



QNB FINANSBANK A.Ş.
US\$5,000,000,000
Global Medium Term Note Programme

This supplement (this “*Supplement*”) is supplemental to, and must be read in conjunction with, the Base Prospectus dated 26 April 2019 (the “*Original Base Prospectus*” and, as supplemented on 7 June 2019, 1 July 2019, 28 August 2019 and 28 November 2019, the “*Base Prospectus*”) prepared by QNB Finansbank A.Ş. (the “*Issuer*” or the “*Bank*”) under the Issuer’s global medium term note programme. Capitalised terms used but not otherwise defined herein shall have the meaning ascribed thereto in the Base Prospectus.

This Supplement has been approved by the Central Bank of Ireland pursuant to the Prospectus (Directive 2003/71/EC) Regulations 2005 of Ireland (S.I. No. 324 of 2005) (as amended, the “*Irish Prospectus Regulations*”). The Central Bank of Ireland only approves this Supplement as meeting the requirements imposed under Irish and European Union law pursuant to the Irish Prospectus Regulations. This document constitutes a supplement for the purposes of the Irish Prospectus Regulations and has been prepared and published for the purposes of incorporating into the Base Prospectus the latest financial statements and updating the Base Prospectus with certain recent events in connection with the Issuer. As a result, certain modifications to the Base Prospectus are hereby being made. In connection herewith, the Issuer is relying upon Article 46(3) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017.

A copy of each of: (a) the consolidated BRSA financial statements of the Group as of and for the year ended 31 December 2019 (including any notes thereto and the independent auditor’s report thereon, the “*Group’s New BRSA Financial Statements*”) and (b) the unconsolidated BRSA financial statements of the Issuer as of and for the year ended 31 December 2019 (including any notes thereto and the independent auditor’s report thereon) (together with the Group’s New BRSA Financial Statements, the “*New Financial Statements*”) has been filed with the Central Bank of Ireland and the Irish Stock Exchange plc trading as Euronext Dublin and, by means of this Supplement, is incorporated by reference into, and forms part of, the Base Prospectus. Copies of each of the New Financial Statements can be obtained without charge from the registered office of the Issuer and from the Issuer’s website at: <https://www.qnbfinansbank.com/en/investor-relations/financial-information> (such website is not, and should not be deemed to constitute, a part of, or be incorporated into, this Supplement or the Base Prospectus). The New Financial Statements, which are in English, were prepared as convenience translations of the corresponding Turkish language financial statements (which translations the Issuer confirms were direct and accurate). The New Financial Statements were not prepared for the purpose of their incorporation by reference into the Base Prospectus and were audited by Güney Bağimsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Ernst & Young Global Limited) (“*Ernst & Young*”).

Statements contained herein (or in the New Financial Statements incorporated by reference into the Base Prospectus by means of this Supplement) shall, to the extent applicable and whether expressly, by implication or otherwise, modify or supersede statements set out in, or previously incorporated by reference into, the Base Prospectus. Where there is any inconsistency between the information contained in (or incorporated by reference into) the Base Prospectus and the information contained herein (or incorporated by reference into the Base Prospectus by means of this Supplement), the information contained herein (or incorporated by reference into the Base Prospectus by means of this Supplement) shall prevail.

Except as disclosed herein (including in the New Financial Statements incorporated by reference into the Base Prospectus by means of this Supplement) and in the previous supplements to the Original Base Prospectus, there has been no: (a) significant new factor, material mistake or inaccuracy relating to the information included in the Original Base Prospectus since the publication of the Original Base Prospectus, (b) significant change in the financial or trading position of either the Group or the Issuer since 31 December 2019 and (c) material adverse change in the financial position or prospects of the Issuer since 31 December 2019.

The Issuer accepts responsibility for the information contained herein. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and contains no omission likely to affect the import of such information. None of the Dealers or the Arranger make any representation, express or implied, regarding, or accept any responsibility for, the contents hereof or any information incorporated by reference into the Base Prospectus by means of this Supplement.

AMENDMENTS

The following amendments are made to the Original Base Prospectus:

All references in the Base Prospectus to the “EEA” or a “Member State” of the EEA shall be deemed to include the United Kingdom.

