

**FIFTH SUPPLEMENT DATED 14 FEBRUARY 2020 TO THE BASE PROSPECTUS DATED 11 JULY 2019**

**NOMURA**

**NOMURA INTERNATIONAL FUNDING PTE. LTD.**

**USD 11,500,000,000**

**NOTE, WARRANT AND CERTIFICATE PROGRAMME**

This supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 11 July 2019, as previously supplemented by a supplement dated 21 August 2019 (the **First Supplement**), a supplement dated 10 September 2019 (the **Second Supplement**), a supplement dated 13 November 2019 (the **Third Supplement**) and a supplement dated 9 December 2019 (the **Fourth Supplement**, and together with the First Supplement, the Second Supplement and the Third Supplement, the **Prior Supplements**), which comprises a base prospectus, constitutes a supplement to the Base Prospectus for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities, as amended (the **Prospectus Act**), and Article 46.3 of Regulation (EU) 2017/1129, and is prepared in connection with the USD11,500,000,000 Note, Warrant and Certificate Programme (the **Programme**) of Nomura International Funding Pte. Ltd. (the **Issuer**). Terms defined in the Base Prospectus, as previously supplemented, have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and the Prior Supplements.

Each of the Issuer, Nomura Holdings, Inc. (the **NHI Guarantor**) and Nomura Securities Co., Ltd. (the **NSC Guarantor** and, together with the NHI Guarantor, the **Guarantors**, and each a **Guarantor**) accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Issuer and the Guarantors (each of which has taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

**1. PURPOSE OF THIS SUPPLEMENT**

The NHI Guarantor has recently published a United States Securities and Exchange Commission Form 6-K filing dated 30 January 2020 of an English translation of the NHI Guarantor's unaudited financial summary for the nine months ended 31 December 2019 (the **NHI Financial Summary Form 6-K**).

The NSC Guarantor has recently published an English translation of its unaudited quarterly financial information for the nine months ended 31 December 2019 (the **NSC Guarantor's Quarterly Financial Information**) as published on 30 January 2020 and as referred to in the NHI Financial Summary Form 6-K.

The International Swaps and Derivatives Association, Inc. has published the 2019 Narrowly Tailored Credit Event Supplement to the 2014 ISDA Credit Derivatives Definitions (the **NTCE Supplement**) and on 27 January 2020 published an updated version of its Credit Derivatives Physical Settlement Matrix to reflect this. The Additional Terms and Conditions for Credit Linked Securities (2014 ISDA Credit Derivatives Definitions Version) shall be updated to include provisions based upon the NTCE Supplement.

The purpose of this Supplement is to (a) incorporate by reference the NHI Financial Summary Form 6-K, (b) incorporate by reference the NSC Guarantor's Quarterly Financial Information, (c) update the significant change statements in relation to the Guarantors, (d) update the "Summary of the Programme", (e) amend Annex 15 of the Terms and Conditions (Additional Terms and Conditions for Credit Linked Securities (2014 ISDA Credit Derivatives Definitions Version)) (the **Credit Linked Conditions Amendments**), (f) amend the Form of Final Terms for Non-Exempt N&C Securities to reflect the Credit Linked Conditions

Amendments, (g) amend the Form of Pricing Supplement for Exempt N&C Securities to reflect the Credit Linked Conditions Amendments, (h) amend the Form of Pricing Supplement for Exempt W&C Securities to reflect the Credit Linked Conditions Amendments and (i) update the Risk Factors section of the Base Prospectus to reflect the Credit Linked Conditions Amendments.

## 2. PUBLICATION OF THE NHI FINANCIAL SUMMARY FORM 6-K

The NHI Guarantor has recently published the NHI Financial Summary Form 6-K.

