

BASE PROSPECTUS SUPPLEMENT

BROKERCREDITSERVICE STRUCTURED PRODUCTS PLC

*(incorporated in Cyprus)
(as Issuer)*

EUR 10,000,000,000 EURO MEDIUM TERM NOTE PROGRAMME

BrokerCreditService Structured Products plc (the "**Issuer**") has prepared this base prospectus supplement (the "**Prospectus Supplement**") to be supplemental to, form part of and be read and construed in conjunction with the base prospectus dated 14 June 2021 and the supplement to such base prospectus dated 6 August 2021 (the "**Base Prospectus**") published in relation to the Issuer's EUR 10,000,000,000 euro medium term note programme (the "**Programme**").

This Prospectus Supplement comprises a supplement in accordance with Article 23 of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). This Prospectus Supplement has been approved by the Central Bank of Ireland (the "**CBI**") as competent authority under the Prospectus Regulation. The CBI only approves this Prospectus Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer nor as an endorsement of the quality of the Notes that are the subject of this Prospectus Supplement. Investors should make their own assessment as to the suitability of investing in the Notes.

Unless otherwise defined herein, terms defined in the Base Prospectus shall have the same meaning when used in this Prospectus Supplement.

The Issuer confirms the following:

The Issuer accepts responsibility for the information contained in this Prospectus Supplement. To the best of the knowledge of the Issuer, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

No non-exempt offers of Notes to the public made by the Issuer pursuant to the Base Prospectus are ongoing as of the date hereof, and consequently, no rights of withdrawal arise in accordance with the Prospectus Regulation following the publication of this Prospectus Supplement.

The original Base Prospectus is available on the website of the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") at: <https://ise-prodnr-eu-west-1-data-integration.s3-eu-west-1.amazonaws.com/202106/eeb36fad-dac3-4d2a-b313-795eea322cf9.PDF> and the supplement thereto dated 6 August 2021 is available at: <https://ise-prodnr-eu-west-1-data-integration.s3-eu-west-1.amazonaws.com/202108/185602e2-594f-4fb7-a5c7-8ce7c3b641c1.PDF>.

This Prospectus Supplement is available for viewing, and copies may be obtained from, the offices of the Fiscal Agent. This Prospectus Supplement is also available on the website of Euronext Dublin at: <https://live.euronext.com/>

As of 12 October 2021

BROKERCREDITSERVICE STRUCTURED PRODUCTS PLC

AMENDMENTS TO THE BASE PROSPECTUS

With effect from the date of this Prospectus Supplement the information appearing in the Base Prospectus shall be amended in the manner described below:

1. *Interim Unaudited Financial Statements*

- (a) the paragraph and table under the heading "Selected Financial Information relating to BrokerCreditService Structured Products plc" in the Description of the Issuer section (set out on pages 546 to 548 of the Base Prospectus) shall be deleted and replaced with the following:

The following table sets out in summary form balance sheet and income statement information relating to the Issuer. Such information is derived from the audited and consolidated financial statements of the Issuer as at and for the year ended 31 December 2019, the audited and consolidated financial statements of the Issuer as at and for the year ended 31 December 2020, the unaudited and condensed financial statements of the Issuer as at and for the half year period ended 30 June 2020 and the unaudited and condensed financial statements of the Issuer as at and for the half year period ended 30 June 2021 (the "**Financial Statements**").

In respect of the Financial Statements, the Issuer has adopted all of the new and revised International Financial Reporting Standards ("**IFRS**") that are relevant to it and are effective for accounting periods beginning on 1 January 2020.

The financial statements of the Issuer are prepared in accordance with International Financial Reporting Standards and the requirements of the Cyprus Companies Law, Cap. 113. Such financial statements, together with the reports of Yiallourides & Partners Ltd and KPMG Limited (as applicable) and the accompanying notes, appear elsewhere in this Base Prospectus. The financial information presented below should be read in conjunction with such financial statements, reports and the notes thereto.