RISK FACTORS

The penultimate sentence of the second paragraph of the risk factor titled “Risks Related to Turkey – Turkish Economy” on page 15 of the Original Base Prospectus (as amended by the supplement dated 28 August 2019) is hereby deleted in its entirety and replaced by the following:

In the second quarter of 2019, Turkey’s GDP contracted by 1.5% year-over-year from the second quarter of 2018, which was then followed by 0.9% growth in the third quarter of 2019 as compared to the third quarter of 2018. In the last quarter of 2019 and into 2020, the Bank’s management expects that the published growth in GDP will remain low.

The last sentence of the second paragraph of the risk factor titled “Risks Related to Turkey – Turkish Economy” on page 15 of the Original Base Prospectus (as amended by the supplement dated 28 August 2019) is hereby deleted in its entirety and replaced by the following:

The Turkish government has sought to improve economic growth and, in September 2019, the Turkish Treasury announced a new three-year medium-term economic programme (the “*New Economic Programme*”) for 2020 to 2022 under which GDP growth was estimated to be 5.0% for each year (the 2019 estimate has been announced as 0.5%). In the first half of 2019, Treasury and Finance Minister Mr. Albayrak announced “Structural Transformation Steps” as tools under the New Economic Programme, which tools are intended to support and strengthen: (a) the financial sector, (b) the fight against inflation, (c) budget discipline and tax reform and (d) sustainable growth.

The third sentence of the fourth paragraph of the risk factor titled “Risks Related to Turkey – Terrorism and Conflicts” on page 17 of the Original Base Prospectus (as inserted by the supplement dated 28 August 2019 and amended by the supplement dated 28 November 2019) is hereby deleted in its entirety and replaced by the following:

As of 13 February 2020, it is uncertain if the United States and/or any other NATO member will impose any sanctions or other measures against Turkey and, if imposed, how such might impact the Turkish economy and/or the relationship between Turkey and the United States and/or any other NATO member.

The third sentence of the eighth paragraph of the risk factor titled “Risks Related to Turkey – Terrorism and Conflicts” on page 17 of the Original Base Prospectus (which paragraph was inserted into the Base Prospectus by the supplement dated 28 November 2019) is hereby deleted in its entirety and replaced by the following:

In addition to objections raised by Syria, Iran and Russia to this military activity, the United States (*inter alios*) has taken certain actions (including sanctions on three Turkish ministers and the ministries of defense and energy, though such sanctions were lifted quickly upon an agreement for a pause of operations by Turkey’s military) and might impose additional sanctions upon Turkish military personnel, political figures and/or entities and/or take other actions that might negatively impact the Turkish economy and/or Turkey’s relationship with the United States (in fact, both the U.S. House of Representatives and the Foreign Relations Committee of the U.S. Senate in late 2019 passed bipartisan approvals for sanctions (including, without limitation, freezing assets of senior Turkish officials, banning arms transfers to the country, imposing sanctions on Halkbank and potentially imposing fees and penalties on Turkish financial institutions who are found to have knowingly facilitated certain transactions relating to Turkey’s military operations in Syria)). On 27 November 2019, the Turkish government signed a Memorandum of Understanding with Libya’s Government of National Accord to recognise a shared maritime boundary in the Mediterranean running from Southwestern Turkey to Northeastern Libya. This was further supported by a separate agreement signed in order to expand security and military cooperation between the two countries. On 2 January 2020, the military resolution was accepted by the Turkish parliament and Turkish troops have been deployed in Libya. This incursion into Libya might further aggravate Turkey’s geopolitical tensions, including with Russia.

The fourth paragraph of the risk factor titled “Risks Related to Turkey – Global Financial Crisis and Eurozone Uncertainty” on page 18 of the Original Base Prospectus is hereby deleted in its entirety and replaced with the following:

Furthermore, in July 2016, the United Kingdom (the “UK”) voted to withdraw from the EU. The UK government invoked Article 50 of the Lisbon Treaty on 29 March 2017 marking the beginning of negotiations with the EU relating to the UK’s exit. Following the negotiation of a withdrawal agreement (the “*article 50 withdrawal agreement*”) between the UK and the EU, the UK ceased to be a member of the EU at 11:00 p.m. (London time) on 31 January 2020. Under the terms of the

article 50 withdrawal agreement, a transition period has commenced that will last until 31 December 2020. During this period, most EU rules and regulations will continue to apply to and in the UK and negotiations in relation to a free trade agreement will be ongoing. During the transition period, the UK and the EU might not reach agreement on the future relationship between them or might reach a significantly narrower agreement than that envisaged by the political declaration of the European Commission and the UK government. Due to the on-going political uncertainty with respect to the structure of the future relationship between the UK and the EU, the economic and political consequences for the UK, the EU and other countries (including Turkey) as a result of this process (including any impact upon the European and global economic and market conditions and its possible impact on Sterling, euro and other European exchange rates, and the related uncertainty, during the negotiations on the future trade relationship between the UK and the EU) are difficult to predict.