A copy of the NHI Financial Summary Form 6-K has been filed with the *Commission de Surveillance du Secteur Financier* (the **CSSF**) and, by virtue of this Supplement, the NHI Financial Summary Form 6-K is incorporated by reference in, and forms part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 189 of the Base Prospectus (as amended by the Prior Supplements) immediately following the existing paragraph (y):
  - “(z) the Form 6-K of the NHI Guarantor dated 30 January 2020, of an English translation of the NHI Guarantor’s unaudited financial summary for the nine months ended 31 December 2019 (but excluding any documents incorporated therein); and”;
- (ii) the following additional section shall be added at the end of the Nomura Holdings, Inc. section of the table of cross-references which ends on page 192 of the Base Prospectus:

<b>Form 6-K for the nine months ended 31 December 2019</b>	
Consolidated Balance Sheets (Unaudited)	Pages 6 to 7
Consolidated Statements of Income (Unaudited)	Page 8
Consolidated Statements of Comprehensive Income (Unaudited)	Page 9
Note with respect to the Assumption as a Going Concern (Unaudited)	Page 9
Segment Information – Operating Segment (Unaudited)	Page 10
Significant Changes in Equity (Unaudited)	Page 11

## 3. PUBLICATION OF THE NSC GUARANTOR’S QUARTERLY FINANCIAL INFORMATION

The NSC Guarantor has recently published the NSC Guarantor’s Quarterly Financial Information.

A copy of the NSC Guarantor’s Quarterly Financial Information has been filed with the CSSF and, by virtue of this Supplement, the NSC Guarantor’s Quarterly Financial Information is incorporated by reference in, and forms part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 189 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (z) (inserted as described at paragraph 2(i) above):
- “(aa) the English translation of the Japanese language unaudited quarterly financial information for the nine months ended 31 December 2019 of the NSC Guarantor as published on 30 January 2020.”; and
- (ii) the following additional section shall be added at the end of the Nomura Securities Co., Ltd. section of the table of cross-references which ends on page 192 of the Base Prospectus:

<b>Unaudited Quarterly Financial Information for the nine months ended 31 December 2019 (English translation)</b>	
Unaudited Unconsolidated Balance Sheets	Page 1
Unaudited Unconsolidated Statements of Income	Page 1
Unaudited Unconsolidated Statements of Income – Quarterly Comparatives	Page 2
Unaudited Supplementary Information	Page 3

#### **4. UPDATE OF THE SIGNIFICANT CHANGE STATEMENTS**

The three paragraphs under the heading “6. Significant Change” on page 929 of the Base Prospectus (as amended by the Prior Supplements) shall be deemed deleted and replaced with the following paragraphs:

“There has been no significant change in the financial or trading position of the Issuer since 30 September 2019.

There has been no significant change in the financial or trading position of the NHI Guarantor or the Nomura Group since 31 December 2019.

There has been no significant change in the financial or trading position of the NSC Guarantor since 31 December 2019.”

#### **5. UPDATE OF THE "SUMMARY OF THE PROGRAMME"**

In light of the publication of the NHI Financial Summary Form 6-K and the NSC Guarantor’s Quarterly Financial Information, the Summary section of the Base Prospectus (as amended by the Prior Supplements) shall be amended as follows:

Element B19/B.12 "Selected historical key financial information" on pages 20 to 22 of the Base Prospectus shall be replaced by the following:

<b>B19/ B.12</b>	Selected historical key financial information:		
	<b><i>Income Statement</i></b>		
	<i>[Insert where NHI is the Guarantor:</i>		
	The key financial information below is extracted from the Guarantor's audited consolidated statements of income for each of the two years ended 31 March 2018 and 31 March 2019, respectively:		
		31 March 2018	31 March 2019
		(Millions of Yen)	
	Total revenue	1,972,158	1,835,118
	Interest expense	475,189	718,348
	Net revenue	1,496,969	1,116,770
	Total non-interest expenses	1,168,811	1,154,471
	Income (loss) before income taxes	328,158	(37,701)
	Income tax expense	103,866	57,010
	Net income (loss)	224,292	(94,711)
	Net income (loss) attributable to NHI shareholders	219,343	(100,442)
	Return on equity <sup>(1)</sup>	7.9%	(3.7%)
<sup>(1)</sup> Calculated as net income (loss) attributable to NHI shareholders divided by total NHI shareholders' equity.			
	The key financial information below is extracted from the Guarantor's unaudited consolidated statements of income for the nine months ended 31 December 2019 as they appear in the English translation of the Guarantor's unaudited financial summary for the nine months ended 31 December 2019:		
		31 December 2018	31 December 2019
		(Millions of Yen)	
	Total revenue	1,336,766	1,582,733
	Interest expense	521,250	532,374
	Net revenue	815,516	1,050,359
	Total non-interest expenses	877,570	777,380

