

**SUPPLEMENTARY PROSPECTUS DATED 9 MARCH 2021
TO THE BASE PROSPECTUS DATED 27 NOVEMBER 2020**

DOHA FINANCE LIMITED

(an exempted company incorporated in the Cayman Islands with limited liability)

DOHA BANK Q.P.S.C.

(a Qatari public shareholding company incorporated under the Commercial Companies Law No. (11) of 2015)

U.S.\$2,000,000,000

Euro Medium Term Note Programme

unconditionally and irrevocably guaranteed in the case of Notes issued by Doha Finance Limited by Doha Bank Q.P.S.C.

This base prospectus supplement (the "**Base Prospectus Supplement**") which constitutes a supplementary prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**UK Prospectus Regulation**"), is supplemental to, and should be read in conjunction with, the Base Prospectus dated 27 November 2020 (the "**Base Prospectus**"), and is prepared in connection with the U.S.\$2,000,000,000 Medium Term Note Programme (the "**Programme**") established by Doha Finance Limited and Doha Bank Q.P.S.C. (each, an "**Issuer**" and together, the "**Issuers**") and guaranteed by Doha Bank Q.P.S.C. (the "**Bank**" or the "**Guarantor**"). Terms defined in the Base Prospectus have the same meaning when used in this Base Prospectus Supplement.

The Base Prospectus and this Base Prospectus Supplement can be viewed on the website of the Regulatory News Service operated by the London Stock Exchange plc at:

<https://www.londonstockexchange.com/news?tab=news-explorer>

This Base Prospectus Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation.

Purpose of the Base Prospectus Supplement

The purpose of this Base Prospectus Supplement is:

- (a) to incorporate by reference the annual consolidated financial statements of the Bank as at and for the twelve month period ended 31 December 2020 (the "**2020 Annual Financial Statements**");
- (b) to update the significant change statement and the material adverse change statement set out in the Base Prospectus;
- (c) to update the front and cover pages of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union;
- (d) to update the "*Important Information*" section of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union;
- (e) update the "*Overview of the Programme*" section of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union;
- (f) update the disclosure in the "*Risk Factors*" section of the Base Prospectus to reflect certain recent developments;

- (g) update the "*Form of Final Terms*" section of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union;
- (h) update the "*Form of Pricing Supplement*" section of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union;
- (i) update the disclosure in the "*Description of Doha Bank Q.P.S.C.*" section of the Base Prospectus to reflect certain recent developments and update certain financial disclosures for the financial year ended 31 December 2020;
- (j) update the disclosure in the "*Selected Financial Information*" section of the Base Prospectus to reflect the net interest margin and cost to income ratio figures calculated on the basis of the Bank's full year results for 2020;
- (k) update the disclosure in the "*Overview of Qatar*" section of the Base Prospectus to reflect certain recent developments;
- (l) update the disclosure in the "*Taxation - Qatar*" section of the Base Prospectus to reflect certain recent developments;
- (m) update the disclosure in the "*Subscription and Sale*" section of the Base Prospectus, to reflect the end of the transition period following the United Kingdom's exit from the European Union; and
- (n) to generally update references to the "Base Prospectus" to be references to the "Base Prospectus as supplemented by this Base Prospectus Supplement", see paragraph 12 below.

Updates of the Base Prospectus

From the date of this Base Prospectus Supplement:

1. 2020 Annual Financial Statements

- 1.1 the 2020 Annual Financial Statements, which has been published via the Regulatory News Service of the London Stock Exchange plc on 2 March 2021 and which has been (1) previously published and (2) filed with the FCA, shall be incorporated in, and form part of, the Base Prospectus;
- 1.2 a copy of the 2020 Annual Financial Statements can be viewed on the website of the London Stock Exchange plc at the following web link: <https://www.londonstockexchange.com/news-article/market-news/annual-financial-report/14884647>;
- 1.3 for the avoidance of doubt, any documents incorporated by reference in the 2020 Annual Financial Statements shall not form part of this Base Prospectus Supplement or the Base Prospectus; and

2. Significant or Material Change Statements

- 2.1 the paragraph headed "*Significant or Material Change*" under the section "General Information" of the Base Prospectus shall be deleted in its entirety and replaced with the following wording:

"There has been no significant change in the financial performance or financial position of Doha Finance and there has been no material adverse change in the prospects of Doha Finance since 31 December 2019.

There has been no significant change in the financial performance or financial position of the Bank or the Group since 31 December 2020 and no material adverse change in the prospects of the Bank or the Group since 31 December 2020."