The sixth paragraph of the risk factor titled “Risks Related to Turkey – Global Financial Crisis and Eurozone Uncertainty” starting on page 18 of the Base Prospectus is hereby amended by the addition of the following sentence at the end thereof:

For example, the outbreak of an infectious disease (such as MERS, Ebola, the avian flu, H1N1, SARS, the Zika virus and the Wuhan coronavirus) in Asia, Europe, the Middle East and/or elsewhere, together with any resulting restrictions on travel, closures of businesses and/or imposition of quarantines, might have a negative impact on the global economy and/or business activities of Turkey and/or other countries in which the Group and/or its customers operate.

The fourth paragraph of the risk factor titled “Risks Related to Turkey – High Current Account Deficit” on page 20 of the Original Base Prospectus is hereby amended by the addition of the following after the reference to “25%” in clause (b)(i) thereof:

(amended to 10% in February 2020)

The following is hereby added as a new second sentence in the sixth paragraph of the risk factor titled “Risks Related to Turkey – High Current Account Deficit” on page 20 of the Original Base Prospectus (which paragraph was inserted by way of the supplement dated 28 November 2019):

On 12 December 2019, the Central Bank cut its policy rate by another 200 basis points to 12.00%, followed on 16 January 2020 by a 75 basis points cut to 11.25%.

The fifth and six sentences of the first paragraph of the risk factor titled “Risks Related to Turkey – Inflation Risk” on page 21 of the Original Base Prospectus (as amended by the supplement dated 28 August 2019) are hereby deleted in their entirety and replaced by the following:

On 30 January 2020, the Central Bank published its first inflation report of 2020, maintaining its inflation forecasts for 2020 and 2021 at 8.2% and 5.4%, respectively. As of January 2020, the last 12 month CPI inflation was 12.2% and the last 12 month domestic producer price inflation was 8.8%.

The last paragraph of the risk factor titled “Risks Related to the Group’s Business – Counterparty Credit Risk” on page 25 of the Original Base Prospectus (which paragraph was inserted by way of the supplement dated 28 November 2019) is hereby deleted in its entirety.

The eighth paragraph of the risk factor titled “Risks Related to the Group’s Business - Foreign Exchange and Currency Risk” on page 29 of the Original Base Prospectus (which paragraph was inserted by the supplement dated 28 November 2019) is hereby deleted in its entirety and replaced by the following:

On 25 July 2019, 12 September 2019, 24 October 2019, 12 December 2019 and 16 January 2020, the Central Bank altered the direction of changes by decreasing the policy rate by 425 basis points, 325 basis points, 250 basis points, 200 basis points and 75 basis points, respectively, to 11.25%, citing a moderate recovery in the economic activity, improvement in the inflation outlook and anticipated expansionary monetary policy steps from the U.S. Federal Reserve and other central banks in developed economies. In 2019, the Turkish Lira depreciated by 12.5% against the U.S. dollar.

The following is hereby added as a new sentence at the end of the third paragraph of the risk factor titled “Risks Related to the Group’s Business - Interest Rate Risk” on page 30 of the Original Base Prospectus:

On 25 July 2019, 12 September 2019, 24 October 2019, 12 December 2019 and 16 January 2020, the Central Bank altered the direction of changes by decreasing the policy rate by 425 basis points, 325 basis points, 250 basis points, 200 basis points and 75 basis points, respectively, to 11.25%, citing a moderate recovery in the economic activity, improvement in the inflation outlook and anticipated expansionary monetary policy steps from the U.S. Federal Reserve and other central banks in developed economies.