	Income (loss) before income taxes	(62,054)	272,979
	Income tax expense	36,331	16,379
	Net income (loss)	(98,385)	256,600
	Net income (loss) attributable to NHI shareholders	(101,286)	251,473
	Return on equity <sup>(1)</sup>	(5.0%)	12.6%
	(1) Calculated as net income (loss) attributable to NHI shareholders divided by total NHI shareholders' equity (annualised).]		
	<p><i>[Insert where NSC is the Guarantor:</i></p> <p>The key financial information below is extracted from the Guarantor's audited non-consolidated statements of income for each of the two years ended 31 March 2018 and 31 March 2019:</p>		
		31 March 2018 (As adjusted) <sup>(1)</sup>	31 March 2019
		(Millions of Yen)	
	Commissions	394,587	355,401
	Net gain on trading	224,087	150,570
	Interest and dividend income	72,347	69,084
	Interest expenses	78,426	68,212
	Total Selling, general and administrative expenses	489,624	459,022
	Operating income	122,970	47,821
	Income before income taxes	121,293	50,253
	Net income	77,273	34,252
	<p><sup>(1)</sup> The numbers for the year ended 31 March 2018 have been restated to reflect changes in accounting policy adopted on 1 April 2018. For further details, please refer to "Changes in accounting policy" in the non-consolidated financial statements of NSC for the year ended 31 March 2019, incorporated by reference in the Base Prospectus.</p>		
	<p>The key financial information below is extracted from the Guarantor's unaudited unconsolidated statements of income for the nine months ended 31 December 2019 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the nine months ended 31 December 2019:</p>		
		31 December 2018	31 December 2019
		(Millions of Yen)	

Commissions	271,568	253,955
Net gain on trading	126,231	118,332
Interests and dividends income	56,178	59,504
Interest expenses	56,065	56,553
Selling, general, and administrative expenses	348,403	343,304
Operating income	49,509	31,934
Income before income taxes	51,187	34,664
Net income	35,359	24,036]

***Statement of Financial Position***

*[Insert where NHI is the Guarantor:*

The key financial information below is extracted from the Guarantor's audited consolidated balance sheets as at 31 March 2018 and 31 March 2019:

	31 March 2018 (As adjusted) <sup>(1)</sup>	31 March 2019
	(Millions of Yen)	
Total assets	40,343,947	40,969,439
Total equity	2,799,824	2,680,793
Total liabilities	37,544,123	38,288,646

<sup>(1)</sup> The numbers for the year ended 31 March 2018 have been restated to reflect changes in accounting policy adopted on 1 April 2018. For further details, please refer to Note 1. "Summary of accounting policies" in the consolidated financial statements of NHI for the year ended 31 March 2019, incorporated by reference in the Base Prospectus.

The key financial information below is extracted from the Guarantor's unaudited consolidated balance sheets as at 31 December 2019 as they appear in the English translation of the Guarantor's unaudited financial summary for the nine months ended 31 December 2019:

	31 December 2019
	(Millions of Yen)
Total assets	46,242,334
Total equity	2,789,623

	Total liabilities	43,452,711]
	<p><i>[Insert where NSC is the Guarantor:</i></p> <p>The key financial information below is extracted from the Guarantor's audited non-consolidated balance sheets as at 31 March 2018 and 31 March 2019:</p>	
		31 March 2018 (As adjusted) <sup>(1)</sup>
		31 March 2019
		(Millions of Yen)
	Total assets	12,480,089
	Total net assets	666,186
	Total liabilities	11,813,903
		10,914,876
		650,948
		10,263,927
	<p><sup>(1)</sup> The numbers for the year ended 31 March 2018 have been restated to reflect changes in accounting policy adopted on 1 April 2018. For further details, please refer to "Changes in accounting policy" in the non-consolidated financial statements of NSC for the year ended 31 March 2019, incorporated by reference in the Base Prospectus.</p>	
	<p>The key financial information below is extracted from the Guarantor's unaudited unconsolidated balance sheets as at 31 December 2019 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the nine months ended 31 December 2019:</p>	
		31 December 2019
		(Millions of Yen)
	Total assets	13,391,579
	Total net assets	634,984
	Total liabilities	12,756,595]
	<p><b><i>Statements of no significant or material adverse change</i></b></p> <p><i>[Insert where NHI is the Guarantor:</i></p> <p>There has been no material adverse change in the prospects of the Guarantor since 31 March 2019.</p> <p>Not Applicable - There has been no significant change in the financial or trading position of the Guarantor or the Nomura Group since 31 December 2019.]</p> <p><i>[Insert where NSC is the Guarantor:</i></p> <p>There has been no material adverse change in the prospects of the Guarantor since 31 March 2019.</p>	

Not Applicable - There has been no significant change in the financial or trading position of the Guarantor since 31 December 2019.]
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**6. AMENDMENT TO ANNEX 15 OF THE TERMS AND CONDITIONS (ADDITIONAL TERMS AND CONDITIONS FOR CREDIT LINKED SECURITIES (2014 ISDA CREDIT DERIVATIVES DEFINITIONS VERSION))**

Annex 15 of the Terms and Conditions - *Additional Terms and Conditions for Credit Linked Securities (2014 ISDA Credit Derivatives Definitions Version)* on pages 712 to 785 inclusive of the Base Prospectus is amended:

1. by the insertion of the following as a new Credit Linked Condition 28 therein:

**"28. 2019 Narrowly Tailored Credit Event Provisions**

If this Credit Linked Condition 28 is specified as applicable in the applicable Final Terms, the following provisions will apply:

- (a) The definition of "Failure to Pay" in Credit Linked Condition 13 shall be deleted and replaced with the following:

**"Failure to Pay** means, after the expiration of any applicable Grace Period (after the satisfaction of any conditions precedent to the commencement of such Grace Period), the failure by the Reference Entity to make, when and where due, any payments in an aggregate amount of not less than the Payment Requirement under one or more Obligations, in accordance with the terms of such Obligations at the time of such failure provided that, if an occurrence that would constitute a Failure to Pay (a) is a result of a redenomination that occurs as a result of action taken by a Governmental Authority which is of general application in the jurisdiction of such Governmental Authority and (b) a freely available market rate of conversion existed at the time of the redenomination, then such occurrence will be deemed not to constitute a Failure to Pay unless the redenomination itself constituted a reduction in the rate or amount of interest, principal or premium payable (as determined by reference to such freely available market rate of conversion) at the time of such redenomination. If "Credit Deterioration Requirement" is specified as applicable in the applicable Final Terms, then, notwithstanding the foregoing, it shall not constitute a Failure to Pay if such failure does not directly or indirectly either result from, or result in, a deterioration in the creditworthiness or financial condition of the Reference Entity. In the event that the Calculation Agent makes any such determination, it may take into account the guidance note set out in paragraph 3 (*Interpretive Guidance*) of the ISDA 2019 Narrowly Tailored Credit Event Supplement to the 2014 ISDA Credit Derivatives Definitions (published on July 15, 2019).".

