

Obligation to file final terms

Article 8(5) of Regulation (EU) 2017/1129 (the "Prospectus Regulation") states that where the final terms are neither included in the base prospectus, nor in a supplement, the issuer shall make them available to the public in accordance with the arrangements set out in Article 21 and file them with the competent authority of the home Member State, as soon as practicable upon offering securities to the public and, where possible, before the beginning of the offer of securities to the public or admission to trading on a regulated market.

Article 25(4) of the Prospectus Regulation requires the home Member State to communicate final terms to the European Securities and Markets Authority ("ESMA") as soon as practicable after they are filed.

Article 21(6) of the Prospectus Regulation states that ESMA shall, without undue delay, publish the final terms on its website <u>here</u>.

This step-by-step guidance sets out the process for submitting a Final Terms Submission Template ("Final Terms Template") to the Central Bank of Ireland (the "Central Bank"). The Central Bank reserves the right to alter its approach to any matter covered in this guidance at any time.

It is not the policy of the Central Bank to provide legal advice on matters arising pursuant to prospectus law. Any guidance provided herein should not be construed as legal advice or a legal interpretation of prospectus law. It is a matter for any person who may fall within the scope of prospectus law to seek legal advice regarding its application or otherwise to their particular set of circumstances.

Making a final terms submission

The Final Terms Template has various tabs, each requiring relevant information regarding details on the submission, the securities and passporting (if applicable). The various fields are considered "metadata" by ESMA.

The Final Terms Template should be used for the following submission scenarios:

- New Submission; and
- Update Submission.

To submit a Final Terms Template to the Central Bank, please complete the following steps:

1. Download the Final Terms Template in Excel format from the Central Bank website <u>here</u>.



- 2. Complete the Final Terms Template by entering <u>all required and known information</u> in the relevant fields. Ensure that all mandatory fields are completed. Where a field does not apply to the securities detailed within the final terms, it is to be left blank and not populated with "Not Applicable" or any variation thereof. Any field requiring a "Yes" or "No" (e.g. "To be admitted to trading") must be populated.
- 3. Submit the Final Terms Template in Excel format and the final terms document in PDF format via email to <u>finalterms@centralbank.ie</u>. The subject line of the email accompanying the Final Terms Template should commence with "New Submission" and not "Re:" or "FW:".

All correspondence related to final terms submissions and queries on the submission process should only be sent to <u>finalterms@centralbank.ie</u>.

Submitters should have regard to the following points in advance of making a final terms submission to the Central Bank:

- Final terms should be filed with the Central Bank on a timely basis. Generally speaking, the Central Bank would expect final terms to be filed with it within a week of the date of the final terms.
- The Central Bank recommends that submitters download the Final Terms Template for each new final terms submission to ensure the latest version of the Final Terms Template is used.
- The final terms PDF document should be dated within 12 months of the date of approval of the relevant base prospectus.
- Only <u>one Final Terms Template in Excel format and one final terms document in PDF</u> <u>format</u> should be submitted with each email sent to <u>finalterms@centralbank.ie</u>.
- If submitters re-use a previously completed Final Terms Template, the Final Terms Template will become corrupted. The submission will be rejected by the Central Bank and a "New Submission" will be requested.
- Submitters must adhere to the below warning on each tab of the Final Terms Template where information is required:

"Please DO NOT 'Copy and Paste' data into any cells, to do so may result in the submission form failing to upload correctly and result in a request for a resubmission."

• Article 21 of the Prospectus Regulation requires that the final terms PDF document shall be downloadable, printable and in searchable electronic format that cannot be modified.



- Information entered in the Final Terms Template must correspond with the information stated in the final terms PDF document. Any submission with contradictory information will be rejected by the Central Bank and a "New Submission" will be requested.
- The submitter is not required to zip either the Final Terms Template or the final terms PDF document.

The submitter is responsible for ensuring that all of the information in the Final Terms Template and final terms PDF document is accurate and complete.