The following sentence is hereby inserted at the end of the tenth paragraph of the risk factor titled “Risks Relating to the Group’s Business - Banking Regulatory Matters” on page 36 of the Original Base Prospectus:

For example, the BRSA and Central Bank issued separate decrees in February 2020 that (effective as of 1 March 2020) impose new limitations on certain fees and commissions that Turkish banks may charge to customers, including imposing a limit on fees for electronic funds transfers, which might negatively impact the fees and commissions earned by the Group.

The following is hereby inserted as a new paragraph at the end of the risk factor titled “Risks Relating to the Group’s Business - Banking Regulatory Matters” on page 37 of the Original Base Prospectus:

According to amendments to the Equity Regulation and the 2015 Capital Adequacy Regulation, from 1 January 2022, general provisions will: (a) no longer be allowed to be included in the supplementary capital (*i.e.*, Tier 2 capital) of Turkish banks and (b) be deducted from their risk-weighted assets.

MANAGEMENT

The section titled “Executive Vice Presidents, Heads of Divisions and Coordinators” starting on page 162 of the Original Base Prospectus is hereby amended by: (a) the deletion of the information regarding Mr. Hasan Murat Şakar and (b) inserting the following at the end of the section titled “Executive Vice Presidents, Heads of Divisions and Coordinators - Executive Vice Presidents:”

Recent Developments

On 1 December 2019, Ms. Burçin Dündar Tüzün was appointed as the Executive Vice President responsible for Corporate and Commercial Credits. Additional information regarding Ms. Tüzün is set out below:

Ms. Burçin Dündar Tüzün graduated with a degree in Civil Engineering from the Engineering Faculty, Middle East Technical University in 1997 and obtained an MBA from Bilkent University’s Business Administration Faculty in 1999. She started her banking career as assistant auditor at the Bank’s Internal Audit Department in 1999, joined the Bank’s Corporate Credits Allocation Department in 2005 and has since served the Bank as corporate credits manager, division manager and department manager. Ms. Tüzün was appointed Corporate and Commercial Credits Director responsible for Corporate, Commercial and Structured Finance Credits Allocation in 2016 and then added responsibility for Credits Monitoring and Financial Institutions Credits Management in 2018. She has been serving as an Executive Vice President since December 2019.

On 1 December 2019, Ms. Zeynep Kulalar was appointed as the Executive Vice President responsible for Corporate Banking. Additional information regarding Ms. Kulalar is set out below:

Ms. Zeynep Kulalar graduated from the Department of Business Administration at Middle East Technical University’s Faculty of Economics and Administrative Sciences Department in 1994. She served as Portfolio Assistant Manager at Yapı Kredi Bankası from September 1994 to December 2002 and then served as Corporate Portfolio Assistant Manager at MNG Bank from January 2003 until July 2005, at which time she joined the Bank as Corporate Marketing Team Assistant Manager. At the Bank, she has served as Key Customer Vice President, Corporate Banking Sales and Marketing Vice President, Performance & Foreign Trade and Portfolio Management Senior Vice President, Foreign Trade and Portfolio Management Division Manager and Corporate Banking Portfolio Management Division Manager. Ms. Kulalar was appointed as the Corporate Banking Director in June 2016 and has been serving as Executive Vice President since December 2019.

On 1 January 2020, Mr. Ali Yılmaz was appointed as the Executive Vice President responsible for Legal Affairs. Additional information regarding Mr. Yılmaz is set out below:

Mr. Ali Yılmaz graduated from the Law Faculty of Istanbul University in 1999, studied finance in Canada in 2002 and completed the Executive MBA program at Koç University’s Graduate School of Business in 2008. Mr. Yılmaz served as a Law Apprentice at Demiryol Law Office from September 1996 to December 1998, at Canaz Law Office from October 1999 to June 2000 and at Sarıgül Law Office from June 2000 to June 2001. He then served as Legal Director at Fortis Bank A.Ş from June 2003 through December 2009 and as a member of the Board of Directors and Head of Legal Affairs at Société Générale SA Turkey from January 2010 through October 2016. Mr. Yılmaz joined the Bank as Legal Consultancy Unit Head in November 2016 and was assigned to the role of Head of Legal Affairs in May 2018. He has been serving as Executive Vice President of Legal Affairs since January 2020.