3. Front and cover pages

- 3.1 on the cover page of the Base Prospectus, the fourth, fifth and sixth paragraphs shall be deleted in its entirety and replaced as follows:

“Application has been made to the Financial Conduct Authority in its capacity as competent authority (the “FCA”) for Notes issued under the Programme during the period of 12 months from the date of this Base Prospectus to be admitted to the official list of the FCA (the “Official List”) and to the London Stock Exchange plc (the “London Stock Exchange”) for such Notes to be admitted to trading on the London Stock Exchange’s regulated market (the “Main Market”). References in this Base Prospectus to Notes being listed (and all related references) shall mean that such Notes have been admitted to trading on the Main Market and have been admitted to the Official List. The London Stock Exchange’s Main Market is a regulated market for the purposes of Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments (as amended) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”).

This Base Prospectus has been approved by the FCA as competent authority under Regulation (EU) 2017/1129 (the “Prospectus Regulation”) as it forms part of UK domestic law by virtue of the EUWA (the “UK Prospectus Regulation”). The FCA only approves this Base Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation; such approval should not be considered as (a) an endorsement of the Issuers or (in the case of Guaranteed Notes) the Guarantor; or (b) an endorsement of the quality of any Notes that are the subject of this Base Prospectus. Investors should make their own assessment as to the suitability of investing in the Notes.

The requirement to publish a prospectus under the UK Prospectus Regulation only applies to Notes which are to be admitted to trading on a regulated market in the United Kingdom (the “UK”) and/or offered to the public in the UK other than in circumstances where an exemption is available under Articles 1(4) and 1(5) of the UK Prospectus Regulation. References in this Base Prospectus to “Exempt Notes” are to Notes for which no prospectus is required to be published under the UK Prospectus Regulation. The FCA has neither approved nor reviewed information contained in this Base Prospectus in connection with Exempt Notes.

- 3.2 on the cover page of the Base Prospectus, the final paragraph shall be deleted in its entirety and replaced as follows:

The rating of certain Series of Notes to be issued under the Programme may be specified in the applicable Final Terms (or the Pricing Supplement, in the case of Exempt Notes). The Guarantor has been assigned ratings of Baa1 (long term bank deposits) and P-2 (short term bank deposits) from Moody’s Investors Service Cyprus Ltd (“Moody’s”), and A (long term Issuer Default Rating), F1 (short term Issuer Default Rating) and 1 (support rating) from Fitch Ratings Ltd (“Fitch”). Moody’s is established in the European Union and is registered under the Regulation (EC) No. 1060/2009, as amended (the “CRA Regulation”). As such, Moody’s is included in the list of credit rating agencies published by the European Securities and Markets Authority (“ESMA”) on its website in accordance with the CRA Regulation. Fitch is established in the UK and is registered in accordance with Regulation (EC) No. 1060/2009 as it forms part of domestic law by virtue of the EUWA (the “UK CRA Regulation”). Fitch is not established in the European Union and it has not applied for registration under the CRA Regulation. The ratings issued by Fitch have been endorsed by [Fitch Ratings Ireland Limited] in accordance with the CRA Regulation. [Fitch Ratings Ireland Limited] is established in the European Union and registered under the CRA Regulation. As such [Fitch Ratings Ireland Limited] is included in the list of credit rating agencies published by the ESMA on its website in accordance with the CRA Regulation. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

4. **Important Information**

- 4.1 on page 5 of the Base Prospectus, the first paragraph under the heading “Important Information” shall be deleted in its entirety and replaced as follows:

“This Base Prospectus comprises a base prospectus in respect of all Notes other than Exempt Notes issued under the Programme for the purposes of Article 8 of Regulation (EU) 2017/1129 (the “Prospectus Regulation”) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”) (the “UK Prospectus Regulation”).”

- 4.2 on page 6 of the Base Prospectus, the following paragraph shall be deemed inserted ahead of the paragraph commencing “Neither the delivery of this Base Prospectus nor...”:

“This Base Prospectus has been prepared on the basis that any offer of Notes in any Member State of the EEA (each, an “EU Member State”) or the UK will be made pursuant to an exemption under the Prospectus Regulation, the UK Prospectus Regulation or the Financial Services and Markets Act 2000 (the “FSMA”), respectively, from the requirement to publish a prospectus for offers of Notes. Accordingly, any person making or intending to make an offer in an EU Member State or the UK of Notes which are the subject of an offering contemplated in this Base Prospectus as completed by Final Terms in relation to the offer of those Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish or supplement a prospectus pursuant to the Prospectus Regulation, the FSMA and/or the UK Prospectus Regulation (as applicable), in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor does it authorise, the making of any offer of Notes in circumstances in which an obligation arises for the Issuer or any Dealer to publish or supplement a prospectus for such offer.”

