <tr> <td>Long-term senior unsecured debt with preferential right to payment</td> <td>Aa3</td> <td>AA-*</td> <td>A*</td> </tr> <tr> <td>Long-term senior unsecured debt without preferential right to payment</td> <td>A1</td> <td>A+*</td> <td>A-*</td> </tr> <tr> <td>Short-term rating</td> <td>P-1</td> <td>F1+*</td> <td>A-1*</td> </tr> <tr> <td>Public Pfandbriefe</td> <td>Aaa</td> <td>AAA</td> <td>-</td> </tr> <tr> <td>Mortgage Pfandbriefe</td> <td>-</td> <td>AAA</td> <td>-</td> </tr> <tr> <td>Subordinated debt</td> <td>Baa2</td> <td>A*</td> <td>-</td> </tr> <tr> <td>Financial strength</td> <td>baa2</td> <td>a+*</td> <td>a*</td> </tr> </tbody> </table> <p>* Based on the Joint S-Group Rating for the Sparkassen-Finanzgruppe Hessen-Thüringen</p>		Moody's	Fitch	Standard & Poor's	Long-term senior unsecured debt with preferential right to payment	Aa3	AA-*	A*	Long-term senior unsecured debt without preferential right to payment	A1	A+*	A-*	Short-term rating	P-1	F1+*	A-1*	Public Pfandbriefe	Aaa	AAA	-	Mortgage Pfandbriefe	-	AAA	-	Subordinated debt	Baa2	A*	-	Financial strength	baa2	a+*	a*
	Moody's	Fitch	Standard & Poor's																															
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Mortgage Pfandbriefe	-	AAA	-																															
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Financial strength	baa2	a+*	a*																															

Amendments to the German Translation of the Summary of the Prospectus on page 26

The following information replaces the information included in section B.17 entitled "Ratings" on pages 31 to 32:

B.17	Ratings:	<p>Anleger sollten beachten, dass ein Rating keine Empfehlung darstellt, von der Emittentin begebene Schuldverschreibungen zu kaufen, zu verkaufen oder zu halten. Zudem können die Ratings von den Ratingagenturen jederzeit suspendiert, herabgesetzt oder zurückgezogen werden.</p> <p>Es gelten folgende Ratings für die Helaba (Stand: zum Datum dieses Nachtrags Nr. 2):</p> <table border="1" data-bbox="608 546 1422 1043"> <thead> <tr> <th></th> <th>Moody's</th> <th>Fitch</th> <th>Standard & Poor's</th> </tr> </thead> <tbody> <tr> <td>Langfristige erstrangig unbesicherte Verbindlichkeiten mit Besserstellung</td> <td>Aa3</td> <td>AA-*</td> <td>A*</td> </tr> <tr> <td>Langfristige erstrangig unbesicherte Verbindlichkeiten ohne Besserstellung</td> <td>A1</td> <td>A+*</td> <td>A-*</td> </tr> <tr> <td>Kurzfristige Verbindlichkeiten</td> <td>P-1</td> <td>F1+*</td> <td>A-1*</td> </tr> <tr> <td>Öffentliche Pfandbriefe</td> <td>Aaa</td> <td>AAA</td> <td>-</td> </tr> <tr> <td>Hypothekendarlehen</td> <td>-</td> <td>AAA</td> <td>-</td> </tr> <tr> <td>Nachrangige Verbindlichkeiten</td> <td>Baa2</td> <td>A*</td> <td>-</td> </tr> <tr> <td>Finanzkraft</td> <td>baa2</td> <td>a+*</td> <td>a*</td> </tr> </tbody> </table> <p>* Basierend auf einem gemeinsamen Verbundrating der Sparkassen-Finanzgruppe Hessen-Thüringen</p>		Moody's	Fitch	Standard & Poor's	Langfristige erstrangig unbesicherte Verbindlichkeiten mit Besserstellung	Aa3	AA-*	A*	Langfristige erstrangig unbesicherte Verbindlichkeiten ohne Besserstellung	A1	A+*	A-*	Kurzfristige Verbindlichkeiten	P-1	F1+*	A-1*	Öffentliche Pfandbriefe	Aaa	AAA	-	Hypothekendarlehen	-	AAA	-	Nachrangige Verbindlichkeiten	Baa2	A*	-	Finanzkraft	baa2	a+*	a*
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Amendments to the section entitled "General Description to the Programme and the Notes – Description of the Programme" on page 74

The following table replaces the table included in the paragraph headed "Ratings" on page 78 entitled "Creditworthiness Rating, Pfandbrief Rating" as well as the heading of the table:

Ratings

Creditworthiness Rating, Pfandbrief Rating

The following ratings apply to Helaba (Status: as at the date of this Supplement No. 2):

	Moody's	Fitch	Standard & Poor's
Long-term senior unsecured debt with preferential right to payment	Aa3	AA-*	A*
Long-term senior unsecured debt without preferential right to payment	A1	A+*	A-*
Short-term rating	P-1	F1+*	A-1*
Public Pfandbriefe	Aaa	AAA	-
Mortgage Pfandbriefe	-	AAA	-
Subordinated debt	Baa2	A*	-
Financial Strength (BCA/Viability Rating/SACP)	baa2	a+*	a*

* Based on Joint S-Group Rating for the Sparkassen-Finanzgruppe Hessen-Thüringen