On 1 January 2020, Ms. Derya Düner was appointed as the Executive Vice President responsible for QNBeyond, which is QNB’s global innovation centre to support startups and entrepreneurs in the financial services industry with the goal of enhancing the

group's digitalisation and automation systems and stay at the forefront of customer experience. Additional information regarding Ms. Derya Düner is set out below:

Ms. Derya Düner graduated from the School of Engineering at Bogazici University with a Bachelor of Science degree in Industrial Engineering. From 2003 to 2007, she worked at Mercedes Benz and Pfizer in several positions in marketing, project management and strategy. In 2007, she joined the Bank as a Manager in Retail Banking. After serving in various capacities, she acted as one of the founding executives of Enpara.com throughout its set-up. After Enpara.com's launch in 2012, Ms. Düner served as the Director of Customer Management and then, in 2015, she also took on the responsibilities for launching and managing the Bank's Customer Experience Management Office. In January 2018, she founded the Bank's office of QNBeyond, which is QNB's global innovation centre to support startups and entrepreneurs in the financial services industry, and managed the department as the Director responsible for innovation. Ms. Düner was appointed as the Executive Vice President for QNBeyond in January 2020.

TURKISH REGULATORY ENVIRONMENT

The last paragraph of the section titled "Turkish Regulatory Environment - Loan Loss Reserves - Current Rules" on page 182 of the Original Base Prospectus is hereby deleted in its entirety and replaced by the following:

According to a 24 December 2019 amendment to the Equity Regulation and the 2015 Capital Adequacy Regulation, from 1 January 2022, general provisions will: (a) no longer be allowed to be included in the supplementary capital (*i.e.*, Tier 2 capital) of Turkish banks and (b) be deducted from their risk-weighted assets.

The following is hereby inserted as new paragraphs at the end of the section titled "Turkish Regulatory Environment - Liquidity and Reserve Requirements" starting on page 190 of the Original Base Prospectus:

Effective from 9 August 2019, the Central Bank revised both provision requirements applicable to certain Turkish Lira-denominated liabilities and remuneration rates on reserve accounts maintained with the Central Bank, both as applicable to Turkish banks with annual loan growth rates that fall within a certain range. As of 9 December 2019, it was determined that Turkish banks with an annual growth rate in certain Turkish Lira-denominated loans (determined in real, as opposed to nominal, terms and subject to certain adjustments) of 5 to 15% will be subject to a lowered reserve requirement ratio of: (i) 2% (which is 7% for the banks with a growth rate that does not fall within the aforementioned annual growth rate range) in respect of their Turkish Lira deposits with a maturity of up to three-months and other liabilities with a maturity of up to one year and (ii) 2% (which is 4% for banks with a growth rate that does not fall within the aforementioned annual loan growth range) in respect of their Turkish Lira deposits with a maturity of up to six-months. In addition, banks with a rate of annual loan growth that falls within the aforementioned range receive a higher interest rate (10%) on their reserve accounts maintained in Turkish Lira than is paid by the Central Bank to other banks (0%). As a result of this new regime, long-term commercial loans (which have a strong relation with production and investment) and long-term housing loans (which have a weak relation with imports) are being encouraged by the Central Bank. Loan growth rates will be calculated for every reserve requirement period and banks with real annual loan growth rates complying with the defined conditions will be subject to related reserve requirement ratios and remuneration rates throughout the following three months (six reserve requirement maintenance periods).

On 18 December 2019, the BRSA announced that the total notional amount of a Turkish bank's currency swaps, forwards, options and other similar products with non-residents with a remaining maturity of seven days or fewer where, at the maturity date, such bank pays Turkish Lira and receives foreign exchange shall not exceed 10% of such bank's most recently calculated regulatory capital; *provided* that this restriction does not apply to transactions with a bank's non-Turkish financial subsidiaries and other affiliates that are subject to consolidation.

The Central Bank decided on 28 December 2019 to increase the reserve requirement ratios for foreign exchange deposits/participation funds by 200 basis points for all maturity brackets, but applying a 200 basis point reduction for banks that attain certain Turkish Lira real loan growth conditions.

Effective from 10 January 2020, the Central Bank began applying a new commission on required reserves held in foreign exchange and on notice-foreign exchange deposit accounts held with the Central Bank, which commission seeks to encourage a reverse dollarisation process for deposit/participation funds. As a result, the annual commission rate on U.S. dollar-denominated deposits/participation funds is 2.5% while the annual commission rate for foreign currency-denominated deposits/participation funds other than U.S. dollar-denominated ones is 0.25%.