- 4.3 on page 6 of the Base Prospectus, the paragraph headed “PRIIPS / Important – EEA and UK Retail Investors” shall be deleted in its entirety and replaced as follows:

“IMPORTANT – EEA RETAIL INVESTORS – *If the Final Terms in respect of any Notes include a legend entitled “Prohibition of Sales to EEA Retail Investors”, the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); (ii) a customer within the meaning of Directive (EU) 2016/97 (the “Insurance Distribution Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of the Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the “PRIIPs Regulation”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.*

IMPORTANT – UK RETAIL INVESTORS – *If the Final Terms in respect of any Notes include a legend entitled “Prohibition of Sales to UK Retail Investors”, the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation. Consequently no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Notes 5 or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.”*

- 4.4 on page 6 of the Base Prospectus, the following paragraph shall be added after the paragraph headed “MIFID II product governance / target market”:

“UK MiFIR product governance / target market – *The Final Terms in respect of any Notes may include a legend entitled “UK MiFIR Product Governance” which will outline the target market assessment in respect of the Notes and which channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a “distributor”) should take into consideration the target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “UK MiFIR Product Governance Rules”) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels. A determination will be made in relation to each issue about whether, for the purpose of the UK MiFIR Product Governance Rules, any Dealer subscribing for any Notes is a manufacturer in*

respect of such Notes, but otherwise neither the Arranger nor the Dealers nor any of their respective affiliates will be a manufacturer for the purpose of the UK MiFIR Product Governance Rules.”

5. **Overview of the Programme**

- 5.1 the paragraph of the sub-section entitled “Rating” on page 18 of the Base Prospectus shall be deleted in its entirety and replaced as follows:

Rating

The rating of certain Series of the Notes to be issued under the Programme may be specified in the applicable Final Terms (or the applicable Pricing Supplement, in the case of Exempt Notes). Whether or not each credit rating applied for in relation to relevant Series of Notes will be issued by a credit rating agency established in the European Union and registered under Regulation (EC) No. 1060/2009 (as amended) (the “**CRA Regulation**”) or by a credit rating agency established in the United Kingdom and registered under the CRA Regulation, as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK CRA Regulation**”), will be disclosed in the Final Terms (or the applicable Pricing Supplement, in the case of Exempt Notes) and will not necessarily be the same as the ratings assigned to the Programme or the relevant Issuer. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

6. **Risk Factors**

- 6.1 the final paragraph of the risk factor headed “The Bank may be materially affected by the recent Qatar-Gulf diplomatic crisis and resulting economic sanctions” on page 22 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following:

“However, on 5 January 2021, all of the countries involved signed the Al-Ula Declaration in Saudi Arabia in an agreement to restore full diplomatic relations with each other. Although the specific content and details of the Al-Ula Declaration have not been, and are not expected to be, published, it is understood that measures previously adopted by Bahrain, Egypt, Saudi Arabia and the UAE against Qatar will be revoked. It is uncertain how long it will take for trade, transport and diplomatic ties to fully return to their pre-Blockade status. Any prolonged delay could have a material adverse impact on the economy and political environment in Qatar, which may in turn adversely affect the Bank’s business, prospects, financial condition, cash flow and results of operations and the Bank’s ability to fulfil its obligations under the Notes and/or the Guarantee. See “Overview of Qatar—Risks relating to Qatar”.”

- 6.2 the wording of the risk factor headed “The Bank could be negatively affected by an inability to attract and retain key executives” on pages 23-24 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following for the purpose of removing references to the Blockade:

“The Bank’s future success and growth will depend, in part, on its ability to continue to retain and motivate senior management and other key qualified personnel. The Bank depends especially on the efforts, skill, reputation and experience of its key senior management, such as the current CEO, as well as synergies among their diverse fields of expertise and knowledge. The Bank attempts to structure its compensation packages appropriately in order to attract and retain experienced personnel. There is intense competition for the best people in the financial services sector. Although it is the goal of the Bank’s management resource policies and practices to attract, develop and retain key executives employed by the Bank or an entity acquired by the Bank, there is no assurance that the Bank will be able to do so.”

- 6.3 the final sentence of the penultimate paragraph of the risk factor headed “The Bank is subject to the risk that liquidity may not be available or may only be available on unfavourable terms” on page 29 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following:

“As at 31 December 2020, 31 December 2019 and 31 December 2018, the Bank’s LDR was 118.8 per cent., 112.5 per cent. and 107.3 per cent. respectively, which was above the recommended maximum LDR set by the QCB of 100 per cent., and the Bank’s LCR was 99.6 per cent., 134.6 per cent. and 102.9 per cent. respectively, which was above the recommended minimum LCR set by the QCB of 100 per cent.”