- (b) The definition of "Outstanding Principal Balance" in Credit Linked Condition 13 shall be deleted and replaced with the following:

**"Outstanding Principal Balance** means the outstanding principal balance of an obligation which will be calculated as follows:

- (a) first, by determining, in respect of the obligation, the amount of the Reference Entity's principal payment obligations and, where applicable in accordance with the definition of Accrued Interest above, the Reference Entity's accrued but unpaid interest payment obligations (which, in the case of a Guarantee will be the lower of (i) the Outstanding Principal Balance (including accrued but unpaid interest, where applicable) of the Underlying Obligation (determined as if references to the



Reference Entity were references to the Underlying Obligor) and (ii) the amount of the Fixed Cap, if any);

- (b) second, by subtracting all or any portion of such amount which, pursuant to the terms of the obligation, (i) is subject to any Prohibited Action, or (ii) may otherwise be reduced as a result of the effluxion of time or the occurrence or non-occurrence of an event or circumstance (other than by way of (A) payment or (B) a Permitted Contingency) (the amount determined in accordance with paragraph (a) above less any amounts subtracted in accordance with this paragraph (b), the **Non-Contingent Amount**); and
- (c) third, by determining the Quantum of the Claim, which shall then constitute the Outstanding Principal Balance,

in each case, determined:

- (i) unless otherwise specified, in accordance with the terms of the obligation in effect on either (A) such date as the Calculation Agent determines appropriate taking into account the Hedging Arrangements or (B) the relevant Valuation Date; and
- (ii) with respect to the Quantum of the Claim only, in accordance with any applicable laws (insofar as such laws reduce or discount the size of the claim to reflect the original issue price or accrued value of the obligation).

For the purposes of paragraph (ii) above, **applicable laws** shall include any bankruptcy or insolvency law or other law affecting creditors' rights to which the relevant obligation is, or may become, subject.

If "Fallback Discounting" is specified as applicable in the applicable Final Terms, then, notwithstanding the above, if (i) the Outstanding Principal Balance of an obligation is not reduced or discounted under paragraph (ii) above, (ii) that obligation is either a Bond that has an issue price less than ninety-five per cent of the principal redemption amount or a Loan where the amount advanced is less than ninety-five per cent of the principal repayment amount, and (iii) such Bond or Loan does not include provisions relating to the accretion over time of the amount which would be payable on an early redemption or repayment of such Bond or Loan that are customary for the applicable type of Bond or Loan as the case may be, then the Outstanding Principal Balance of such Bond or Loan shall be the lesser of (a) the Non-Contingent Amount; and (b) an amount determined by straight line interpolation between the issue price of the Bond or the amount advanced under the Loan and the principal redemption amount or principal repayment amount, as applicable.

For the purposes of determining whether the issue price of a Bond or the amount advanced under a Loan is less than ninety-five per cent of the principal redemption amount or principal repayment amount (as applicable) or, where applicable, for applying straight line interpolation:

- (x) where such Bond or Loan was issued as a result of an exchange offer, the issue price or amount advanced of the new Bond or Loan resulting from the exchange shall be deemed to be equal to the aggregate Outstanding Principal Balance of the original obligation(s) that were tendered or exchanged (the **Original Obligation(s)**) at the time of such exchange (determined without regard to market or trading value of the Original Obligation(s)); and
- (y) in the case of a Bond or Loan that is fungible with a prior debt obligation previously issued by the Reference Entity, such Bond or Loan shall be treated as having the same issue price or amount advanced as the prior debt obligation.

In circumstances where a holder would have received more than one obligation in exchange for the Original Obligation(s), the Calculation Agent will determine the allocation of the aggregate Outstanding Principal Balance of the Original Obligation(s) amongst each of the resulting obligations for the purpose of determining the issue price or amount advanced of the relevant Bond or Loan. Such allocation will take into account the interest rate, maturity, level of subordination and other terms of the obligations that resulted from the exchange and shall be made by the Calculation Agent in accordance with the methodology (if any) determined by the relevant Credit Derivatives Determinations Committee."; and

2. by the addition of the following as the last row of the table in paragraph (b) of Credit Linked Condition 24 thereof:

2019 Narrowly Tailored Credit Event Provisions	References to "2019 NTCE Supplement to the 2014 ISDA Credit Derivatives Definitions (July 15, 2019)" shall be deemed to be references to Credit Linked Condition 28 (2019 Narrowly Tailored Credit Event Provisions).
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**7. AMENDMENT TO THE FORM OF FINAL TERMS FOR NON-EXEMPT N&C SECURITIES TO REFLECT THE CREDIT LINKED CONDITIONS AMENDMENTS**

The Form of Final Terms for Non-Exempt N&C Securities on pages 237 to 282 inclusive of the Base Prospectus shall be amended by the addition of the following new paragraph (x1) in item 32 (Credit Linked N&C Securities) thereof:

(x1) 2019 Narrowly Tailored Credit Event Provisions:	<p>Credit Linked Condition 28: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p><i>(If not applicable, delete the remaining sub-paragraphs of this paragraph)</i></p> <p>[Fallback Discounting: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p>Credit Deterioration Requirement: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p>
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**8. AMENDMENT TO THE FORM OF PRICING SUPPLEMENT FOR EXEMPT N&C SECURITIES TO REFLECT THE CREDIT LINKED CONDITIONS AMENDMENTS**

The Form of Pricing Supplement for Exempt N&C Securities on pages 931 to 975 of the Base Prospectus shall be amended by the addition of the following new paragraph (x1viii) in item 36 (Credit Linked N&C Securities) thereof:

(x1viii) 2019 Narrowly Tailored Credit Event Provisions:	<p>Credit Linked Condition 28: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p><i>(If not applicable, delete the remaining sub-paragraphs of this paragraph)</i></p> <p>[Fallback Discounting: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p>Credit Deterioration Requirement: [Applicable/Not</p>
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## 9. AMENDMENT TO THE FORM OF PRICING SUPPLEMENT FOR EXEMPT W&C SECURITIES TO REFLECT THE CREDIT LINKED CONDITIONS AMENDMENTS

The Form of Pricing Supplement for Exempt W&C Securities on pages 993 to 1028 of the Base Prospectus shall be amended by the addition of the following new paragraph (x1viii) in item 37 (Credit Linked W&C Securities) thereof:

(x1viii) 2019 Narrowly Tailored Credit Event Provisions:	<p>Credit Linked Condition 28: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p><i>(If not applicable, delete the remaining sub-paragraphs of this paragraph)</i></p> <p>[Fallback Discounting: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p> <p>Credit Deterioration Requirement: [Applicable/Not Applicable/See Physical Settlement Matrix]]</p>
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## 10. AMENDMENT TO THE RISK FACTORS TO REFLECT THE CREDIT LINKED CONDITIONS AMENDMENTS

The section within the Risk Factors entitled "Risks relating to Credit Linked Securities" beginning on page 157 of the Base Prospectus is amended by the addition of the following new risk factor on page 162 of the Base Prospectus immediately above the risk factor entitled "Cheapest to deliver" therein:

### *Deterioration Requirement*

Investors should note that a deterioration in the creditworthiness or financial condition of a Reference Entity will not be required for the purposes of determining a Failure to Pay Credit Event unless Credit Linked Condition 28 (2019 Narrowly Tailored Credit Event Provisions) and Credit Deterioration Requirement are each specified as applicable in respect of such Reference Entity in the relevant Final Terms or Pricing Supplement."

## 11. GENERAL

All references to pages in this Supplement are to the original unsupplemented Base Prospectus, notwithstanding any amendments described herein.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this 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 Supplement and the Prior Supplements, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Prior Supplements.

If and so long as any Securities are listed on the Luxembourg Stock Exchange, copies of all documents incorporated by reference in the Base Prospectus can be obtained from the Principal Agent as described on page 193 of the Base Prospectus and will be available on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

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

The information incorporated by reference that is not included in the cross-reference lists set out above is considered additional information and is not required by the relevant schedules of the Prospectus Regulation (Commission Regulation (EC) No. 809/2004, as amended).

This Supplement will be published on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).