While the Central Bank does not generally review final terms submissions, random samples of final terms submissions are reviewed in part or in full for quality control purposes. Such reviews may identify errors in a final terms submission (i.e. Final Terms Template and/or final terms PDF document). These errors may be identified at any stage up to and including after the publication of the final terms PDF document on ESMA's website. Errors may also be identified by the submitter.

The following sections in this guidance set out the steps a submitter must take where an error in a final terms submission has been identified:

- (i) Error identified in a Final Terms Template; and
- (ii) Error identified in a Final Terms PDF Document.

In most instances, a submitter will need to make a "New Submission".

Final Terms Filing Fee

A final terms filing fee of €50 is applicable to all "New Submissions" filed with the Central Bank. Final terms fee notices are issued to submitters of final terms quarterly in arrears for the final terms filed in the previous quarter. Regulation 7(b) of <u>S.I No.135 of 2022 - Central Bank</u> <u>Act 1942 (Section 32E) Prospectus and Related Documents Fee Regulations 2022</u> requires payment of the final terms fee notice within 30 days of the date of issue of the fee notice.

Article 17 Submissions

Where the final offer price and/or amount of securities to be offered to the public cannot be included in the final terms, Article 17(2) of the Prospectus Regulation requires that the final offer price and amount of securities shall be filed with the competent authority of the home



Member State and made available to the public in accordance with the arrangements set out in Article 21(2).

Article 17 filings should be emailed to <u>finalterms@centralbank.ie</u>. The subject bar of the email submission should commence with "Article 17 Submission" and then include the issuer name. The Central Bank expects Article 17 filings to be filed in a timely manner.



Final Terms Checklist

A submitter should only make a final terms submission to the Central Bank when the answer to all of the below questions is "**Yes**":

Have you downloaded a new Final Terms Template from the Central Bank website <u>here</u>?

Is the final terms PDF document downloadable, printable and in searchable electronic format that cannot be modified?

Does the subject bar of the submission email start with either "New Submission" or "Update Submission" and does not contain either "RE" or "FW"?

Are there only two attachments to the submission email (i.e. the Final Terms Template and the final terms PDF document)?

Have the following characters: "&", "#", "%", "*", ":", "<", ">", "?", "/" been excluded from the file name of the final terms PDF document?

Has all information been populated in the Final Terms Template without the use of copying and pasting functionality?

Are all applicable mandatory fields in the Final Term Template populated?

In addition to the applicable mandatory fields, has all other known information been populated in the Final Terms Template?

Is the information in the Final Terms Template consistent with that in the final terms PDF document (e.g. ISIN)?

Is the Base Prospectus Job Identifier correct?

Are fields that are not relevant to the securities set out in the final terms PDF document left blank and do not contain "not applicable" or any variation thereof?

Are applicable validations on the "Overview" tab of the Final Terms Template displaying a green tick?

Has the "Public Offer" field been populated with either "Yes" or "No"?

Where admission to trading is taking place, are all relevant fields populated in the Final Terms Template?

Where passporting is requested, are the host Member States one or more of those to which the related base prospectus has been passported?



Completing the Final Terms Submission Template in respect of a New Submission

Overview Tab

This is an automated summary tab (**not editable**). It indicates that the submitter has entered values in the Final Terms Template in the various tabs requiring relevant information regarding details on the submission, the securities and passporting (if applicable). Columns F and G should read as valid if the information is applicable and has been populated correctly.

В	C D	E	F	G
	Banc Ceannais na hÉirean Central Bank of Ireland Eurosystem	Final Terms Submis	sion Template	
Items	Name	Contents	Validation	Validation
1-6 1	Submission Details: Type of Submission:	New Submission		
2	Submitter Details: Name Submitter's Company: Contact e-mail address: What action is requested?:	Joe Bloggs ABC Plc jbloggs@abc.ie Filling Only	Valid Valid Valid	4 4 4

These validation fields indicate which sections of the Final Terms Template are completed (green tick) and which are outstanding, not applicable or invalid (red X).