Comparative Annual Financial Data (2020 and 2019) – In RUB		
	31/12/2020	31/12/2019
Interest income calculated using the effective interest method	4,916,137,926	5,887,498,061
Other interest income	2,982,825,307	3,467,308,422
Interest expense	(3,591,705,321)	(7,330,245,746)
Net interest income	4,307,257,912	2,024,560,737
Net gain/(loss) on trading in financial instruments	1,623,536,254	(968,248,259)
Net fair value gains on financial assets/liabilities at fair value through profit or loss	10,926,635,295	6,860,205,323
Change in fair value of derivative financial instruments	(5,195,811,057)	(3,405,275,347)
Financial result of SWAP operations	2,067,656,088	1,091,740,883
Expenses on bonds issued	(8,029,757,727)	(5,322,280,814)
Dividend income (gross)	1,676,150,151	1,703,717,308
Net (loss)/gain realised on trading in foreign currencies	(274,806,565)	3,822,110,321
Net foreign exchange gain/(loss)	855,669,618	(1,051,746,879)

Net trading income	3,649,272,057	2,730,222,536
Change in fair value of loans receivable	6,373,314	-
Impairment loss on debt financial assets	(3,833,625,895)	(391,918,055)
Fee and commission expenses	(837,560,121)	(1,157,174,021)
Administration and other expenses	(334,742,682)	(303,435,798)
Gain on loans assignment	-	264,459,001
Loss from sale of investments in subsidiaries	(15,135,790)	(7,338,545)
Share of results of associates	(43,590,568)	33,409,728
Profit before tax	2,898,248,227	3,192,785,583
Income tax expense	(248,215,182)	(140,769,473)
Net profit for the year	2,650,033,045	3,052,016,110
Other comprehensive income	-	-
TOTAL comprehensive income for the year	2,650,033,045	3,052,016,110
Non-current assets	57,996,038,199	10,299,781,951
Current assets	174,524,724,579	175,111,438,511
TOTAL assets	232,520,762,778	185,411,220,462
TOTAL equity	6,654,888,255	6,004,855,210
Current liabilities	124,730,528,702	115,551,780,610
TOTAL liabilities	225,865,874,523	179,406,365,252
TOTAL equity and liabilities	232,520,762,778	185,411,220,462
Comparative Annual Financial Data (2021 and 2020) – (In thousands of Russian Roubles)		
	For the 6 months ended 30/06/2021 (unaudited)	For the 6 months ended 30/06/2020 (unaudited) (restated)¹
Interest income calculated using the effective interest method	2,498,293	2,859,832

¹ During the six-month period ended 30 June 2021 the Issuer's management reassessed the initial classification of certain items in the interim financial statements for the six-month period ended 30 June

Other interest income	44,929	-
Interest expense	(2,482,424)	(2,750,438)
Net interest income	60,798	109,394
Net trading gain (loss) from trading assets and liabilities	19,402,507	(11,123,666)
Gain (loss) from trading in foreign currencies and currency revaluation	573,519	(146,711)
Dividend income from trading assets	621,365	601,870
Net trading (loss) gain from derivatives	(3,591,232)	16,233,458
Net trading income	17,006,159	5,564,951
Impairment of debt financial assets	(19,840)	(646,600)
Loss from investment securities measured at fair value through profit or loss	(1,013)	(40,453)
Fee and commission expense	(360,748)	(510,565)
Administrative and other operating expenses	(149,940)	(36,165)
Other operating (expense) income	(20,126)	767
Profit before tax	16,515,290	4,441,329
Income tax expense	(96,268)	(90,241)
Profit and other comprehensive income for the period	16,419,022	4,351,088
	As at 30/06/2021 (unaudited)	As at 31/12/2020 (restated)²
TOTAL assets	238,825,422	233,282,314
TOTAL equity	22,202,449	7,275,117
TOTAL liabilities	216,622,973	226,007,197
TOTAL equity and liabilities	238,825,422	233,282,314

2020. The effects of such reassessment on amounts presented in the interim financial statements for the six-month period ended 30 June 2020 are presented under paragraph (f) on pages 15 to 18 of the 2021 Interim Statements.

² During the six-month period ended 30 June 2021 the Issuer's management reassessed the initial classification of certain items in the financial statements for the one-year period ended 30 December 2020. The effects of such reassessment on amounts presented in the financial statements for the one-year period ended 30 December 2020 are presented under paragraph (f) on pages 15 to 18 of the 2021 Interim Statements.

- (b) Each of:
- (i) the first paragraph after the heading "Recent Events and Trend Information" in the Description of the Issuer section (on page 543 of the Base Prospectus); and
 - (ii) paragraph 3 (*Significant/Material Change*) of the General Information section (on page 573 of the Base Prospectus),

shall be amended by the deletion thereof and the substitution of the following therefor:

"There has been no significant change in the financial or trading position of the Issuer since 30 June 2021. There has been no material adverse change in the prospects of the Issuer since 31 December 2020."

