

PROSPECTUS SUPPLEMENT

PROSPECTUS

Dynamic Certificates and Notes plc

(a public limited company incorporated under the laws of the Republic of Ireland)

Legal Identity Identifier (LEI): 213800K7LEAAOUSOPA15

Issue by Dynamic Certificates and Notes plc of up to EUR 100,000,000 Series 8 Credit Linked Certificates linked to Deutsche Bank, A.G. Subordinated due 2030 (maxi step-down coupon) (ISIN: XS2920441867)

Dynamic Certificates and Notes plc (the “**Company**”) has prepared this prospectus supplement (this “**Prospectus Supplement**”) in respect of its Series 8 issue of up to EUR 100,000,000 Series 8 Credit Linked Certificates linked to Deutsche Bank, A.G. Subordinated due 2030 (maxi step-down coupon) with ISIN XS2920441867, documented under a prospectus dated 7 November 2024 (the “**Prospectus**”).

This Prospectus Supplement has been approved by the Central Bank of Ireland (the “**Central Bank**”), as competent authority under Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”) and constitutes a supplement for the purposes of Article 23(1) of the Prospectus Regulation.

The Central Bank only approves this Prospectus Supplement as meeting the standard of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of either the Company or the quality of the Certificates that are the subject of this Prospectus Supplement and investors should make their own assessment as to the suitability of investing in the Certificates.

The Prospectus Regulation applies where the Certificates are admitted to trading on a regulated market for the purpose of MiFID II and/or an offer of Certificates is made to the public (within the meaning provided for the purposes of the Prospectus Regulation) in one or more Member States of the European Economic Area.

Unless otherwise defined in this Prospectus Supplement, terms defined in the Prospectus shall have the same meaning when used in this Prospectus Supplement. To the extent that there is any inconsistency between any statement in this Prospectus Supplement and any other statement in, or incorporated by reference in, either of the Prospectus, the statements in this Prospectus Supplement will prevail.

The purpose of this Prospectus Supplement is to amend the Trade Date and Reference Rate Trade Date in respect of the Certificates in the Pricing Conditions of the Prospectus, as set out in the section entitled “*Amendments to the Trade Date and Reference Rate Trade Date in respect of the Certificates*” of this Prospectus Supplement.

In accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for, or have applied to purchase or subscribe for, any Certificates prior to the publication of this Prospectus Supplement and where Certificates had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted, shall have the right, exercisable within two working days following the date of publication of this Prospectus Supplement to withdraw their acceptances or applications. In accordance with the section of the Prospectus entitled “*Terms and Conditions of the Offer*”, an offer of the Certificates may be made by FincoBank S.p.A. of Piazza Durante 11, Milan 20131, Italy other than pursuant to Article 1(4) of the Prospectus Regulation in the Italian Republic during the period from and including 11 November 2024 to, and including, 6 December 2024 (the “**Offer Period**”). As of the date of this Prospectus Supplement, the Offer Period for the Certificates has not yet commenced, and no investors

have agreed to purchase or subscribe for, or applied to purchase or subscribe for any Certificates before the publication of this Prospectus Supplement. Therefore, no withdrawal rights that may be provided to investors under Article 23.2 of the Prospectus Regulation apply.

Save as disclosed in this Prospectus Supplement, no significant new factor, material mistake or material inaccuracy relating to information included in the Prospectus has arisen since the publication of the Prospectus.

The Company accepts responsibility for the information contained in this Prospectus Supplement and confirms that, to the best of its knowledge, the information contained in this Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect its import.

This Prospectus Supplement is available for viewing, and copies may be obtained from, the registered office of the Company and the specified office of the Paying Agent.

This Prospectus Supplement is available on the website of the Company at <https://dynamiccertificatesandnotesplc.com/>.

8 November 2024

Dynamic Certificates and Notes plc

CONTENTS

	Page
AMENDMENTS TO THE TRADE DATE AND REFERENCE RATE TRADE DATE IN RESPECT OF THE CERTIFICATES	4

PART A – AMENDMENTS TO THE TRADE DATE AND REFERENCE RATE TRADE IN RESPECT OF THE CERTIFICATES

1. The line item entitled “*Trade Date*” of the section of the Prospectus entitled “*Pricing Conditions*” set out on page 177 of the Prospectus shall be deemed to be deleted in its entirety and replaced with the following:

“Trade Date: 16 December 2024”.

2. In the “*Pricing Conditions*” section on page 185 of the Prospectus, the election relating to the 2021 ISDA Definitions entitled “Reference Rate Trade Date”, which forms of part of the definition of “Floating Rate” in the line item entitled “Accrued Floating Amount” shall be deemed to be deleted in its entirety and replaced with the following:

“Reference Rate Trade Date: 16 December 2024”.