All validations that are applicable need to display a green tick prior to submitting the completed Final Terms Template to the Central Bank in respect of a New Submission. Where a validation is not applicable (e.g. Issuer Country can be left blank when the Issuer has an LEI Code), the Final Terms Template can be submitted to the Central Bank with a red X.

Submission Details Tab

1. Type of Submission

Tick one of the following

When submitting a New Submission, select "New Submission". This is a mandatory field.

Date of Final Terms

This field must be populated with the date (in dd/mm/yyyy format) of the final terms PDF document. **This is a mandatory field.**

Document Language

Complete this field by selecting "English" or "Irish" from the drop-down menu provided. **This is a mandatory field.**



2. Submitter details

Contact details for the submitter (i.e. name, company and email address) should be included here for the entity making the submission. **These are mandatory fields.**

2	Submitter details:		
	Submitter's Name: Submitter's Company: Contact e-mail address:		

3. What action is requested?

Select what action is requested from the following options on the list provided:

- (i) Filing Only: Where there is a public offer and/or an admission to trading on a regulated market in Ireland only; or
- (ii) Filing with a request to passport: Where there is a public offer and/or an admission to trading on a regulated market in Ireland and elsewhere in the European Economic Area; or
- (iii) Request to passport only: Where there is a public offer and/or an admission to trading on a regulated market elsewhere in the European Economic Area.

This is a mandatory field.



By selecting action (ii) or (iii) set out above, the submitter is required to complete the "Passporting Details" tab.



4. Prospectus related information

The "Base Prospectus Identifier Number" is an 11-digit alphanumeric identifier (starting with "JOB" followed by 8 numbers). The identifier number completed should relate to the approved base prospectus to which the final terms relate. **This is a mandatory field**.

The "Date of Base Prospectus" (in dd/mm/yyyy format) is the approval date of the base prospectus to which the final terms relate. **This is a mandatory field**.

Please note that an approved base prospectus is valid for a period of 12 months from the date of approval and any public offer and/or admission to trading on a regulated market detailed within the final terms PDF document should take place within that timeframe.

4	Prospectus related information:	
	Base Prospectus Identifier Number:	
	Date of Base Prospectus:	

5. Details related to the Issuer/Offeror/Guarantor and other entities related to the Final <u>Terms</u>

Complete the following by entering the required information in the relevant fields:

"Issuer Name" should correspond with that listed within the approved base prospectus. This is a mandatory field.

"Issuer LEI Code" is also a mandatory field unless they are a natural person. If the Issuer is a natural person, "Issuer Country" (i.e. resident country) is a mandatory field. Either "Issuer LEI Code" or "Issuer Country" must be populated but <u>not both</u>.

Where there is more than one Issuer, each Issuer Name and Issuer LEI Code <u>or</u> Issuer Country should be entered in the relevant field separated by a comma.

"Offeror Name" is a mandatory field (where applicable).

"Offeror LEI Code" is also a mandatory field unless they are a natural person. If the Offeror is a natural person, **"Offeror Country"** (i.e. resident country) is a mandatory field. Either "Offeror LEI Code" <u>or</u> "Offeror Country" must be populated but <u>not both</u>.



Guidance on Submitting a Final Terms Submission Template

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5	Details related to the Issuer/Offeror/	r/Guarantor and other entities related to the Final Terms:	
	Issuer Name:		
	Issuer LEI Code:		
	Issuer Country:		
	Offeror Name:		
	Offeror LEI Code:		
	Offeror Country:		

Where there is more than one Offeror, each Offeror Name and Offeror LEI Code <u>or</u> Offeror Country should be entered in the relevant field separated by a comma.

Does the transaction have a Guarantor?

Select the relevant option, either "Yes" or "No", depending on whether or not a Guarantor is applicable. If "Yes" is selected, "Guarantor Name" is a mandatory field.