- 6.4 the wording of the risk factor headed *“The Bank may not receive future support from the Government, or it may not receive future support that is commensurate with the support that it has received in the past”* on page 30 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following for the purpose of removing references to the Blockade being ongoing:

“In light of the global economic crisis, which started in 2008, and its impact on the Qatari banking sector, the Government initiated several plans to support domestic banks. The Government subscribed to a special issue of shares in the Bank, in tranches of 5 per cent. in 2008, 5 per cent. in 2009 and 10 per cent. in 2011. The amounts payable including premium for each of the 2008 and 2009 tranches was QAR 368.6 million and the amount payable including premium for the 2011 tranche was QAR 737.20 million. In 2009, the Government also bought the Bank’s portfolio of equities listed on the QE amounting to QAR 536.64 million and acquired a portion of the Bank’s real estate portfolio amounting to QAR 1,664.32 million in consideration for cash and State of Qatar bonds. Similarly, during the recent Qatar Blockade, the banking sector was provided with adequate liquidity support by QCB and government agencies. Although the Government supported the domestic banking industry during the global economic and recent crisis, there can be no assurance that the Government will provide any additional support to the Bank and the domestic banking industry in response such crisis or initiate support if another major economic disruption were to occur in the future as the Government is currently under no legal obligation to provide such support.”

- 6.5 the wording of the fourth paragraph of the risk factor headed *“Doha Finance may not be able to rely on an exemption from withholding tax if the QIA divests itself of its shares in the Bank”* in the category headed *“3.3 Taxation risks relating to the Notes”* on page 45 of the Base Prospectus shall be deemed to be updated and replaced in its entirety:

“If the Bank were to cease to be wholly or partly owned by Qatar, no withholding tax would be applicable in connection with any payment of interest under the Notes by the Bank, whether acting as direct issuer or guarantor, or Doha Finance provided that the payment of interest is being made to a Noteholder who is a bank or financial institution. If none of these exemptions apply, the obligation to pay interest under the Notes would be subject to withholding tax in Qatar, and investors would therefore need to rely on Condition 8 or the applicable guarantee to obtain full payment of interest. This may represent a substantial increase in the cost of the Bank’s funding and impact on its financial condition.”

- 6.6 the second paragraph of the risk factor entitled *“Credit ratings assigned to the Issuer, the Bank or any Notes may not reflect all the risks associated with an investment in those Notes”* in the category headed *“3.4 Market risks relating to the Notes”* on page 47 of the Base Prospectus, shall be deleted in its entirety and replaced as follows:

“In general, European regulated investors are restricted under the CRA Regulation from using credit ratings for regulatory purposes in the EEA, unless such ratings are issued by a credit rating agency established in the EEA and registered under the CRA Regulation (and such registration has not been withdrawn or suspended, subject to transitional provisions that apply in certain circumstances whilst the registration application is pending). Such general restriction will also apply in the case of credit ratings issued by third country non-EEA credit rating agencies, unless the relevant credit ratings are endorsed by an EEA-registered credit rating agency or the relevant third country rating agency is certified in accordance with the CRA Regulation (and such endorsement action or certification, as the case may be, has not been withdrawn or suspended). The list of registered and certified rating agencies published by ESMA on its website in accordance with the CRA Regulation is not conclusive evidence of the status of the relevant rating agency included in such list, as there may be delays between certain supervisory measures being taken against a relevant rating agency and the publication of the updated ESMA list. Certain information with respect to the credit rating agencies and ratings is set out on the cover of this Base Prospectus and if a Tranche of Notes is rated such rating will be disclosed in the applicable Final Terms.

Investors regulated in the UK are subject to similar restrictions under the UK CRA Regulation. As such, UK regulated investors are required to use for UK regulatory purposes ratings issued by a credit rating agency established in the UK and registered under the UK CRA Regulation. In the case of ratings issued by third country non-UK credit rating agencies, third country credit ratings can either be: (a) endorsed by a UK-registered credit rating agency; or (b) issued by a third country credit rating agency that is certified in accordance with the UK CRA Regulation, in each case subject to (i) the relevant UK registration, certification or endorsement, as the case may be, not having been withdrawn or suspended, and (ii) transitional provisions that apply in certain circumstances. In the case of third country ratings, for a certain limited period of time, 12 transitional relief accommodates continued use for regulatory purposes in the UK, of existing pre-2021 ratings, provided the relevant conditions are satisfied.

If the status of the relevant rating agency rating the Notes changes for the purposes of the CRA Regulation or the UK CRA Regulation, relevant regulated investors may no longer be able to use the rating for regulatory purposes in the EEA or the UK (as applicable) and the Notes may have a different regulatory treatment. This may result in such regulated investors selling the Notes which may impact the value of the Notes and their liquidity in any secondary market.”.