- (c) A copy of the interim unaudited condensed financial statements of the Issuer in respect of the half year period ended 30 June 2021 (the "**2021 Interim Statements**") has been filed with the Central Bank of Ireland and pages 7 to 55 of the 2021 Interim Statements shall be deemed to be incorporated by reference in, and form part of, this Prospectus Supplement. Any information contained in the 2021 Interim Statements which is not incorporated by reference in this Prospectus Supplement is either not relevant to investors or is covered elsewhere in the Base Prospectus as amended by this Prospectus Supplement. The 2021 Interim Statements can be accessed on the website of the Issuer as follows: https://www.bcs-sp.com/upload/iblock/c1c/BCS-SP-FS-6m2021-signed_1.pdf

2. Registered office of the Issuer

References to "Agia Zoni, 12, Agia Zoni Center, Flat/Office 103, 3027, Limassol, Cyprus" on pages 53, 56, 543, 573 and 585 of the Base Prospectus shall be deleted and replaced with "Office 203, Kofteros Business Center, 182 Agias Filaxeos, 3083, Limassol, Cyprus".

3. Directors of the Issuer

The paragraph under the heading "Management of BrokerCreditService Structured Products plc" in the Description of the Issuer section (set out on page 544 of the Base Prospectus) shall be deleted and replaced with the following:

The directors of the Issuer are as follows:

Executive directors:

Evgenios Bagiazidis of Voltairou, 12, Block B, Flat/Office 106, Germasogeia, 4046, Limassol, Cyprus, who has no principal activities performed outside of his executive directorship of the Issuer;

Sergei Kosarev of Meteoron, 1, 3086, Limassol, Cyprus who has no principal activities performed outside of his executive directorship of the Issuer; and

Alona Joannu of Panayioti Kavadia 7, 1020 Nicosia, Cyprus, who is also a managing director.

Non-executive directors:

Franz Hep of Eugen Dahm-Strasse, 6-14, 2514, Traiskirchen, Austria, who is also the chairman of the Issuer's board and a managing director for the structured products division of BrokerCreditService Ltd, which such role the Issuer considers to be significant with respect to the Issuer;

Dimitra Karkalli of Kallipoleos, 2A, Agia Fyla, Limassol, Cyprus who has no principal activities performed outside of her directorship of the Issuer; and

Georgios Yiallourides of 8 Kyriakou Matsi, 4549 Palodia, Limassol, Cyprus who is also a managing director at Yiallourides & Partners Ltd. Chartered Accountants, which such role the Issuer considers to be significant with respect to the Issuer.

There are no conflicts of interest between the duties of Sergei Kosarev, Evgenios Bagiazidis, Alona Joannu, Franz Hep, Dimitra Karkalli and Georgios Yiallourides to the Issuer and their private interests or other duties.

The secretary of the Issuer is as follows:

M. Kyprianou Fiduciaries (Cyprus) Limited whose registered address is Stasinou & Agias Elenis, 2, STASINOS BUILDING, 6th and 7th floor 1060, Nicosia, Cyprus.

There are no conflicts of interest between the duties of M. Kyprianou Fiduciaries (Cyprus) Limited to the Issuer and their private interests or other duties.

REGISTERED OFFICE OF THE ISSUER

Office 203
Kofteros Business Center,
182 Agias Filaxeos,
3083, Limassol
Cyprus

REGISTERED OFFICE OF THE GUARANTOR

FG BCS Ltd
Krinou, 3
THE OVAL, 2nd floor,
Flat/office 203
Agios Athanasios, 4103, Limassol
Cyprus

ARRANGER

BCS Prime Brokerage Limited
99 Bishopsgate, 17th floor
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United Kingdom

DEALER

BrokerCreditService (Cyprus) Limited
Spyrou Kyprianou & 1 Oktovriou, 1
VASHIOTIS KALANDE OFFICES, 2nd floor
Mesa Geitonia, 4004 Limassol, Cyprus

FISCAL AGENT AND PAYING AGENT

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Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB

REGISTRAR

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Frankfurt 60323
Germany

LEGAL ADVISERS

To the Issuer and the Guarantor as to English law

Clifford Chance LLP
10 Upper Bank Street
London, E14 5JJ
United Kingdom

AUDITORS TO THE ISSUER

KPMG Limited
Esperidon 14
1087, Nicosia
Cyprus

LISTING AGENT

Arthur Cox Listing Services Limited
Ten Earlsfort Terrace
Dublin 2
Ireland

AUDITORS TO THE GUARANTOR

KPMG Limited
11, June 16th 1943 Street
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Cyprus