"Guarantor LEI Code" is also a mandatory field unless they are a natural person. If the Guarantor is a natural person, "Guarantor Country" (i.e. resident country) is a mandatory field. Either "Guarantor LEI Code" <u>or</u> "Guarantor Country" must be populated but <u>not both</u>.

Does the transaction have a Guarantor?	● Yes ◇ No
Guarantor Name: Guarantor LEI Code: Guarantor Country:	

Where there is more than one Guarantor, each Guarantor Name and Guarantor LEI Code or Guarantor Country should be entered in the relevant field separated by a comma.

6. Required Sanctions Confirmation

Ensure that the confirmation regarding financial sanctions is attested to in order to proceed with the final terms submission.

6	Required Sanctions Confirmation	*This confirmation must be made by the submitting party before the Central Bank can accept the submission
	I, the submitter, have received confirmation that the is: European Union as set out under https://eeas.europa.e	suer(s), guarantor(s) (if applicable) and obligor(s) (if applicable) are not designated in any financial sanctions legislation imposed by the u/topics/sanctions-policy/8442/consolidated-list-of-sanctions_en.



Securities Details Tab

7. Details related to the Securities

In this section, <u>all known details</u> relating to the securities should be entered where available at the time of submission. Any details entered <u>must</u> be consistent with those set out in the final terms PDF document.

Certain fields have been designated as "mandatory" as they are applicable to every type of security. For fields <u>not</u> designated as "mandatory", they <u>must</u> be completed where the details are known at the time of submission.

Where a field does not apply to the securities detailed within the final terms PDF document, it is to be left blank and not completed with "Not Applicable" or any variation thereof. Any field requiring a "Yes" or "No" (e.g. "To be admitted to trading") must be populated.

Where more than one security is detailed in the final terms PDF document (e.g. Class A, Class B etc.), information relating to each security must be entered on consecutive lines in the Final Terms Template.

- Product Type This will automatically default to "Debt".
- **Programme Name** Enter the programme name as per the relevant base prospectus (e.g. "€10,000,000,000 Euro Medium Term Note Programme"). **This is a mandatory field**.
- Series Enter where applicable (e.g. Series 1).
- Tranche Enter where applicable (e.g. Tranche 1).
- Underlying Assets If the transaction has underlying assets, select from the dropdown menu. If "Other" is selected, please specify details in the field provided. The "Underlying Assets" field is to be left blank if there are no underlying assets.
- Is there an Underlying Market Measure? Indicate whether or not there is an Underlying Market Measure. This is a mandatory field. If "Yes" is selected, please enter the relevant information in only <u>one</u> of the fields in the "Underlying Market Measure" section (i.e. "ISIN of Underlying Security/Index" <u>or</u> "Name of Underlying Security" <u>or</u> "Name of Index").
- Notes to the Central Bank Enter any other additional information that the submitter considers should be included as part of the submission.
- **ISIN Type** Enter the International Securities Identification Number (ISIN) type for each relevant ISIN code from the drop-down menu. **This is a mandatory field**.



