

## 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 16 June 2017 as supplemented by Supplement No.1 to the base prospectus dated 28 September 2017 (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 16 of the Directive 2003/71/EC. This Prospectus Supplement has been approved by the Central Bank of Ireland, as competent authority under the Directive 2003/71/EC. The Central Bank of Ireland only approves this Prospectus Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Directive 2003/71/EC.

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 and belief of the Issuer (which has taken all reasonable care to ensure that such is the case), 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 regulation 52 of the Irish Prospectus Regulations following the publication of this Prospectus Supplement.

The Base Prospectus is available on the website of the Irish Stock Exchange at:  
[http://www.ise.ie/debt\\_documents/Base%20Prospectus\\_10a93636-f896-4c93-9c7e-84c60d677a35.PDF](http://www.ise.ie/debt_documents/Base%20Prospectus_10a93636-f896-4c93-9c7e-84c60d677a35.PDF)  
and [http://www.ise.ie/debt\\_documents/Final%20Supplement\\_7592fc43-1357-4aba-af74-f6f675bfc6d0.PDF](http://www.ise.ie/debt_documents/Final%20Supplement_7592fc43-1357-4aba-af74-f6f675bfc6d0.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 the Irish Stock Exchange at:  
<http://www.ise.ie>

As of 29 January 2018

### BROKERCREDITSERVICE STRUCTURED PRODUCTS PLC



**DIMITRA KARKALLI**

## 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:

- (a) Condition 6(g) (*Purchase*) in the 'Terms and Conditions of the Notes' (set out on page 119 of the Base Prospectus) shall be replaced with the following:

"(g) *Purchase*: The Issuer or any of its Subsidiaries may at any time purchase Notes in the open market or otherwise and at any price and such Notes may be held, resold or, at the option of the Issuer, surrendered to any Paying Agent for cancellation (*provided that*, if the Notes are to be cancelled, they are purchased together with all unmatured Coupons relating to them)."

- (b) Condition 6(h) (*Cancellation*) in the 'Terms and Conditions of the Notes' (set out on page 119 of the Base Prospectus) shall be replaced with the following:

"(h) *Cancellation*: All Notes redeemed and any unmatured Coupons attached to or surrendered with them shall be cancelled and all Notes so cancelled and any Notes cancelled pursuant to Condition 6(g) (*Purchase*) above (together with all unmatured Coupons cancelled with them) may not be reissued or resold."

**REGISTERED OFFICE OF THE ISSUER**

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**FISCAL AGENT AND PAYING AGENT**

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**REGISTRAR AND TRANSFER AGENT**

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**LEGAL ADVISERS**

*To the Issuer as to English law*

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**LISTING AGENT**

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