7. **Form of Final Terms**

7.1 On page 54, the section of the Base Prospectus entitled “Form of Final Terms” shall be updated as follows:

- a. the first paragraph headed “PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS” shall be deleted in its entirety and replaced, together with the accompanying legend, as follows:

“[PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the “**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (“**MiFID II**”); (ii) a customer within the meaning of Directive (EU) 2016/97 (the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129. Consequently no key information document required by Regulation (EU) No 1286/2014 (the “**PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.]¹”

- b. the following paragraph shall be added together with the accompanying legend, after the first paragraph headed “PROHIBITION OF SALES TO EEA RETAIL INVESTORS”:

“[PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (“**UK**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (“**FSMA**”) and any rules or regulations made under the FSMA to implement [Directive (EU) 2016/97][the Insurance Distribution Directive], where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise

¹ Legend to be included if the Notes potentially constitute “packaged” products and no key information document is prepared or the Issuer wishes to prohibit offers to EEA retail investors for any other reason, in which case the legend should be included.

making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.]²

- c. the following paragraph shall be added together with the accompanying legend, after the paragraph headed “MIFID II product governance / Professional investors and ECPs only target market”:

“[UK MIFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of [the/each] manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“COBS”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“UK MiFIR”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. [Consider any negative target market]. Any person subsequently offering, selling or recommending the Notes (a “distributor”) should take into consideration the manufacturer[’s/s’] target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “UK MiFIR Product Governance Rules”) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels.][Consider any relevant amendments based on the determination for each issue of Notes]]³”.

- 7.2 On page 61 of the Base Prospectus, the section headed “2. Ratings” under “Part B - Other information” shall be deleted in its entirety and replaced as follows:

Ratings: [The Notes to be issued [[have been]/[are expected to be]] rated]/[The following ratings reflect ratings assigned to Notes of this type issued under the Programme generally]:

[insert details] by [insert the legal name of the relevant credit rating agency entity(ies) and associated defined terms].]

(Include brief explanation of rating if available)

[[Insert credit rating agency] is established in the European Union and is registered under Regulation (EC) No 1060/2009 (the “CRA Regulation”).]

[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “CRA Regulation”).]

[[Insert credit rating agency] is established in the European Union and has applied for registration under Regulation (EC) No 1060/2009 (the “CRA Regulation”), although notification of the corresponding registration decision has not yet been provided by the relevant competent authority.]

[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “CRA Regulation”) but the rating issued by it is endorsed by [insert endorsing credit rating agency] which is established in the European Union and [is registered under the CRA Regulation] [has applied for registration under the CRA Regulation, although notification of the corresponding

² Legend to be included if the Notes potentially constitute “packaged” products and no key information document or the Issuer wishes to prohibit offers to UK retail investors for any other reason, in which case the legend should be included.

³ The reference to the UK MiFIR product governance legend may not be necessary if the managers in relation to the Notes are also not subject to UK MiFIR and therefore there are no UK MiFIR manufacturers. Depending on the location of the manufacturers, there may be situations where either the MIFID II product governance legend or the UK MiFIR product governance legend or both are included

registration decision has not yet been provided by the relevant competent authority].]

[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”) but is certified in accordance with the CRA Regulation.]

[[Insert credit rating agency] is not established in the European Union and is not certified under Regulation (EC) No. 1060/2009 (the “**CRA Regulation**”) and the rating given by it is not endorsed by a Credit Rating Agency established in the European Union and registered under the CRA Regulation.]

[[Insert legal name of particular credit rating agency entity providing rating] is established in the [United Kingdom]/[insert] and is [registered with the Financial Conduct Authority in accordance with] / [the rating it has given to the Notes is endorsed by [UK-based credit rating agency] registered with the FCA in accordance with] / [certified under] [Regulation (EC) No. 1060/2009 (the “**CRA Regulation**”) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK CRA Regulation**”)]]]⁴

8. **Form of Pricing Supplement**

8.1 On page 63, the section of the Base Prospectus entitled “Form of Pricing Supplement” shall be updated as follows:

d. the first paragraph headed “PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS” shall be deleted in its entirety and replaced, together with the accompanying legend, as follows:

“[PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the “**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (“**MiFID II**”); (ii) a customer within the meaning of Directive (EU) 2016/97 (the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129. Consequently no key information document required by Regulation (EU) No 1286/2014 (the “**PRIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIPs Regulation.]⁵”

e. the following paragraph shall be added together with the accompanying legend, after the first paragraph headed “PROHIBITION OF SALES TO EEA RETAIL INVESTORS”:

“[PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (“**UK**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (“**FSMA**”) and any rules or regulations made under the FSMA to implement [Directive (EU) 2016/97][the Insurance Distribution Directive], where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of

⁴ Insert the relevant clause for Notes which are admitted to trading on the UK regulated market and which have been assigned a rating.

⁵ Legend to be included if the Notes potentially constitute “packaged” products and no key information document is prepared or the Issuer wishes to prohibit offers to EEA retail investors for any other reason, in which case the legend should be included.

Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.]⁶”

- f. the following paragraph shall be added together with the accompanying legend, after the paragraph headed “MIFID II product governance / Professional investors and ECPs only target market”:

“[UK MIFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of [the/each] manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (“**COBS**”), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**UK MiFIR**”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. [Consider any negative target market]. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturer[’s/s’] target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “**UK MiFIR Product Governance Rules**”) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels.][Consider any relevant amendments based on the determination for each issue of Notes]]⁷”.