- ISIN Enter the ISIN code (as defined in ISO 6166) for each security in the specified format. This is a mandatory field.
- **FISN** Enter the Financial Instrument Short Name (FISN) code (as defined in ISO 18774) for each security in the specified format. **This is a mandatory field**.
- **CFI** Enter the Classification of Financial Instruments (CFI) code (as defined in ISO 10962) for each security in the specified format. **This is a mandatory field**.
- Type of Securities Select from the drop-down menu. This is a mandatory field.
- Class Enter where applicable (e.g. "1" or "A1" or "A-1").
- Security Description Enter for each security (i.e. per ISIN) and replicate that set out in the final terms PDF document (e.g. "Issue of Series 13 EUR 200,000,000 Secured Instruments due 2025" or "€450,000,000 2.50% Senior Secured Notes due 2025"). This is a mandatory field.
- Issue Date of the Securities Enter for each security (i.e. per ISIN) in dd/mm/yyyy format. This is a mandatory field.
- Nominal Amount Enter the total nominal monetary value of each security (i.e. per ISIN) without the currency code (e.g. "200,000,000¹" as opposed to "€200,000,000"). This is a mandatory field where the monetary value of the nominal amount can be provided. Where a monetary value cannot be provided (e.g. where there are a number of units or certificates), this field should be left blank.
- Nominal Amount Currency Select from the drop-down menu the currency in which the "Nominal Amount" is denominated. Even where the monetary value of the nominal amount cannot be provided, the field must be populated as it is also the currency code for the "Denomination Per Unit" and "Consideration Offered". This is a mandatory field.
- Denomination Per Unit Enter a nominal or notional monetary value for the denomination per unit of each security² without the currency code (e.g. "1,000" as opposed to "€1,000"). This is a mandatory field and should be denoted in the same currency as that of the "Nominal Amount" field.
- Minimum Denomination Enter the minimum monetary denomination of each security (i.e. per ISIN) without the currency code (e.g. "100,000" as opposed to "€100,000"). This is the lowest denomination of an issue that can be initially purchased as set out in the final terms. This is a mandatory field.

¹ This value and similar values in this guidance can also be included without commas (e.g. 200000). ² For example, if the Minimum Denomination is €100,000 and investors can purchase in integral multiples of €1,000, the Denomination Per Unit is €1,000.



- Minimum Denomination Currency Select from the drop-down menu. This is a mandatory field.
- Maturity or Expiry Date Enter the maturity or expiry date of each security (i.e. per ISIN). The date should be in dd/mm/yyyy format. This is a mandatory field. This date cannot be before the issue date of the securities. Where securities do not have a maturity or expiry date, 31/12/9999 should be included.
- **Public Offer** Select from the drop-down menu to indicate whether or not there is an offer of securities to the public as defined in the Prospectus Regulation. **This is a mandatory field**.
- To be admitted to trading? Select from the drop-down menu to indicate whether or not an admission to trading is being sought on a regulated market or multilateral trading facility to which the Prospectus Regulation relates. This is a mandatory field. If "Yes" is selected, the "Dual Listing", "(Anticipated) Date of Admission to Trading", "Trading Venue" and "Trading Venue Name" fields become mandatory.
- **Dual Listing?** Select from the drop-down menu to indicate if there is dual listing. **This** field becomes mandatory if "Yes" is selected in the "To be admitted to trading?" field.
- Type of Offer and/or Admission to trading Select from the drop-down menu. This is a mandatory field.
- (Anticipated) Date of Admission to Trading Enter the date in dd/mm/yyyy format. This field becomes mandatory if "Yes" is selected in the "To be admitted to trading?" field.
- Trading Venue Select from the drop-down menu. This field becomes mandatory if "Yes" is selected in the "To be admitted to trading?" field.

The "Trading Venue" field should be populated where one of the following has been selected in "Type of Offer and/or Admission to trading"; "IRMT", "IPTM", "IMTF", "SIRM". Where "IOWA" or "SOWA" has been selected in "Type of Offer and/or Admission to trading", this field should not be populated.

• Trading Venue Name - Enter the name of the trading venue(s) in the free text field. -This field becomes mandatory if "Yes" is selected in the "To be admitted to trading?" field.

Where there are multiple trading venues (i.e. regulated market and multilateral trading facility), the names of the trading venues should be separated by a comma (e.g. Euronext Dublin, Frankfurt Stock Exchange). The "Trading Venue Name" field should be populated where one of the following has been selected in "Type of Offer and/or Admission to trading"; "IRMT", "IPTM", "IMTF", SIRM. Where "IOWA" or "SOWA" has



been selected in "Type of Offer and/or Admission to trading", this field should not be populated.