The last paragraph of the section titled "Turkish Regulatory Environment – Foreign Currency Restrictions" on page 203 of the Original Base Prospectus is hereby amended by the replacement of each of the two references to "25%" therein with "10%".

The four paragraphs under the section titled “Turkish Regulatory Environment - Recent Amendments to the Turkish Insolvency and Restructuring Regime” starting on page 203 of the Original Base Prospectus are hereby deleted in their entirety and replaced by the following:

The Enforcement and Bankruptcy Law No. 2004 prevents a contractual arrangement by which a contractual event of default clause is stipulated to be triggered in case any application is made by a Turkish company for debt restructuring upon settlement (*uzlaşma yoluyla yeniden yapılandırma*) within the scope of this law. In addition, changes were introduced to this law on 15 March 2018 that (*inter alia*) states that the contractual termination, default and acceleration clauses of an agreement cannot be triggered in case the debtor makes a *concordat* application and such application shall not constitute a breach of such agreement.

On 15 August 2018, the BRSA published the Regulation on Restructuring of Debts in the Financial Sector (the “*Restructuring Regulation*”), which was amended on 21 November 2018 and 12 September 2019, with a view to regulate a financial restructuring opportunity for Turkish companies that have entered into loan transactions with: (a) Turkish banks, (b) financial lease, factoring and financing companies, (c) banks and financial institutions established outside Turkey, (d) multilateral banks and institutions that directly invest in Turkey, (e) special purpose companies established by the foregoing institutions for collection of receivables and/or (f) investment funds established as per the Capital Market Law (“*Creditor Institutions*”). The Restructuring Regulation sets forth the procedures and principles on financial restructuring framework agreement(s) (a “*Framework Agreement*”) to be executed amongst the Creditor Institutions and on the respective financial restructuring agreements to be entered into by and between each respective debtor and the relevant Creditor Institutions within the scope of such Framework Agreement(s).

Accordingly, some Creditor Institutions (including most of the Turkish banks) have initially executed a Framework Agreement dated 11 September 2018 (as amended and restated with two respective amendment protocols), which entered into force on 19 September 2018. Furthermore, implementation of the restructuring for companies that are financially indebted against banks and other financial institutions for an outstanding principal amount of TL 25 million or more has recently been initiated with a framework published on the website of the Banks Association of Turkey on 9 October 2019. On 8 November 2019, implementation of a restructuring regime for companies that are financially indebted against banks and other financial institutions for an outstanding principal amount of less than TL 25 million was published. As such, certain borrowers of the Bank might apply for restructuring of their debt.

ISSUER’S TURKISH COUNSEL

The reference to “YazıcıLegal” set forth: (a) in “Legal Matters” on page 227 of the Original Base Prospectus is hereby deleted and replaced with “Akol Namlı & Partners” and (b) on the back cover of the Base Prospectus is, along with its address, hereby deleted and replaced with the following:

Akol Namlı & Partners
Levent Mah., Kanyon Ofis Binası
Büyükdere Cad., No: 185, Kat: 12
34394 Şişli
İstanbul, Turkey

FINANCIAL STATEMENTS

The financial statements for the Bank and the Group: (a) as of and for the year ended 31 December 2017 that were incorporated by reference into the Original Base Prospectus and (b) for each interim period of 2019 that were incorporated by reference into the Base Prospectus by the supplements dated 7 June 2019, 28 August 2019 and 28 November 2019 are hereby deleted from, and shall no longer be deemed to be incorporated by reference into, the Base Prospectus; *it being understood* that the information for fiscal year 2017 contained in the BRSA Financial Statements as of and for the year ended 31 December 2018 remains incorporated by reference into the Base Prospectus. Furthermore, the financial information with respect to the Group, the Bank or any other member of the Group (including all related amounts, percentages and discussion) relating to 2016 (including comparisons thereof to 2017 or any other date or period) in the Base Prospectus is hereby deleted in its entirety from, and from the date hereof does not form part of, the Base Prospectus (including, without limitation, in the sections titled “Risk Factors,” “Overview,” “Selected Consolidated Financial Information of the Group,” “Capitalisation of the Group,” “Business of the Group” and “Related Party Transactions”).