- 8.2 On page 73 of the Base Prospectus, the section headed “Ratings” under “Part B - Other information” shall be deleted in its entirety and replaced as follows:

Ratings: *[The Notes to be issued [[have been]/[are expected to be]] rated]/[The following ratings reflect ratings assigned to Notes of this type issued under the Programme generally]:*

[insert details] by [insert the legal name of the relevant credit rating agency entity(ies) and associated defined terms].]

(Include brief explanation of rating if available)

*[[Insert credit rating agency] is established in the European Union and is registered under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”).]*

*[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”).]*

*[[Insert credit rating agency] is established in the European Union and has applied for registration under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”), although notification of the corresponding registration decision has not yet been provided by the relevant competent authority.]*

⁶ Legend to be included if the Notes potentially constitute “packaged” products and no key information document or the Issuer wishes to prohibit offers to UK retail investors for any other reason, in which case the legend should be included.

⁷ The reference to the UK MiFIR product governance legend may not be necessary if the managers in relation to the Notes are also not subject to UK MiFIR and therefore there are no UK MiFIR manufacturers. Depending on the location of the manufacturers, there may be situations where either the MIFID II product governance legend or the UK MiFIR product governance legend or both are included

[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”) but the rating issued by it is endorsed by [insert endorsing credit rating agency] which is established in the European Union and [is registered under the CRA Regulation] [has applied for registration under the CRA Regulation, although notification of the corresponding registration decision has not yet been provided by the relevant competent authority].]

[[Insert credit rating agency] is not established in the European Union and has not applied for registration under Regulation (EC) No 1060/2009 (the “**CRA Regulation**”) but is certified in accordance with the CRA Regulation.]

[[Insert credit rating agency] is not established in the European Union and is not certified under Regulation (EC) No. 1060/2009 (the “**CRA Regulation**”) and the rating given by it is not endorsed by a Credit Rating Agency established in the European Union and registered under the CRA Regulation.]

[[Insert legal name of particular credit rating agency entity providing rating] is established in the [United Kingdom]/[insert] and is [registered with the Financial Conduct Authority in accordance with] / [the rating it has given to the Notes is endorsed by [UK-based credit rating agency] registered with the FCA in accordance with] / [certified under] [Regulation (EC) No. 1060/2009 (the “**CRA Regulation**”) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK CRA Regulation**”)]]]⁸

9. **Description of Doha Bank Q.P.S.C**

- 9.1 the penultimate paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – Revenue Enhancement*”, on page 121 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following for the purpose of removing references to the Blockade being ongoing:

“With stable capital adequacy ratios, the Bank believes it is well positioned to capture the upcoming infrastructure growth in Qatar, further consolidating its Qatari position. The Bank will continue to develop its existing operations in the economies of its international network and position itself at the centre of infrastructure growth. The Bank will seek to expand and leverage on the trade finance business through its international network, by further developing relations with companies doing business with countries where the Bank has its presence. As at the date of this Base Prospectus, the Bank has no immediate plans to expand on this network in the Americas, Asia or any other international location. The Bank continuously monitors the performance of the markets where it operates, its business units and asset classes. Based on the results observed, it may take steps to scale up or scale down its international model in light of portfolio quality, growth potential or other relevant criteria.”

- 9.2 the following sentence shall be deemed to be added to the end of the third paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – Retail Banking Group*”, on page 126 of the Base Prospectus for the purpose of updating the disclosure for the year ended 31 December 2020:

“The Retail Banking Group’s total income for the year ended 31 December 2020 was QAR 427 million. The Retail Banking Group’s total assets as at 31 December 2020 were QAR 5,392 million, representing 5.2 per cent. of the Bank’s total assets.”

⁸ Insert the relevant clause for Notes which are admitted to trading on the UK regulated market and which have been assigned a rating.

- 9.3 the following sentence shall be deemed to be added to the end of the second paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – Wholesale Banking Group*”, on page 129 of the Base Prospectus for the purpose of updating the disclosure for the year ended 31 December 2020:

“The Wholesale Banking Group’s total income for the year ended 31 December 2020 was QAR 2,568 million. The Wholesale Banking Group’s total assets as at 31 December 2020 were QAR 57,062 million, representing 55.1 per cent. of the Bank’s total assets.”

- 9.4 the following sentence shall be deemed to be added to the end of the third paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – International Banking Group*”, on page 131 of the Base Prospectus for the purpose of updating the disclosure for the year ended 31 December 2020:

“The International Banking Group’s total income for the year ended 31 December 2020 was QAR 158 million. The International Banking Group’s total assets as at 31 December 2020 were QAR 4,144 million, representing 4.0 per cent. of the Bank’s total assets.”

- 9.5 the following sentence shall be deemed to be added to the end of the third paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – Treasury and Investments Group*”, on page 131 of the Base Prospectus for the purpose of updating the disclosure for the year ended 31 December 2020:

“The Treasury and Investments Group’s total income for the year ended 31 December 2020 was QAR 1,185 million. The Treasury and Investments Group’s total assets as at 31 December 2020 were QAR 27,204 million, representing 26.3 per cent. of the Bank’s total assets.”

- 9.6 the following sentence shall be deemed to be added to the end of the second paragraph of the section headed “*Description of Doha Bank Q.P.S.C. – Sharq Insurance LLC*”, on page 133 of the Base Prospectus for the purpose of updating the disclosure for the year ended 31 December 2020:

“Sharq Insurance’s GWP for the year ended 31 December 2020 was QAR 78 million (U.S.\$21.4 million).”

- 9.7 the following footnote shall be deemed to be added to the heading “*Chief Financial Officer*” in the section headed “*Description of Doha Bank Q.P.S.C. – Executive Management*”, on page 144 of the Base Prospectus for the purpose of updating the disclosure in light of recent developments:

“Mr David Challinor has resigned from the Bank and will be leaving his role as Chief Financial Officer at the end of an agreed notice period. Accordingly, the Bank is currently in the process of selecting a replacement Chief Financial Officer.”

10. **Selected Financial Information**

- 10.1 Footnote number 3 on the “*Cost to income ratio*” line item of the table in the section headed “*Selected Financial Information*” on page 146 of the Base Prospectus shall be deemed to be deleted in its entirety and replaced as follows:

“(3) Cost includes staff cost, depreciation and other expenses; income includes net interest income and other income. Cost to income ratio for the year ended 31 December 2020 was 29.50%.”

- 10.2 Footnote number 6 on the “*Net interest margin*” line item of the table in the section headed “*Selected Financial Information*” on page 146 of the Base Prospectus shall be deemed to be deleted in its entirety and replaced as follows:

“(6) Net interest margin ratio is calculated as net interest income over average of earning assets, i.e. the average of opening and closing earning assets. Net interest margin ratio for the year ended 31 December 2020 was 2.25%.”

11. **Overview of Qatar**

- 11.1 the first paragraph of the section headed “*Overview of Qatar - Qatar’s Economic Situation after the Qatari Blockade*”, on page 182 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following for the purpose of removing references to the Blockade being ongoing:

“In response to the Qatari Blockade which was in place from June 2017 until the Al-Ula Declaration in January 2021, Qatar came up with various reforms. In terms of food security, it further developed local businesses to boost its food production. Qatar also established a residency plan and waived entry visa requirements for citizens of 80 countries. With regard to its logistics sector, Qatar inaugurated a new port along its Gulf coast which is intended to enable Qatar to become a regional transport hub. To diversify its industry and become more independent, Qatar initiated a government project aimed at fast-tracking the establishment of more manufacturing companies and factories in Qatar as well as projects focusing on the development of the tourism infrastructure across the country to ensure a favourable visitor experience..”

- 11.2 the final paragraph of the section headed “Overview of Qatar - Risks relating to Qatar” on page 183 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following:

“However, on 5 January 2021, all of the countries involved signed the Al-Ula Declaration in Saudi Arabia in an agreement to restore full diplomatic relations with each other. Although the specific content and details of the Al-Ula Declaration have not been, and are not expected to be, published, it is understood that measures previously adopted by Bahrain, Egypt, Saudi Arabia and the UAE against Qatar will be revoked. As at the date of this Base Prospectus, it is uncertain how long it will take for trade, transport and diplomatic ties to fully return to their pre-Blockade status.”

12. **Taxation - Qatar**

- 12.1 the wording of the fourth paragraph of the section headed “Taxation - Qatar” on page 185 of the Base Prospectus shall be deemed to be updated and replaced in its entirety with the following:

“The Bank had previously obtained written guidance dated 1 December 2011 from the Qatar Public Revenues and Taxes Department that interest payments payable under the terms of the Notes will be exempt from withholding tax under (ii) above, on the basis that the State of Qatar, through the QIA, is a part owner of both the Bank and, by virtue of it being a wholly-owned subsidiary of the Bank, Doha Finance. The exemption under (ii) will be lost if the QIA divests itself of its ownership of the Bank, however the exemption under (iii) above will be available to both the Bank and Doha Finance provided that the payment of interest is being made to a Noteholder who is a bank or financial institution.”

13. **Subscription and Sale**

- 13.1 The section entitled “Prohibition of Sales to EEA and UK Retail Investors” on page 190 of the Base Prospectus shall be deleted in its entirety and replaced as follows:

“Prohibition of Sales to EEA Retail Investors

Unless the applicable Final Terms in respect of any Notes (or Pricing Supplement, in the case of Exempt Notes) specifies “Prohibition of Sales to EEA Retail Investors” as “Not Applicable”, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes which are the subject of the offering contemplated by the Base Prospectus as completed by the Final Terms (or Pricing Supplement, as the case may be) in relation thereto to any retail investor in the EEA. For the purposes of this provision:

- (a) *the expression “retail investor” means a person who is one (or more) of the following:*
- (i) *a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); or*
 - (ii) *a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded, the “Insurance Distribution Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or*
 - (iii) *not a qualified investor as defined in the Prospectus Regulation; and*

- (b) the expression an “offer” includes the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes.

If the applicable Final Terms in respect of any Notes (or the Pricing Supplement, as the case may be) specify the “Prohibition of Sales to EEA Retail Investors” as “Not Applicable”, in relation to each Member State of the EEA, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not made and will not make an offer of Notes to the public which are the subject of the offering contemplated by this Base Prospectus as completed by the applicable Final Terms (or Pricing Supplement, as the case may be) in relation thereto in that Member State except that it may make such an offer of Notes to the public in that Member State to:

- (a) **Qualified investors:** at any time to any legal entity which is a qualified investor as defined in the Prospectus Regulation;
- (b) **Fewer than 150 offerees:** at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Regulation) subject to obtaining the prior consent of the relevant Dealer or Dealers nominated by the Issuer for any such offer; or
- (c) **Other exempt offers:** at any time in any other circumstances falling within Article 1(4) of the Prospectus Regulation,

provided that no such offer of Notes referred to in (a) to (c) above shall require the relevant Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation.

For the purposes of this provision the expression an “offer of Notes to the public” in relation to any Notes in any Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes. The expression “Prospectus Regulation” means Regulation (EU) 2017/1129.”

- 13.2 the following wording shall be added immediately after the title in the section entitled “United Kingdom” on page 190 of the Base Prospectus:

“Prohibition of Sales to UK Retail Investors

Unless the Final Terms in respect of any Notes (or Pricing Supplement, as the case may be) specifies “Prohibition of Sales to UK Retail Investors” as “Not Applicable”, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes which are the subject of the offering contemplated by this Base Prospectus as completed by the Final Terms (or Pricing Supplement, as the case may be) in relation thereto to any retail investor in the United Kingdom. For the purposes of this provision:

- (a) the expression “**retail investor**” means a person who is one (or more) of the following:
- (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; or
- (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or
- (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation; and
- (b) the expression an “offer” includes the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes.

If the Final Terms in respect of any Notes (or Pricing Supplement, as the case may be) specifies "Prohibition of Sales to UK Retail Investors" as "Not Applicable", each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not made and will not make an offer of Notes which are the subject of the offering contemplated by this Base Prospectus as completed by the Final Terms (or Pricing Supplement, as the case may be) in relation thereto to the public in the United Kingdom except that it may make an offer of such Notes to the public in the United Kingdom:

- (a) at any time to any legal entity which is a qualified investor as defined in Article 2 of the UK Prospectus Regulation;
- (b) at any time to fewer than 150 natural or legal persons (other than qualified investors as defined in Article 2 of the UK Prospectus Regulation) in the United Kingdom subject to obtaining the prior consent of the relevant Dealer or Dealers nominated by the Issuer for any such offer; or
- (c) at any time in any other circumstances falling within section 86 of the FSMA,

provided that no such offer of Notes referred to in (a) to (c) above shall require the Issuer or any Dealer to publish a prospectus pursuant to section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation.

For the purposes of this provision, the expression "**an offer of Notes to the public**" in relation to any Notes means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe for the Notes and the expression "**UK Prospectus Regulation**" means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA.

Other regulatory restrictions"

14. **General**

each reference in this Base Prospectus Supplement and the Base Prospectus to the "Base Prospectus" shall be read and construed as a reference to the Base Prospectus as supplemented by this Base Prospectus Supplement.

IMPORTANT NOTICES

Each Issuer and the Guarantor accepts responsibility for the information contained in this Base Prospectus Supplement. To the best of the knowledge of each Issuer and the Guarantor the information contained in this Base Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect its import.

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

Save as disclosed in this Base Prospectus Supplement or in any document incorporated by reference in this Base Prospectus Supplement, 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 the publication of the Base Prospectus

The web links included in this Base Prospectus Supplement are included for information purposes only and, other than in relation to the 2020 Annual Financial Statements which are incorporated by reference into the Base Prospectus, the websites and their content are not incorporated into, and do not form part of, this Base Prospectus Supplement or the Base Prospectus.

If documents which are incorporated by reference themselves incorporate any information or other documents by reference therein, either expressly or implicitly, such information or other documents will not form part of this Base Prospectus Supplement for the purposes of the UK Prospectus Regulation except where such

information or other documents are stated within this Base Prospectus Supplement as specifically being incorporated by reference.

The Issuers or the Guarantor will provide, without charge, to each person to whom a copy of this Base Prospectus Supplement has been delivered, upon the request of such person, a copy of any or all of the documents which are incorporated in whole or in part by reference herein or in the Base Prospectus. Requests for such documents should be directed to the registered offices of the Issuers or Guarantor as described on page 199 of the Base Prospectus.