- **Retail Issuance** Select from the drop-down menu to indicate whether or not there is a retail issuance. **This is a mandatory field**.
- Consideration Offered Type Select from the drop-down menu. This is a mandatory field:
 - Consideration offered from (Amount) and Consideration offered to (Amount) – This option is selected where there is a range
 - Consideration offered This option is selected where the consideration amount is known
 - Consideration offered to (Amount) This option is selected where the consideration is an "up to" amount i.e. in the event of a public offer.
- **Consideration Offered** Enter the **total monetary amount** offered for each security (i.e. per ISIN) without the currency code (e.g. "2,000,000" as opposed to "€2,000,000"). This should be a **monetary value** and should be denoted in the same currency as that of the "Nominal Amount" field. Do not enter the consideration offered per unit. **This is a mandatory field.** Only numbers or number ranges should be inserted:
 - Where "Consideration offered from (Amount) and Consideration offered to (Amount)" is selected both amounts should be included in the field separated by a hyphen (e.g. 4,000,000-5,000,000).
- **Price Raised Type** Select from the drop-down menu:
 - Price raised from (Amount) and Price raised to (Amount) This option is selected where there is a range
 - Price raised (Amount) This option is selected where the price is known
 - Price raised to (Amount) This option is selected where the price is an "up to" amount i.e. in the event of a public offer.
- Price Raised Enter the monetary value reflecting price per security (i.e. per ISIN) raised³ without the currency code. This should be a monetary value not a percentage (e.g. "4.50" as opposed to "€4.50 or 100%"). This should be denoted in the same currency as that of the "Nominal Amount" field. Only numbers or number ranges should be inserted:
 - Where "Price raised from (Amount) and Price raised to (Amount)" is selected both amounts should be included in the field separated by a hyphen (e.g. 4.50-5.50).

³ Depending on the type of offer, this may not yet be known at submission of the final terms.



- **Consideration Raised Type** Select from the drop-down menu:
 - Consideration raised from and Consideration raised to This option is selected where there is a range
 - Consideration raised This option is selected where the consideration amount is known
 - Consideration raised to This option is selected where the consideration is an "up to" amount i.e. in the event of a public offer.
- Consideration Raised Enter the total monetary amount raised⁴ for each security (i.e. per ISIN) without the currency code. (e.g. "2,000,000" as opposed to "€2,000,000"). This should be a monetary value and should be denoted in the same currency as that of the "Nominal Amount" field. Do not enter the consideration raised per unit. Only numbers or number ranges should be inserted:
 - Where "Consideration raised from and Consideration raised to" is selected both amounts should be included in the field separated by a hyphen (e.g. 4,000,000-5,000,000).
- **Bail-in-ability** Select from the drop-down menu to indicate whether the security is subject to bail-in rules under Directive 2014/59/EU. **This is a mandatory field**.
- Underlying Market Measure If "Yes" is selected in "Is there an Underlying Market Measure?" at the top of the Securities Details tab, enter a value in <u>one</u> of the following fields:
 - ISIN of Underlying Security/Index
 - Name of Underlying Security⁵
 - Name of Index Selecting from the drop-down menu.

⁴ Depending on the type of offer, this may not yet be known at submission of the final terms.

⁵ Where the Underlying Market Measure is a basket of securities, "BSKT" should be populated in the field "Name of Underlying Security".



Passporting Details Tab

8. Details Related to the Passporting of the Final Terms

If a "New Submission" contains a passporting request (where "Filing with a request to passport" or "Request to passport only" has been selected in item 3 in the "Submission Details" tab), the submitter must indicate, by ticking the host country jurisdictions, what the passporting request relates to:

- whether a public offer is being made in the jurisdiction(s) indicated;
- whether admission to trading on a regulated market request is being sought in the jurisdiction(s) indicated; and
- whether a translation of the issue specific summary is required by the jurisdiction(s) indicated.

8	Details related to the Passporting of the Final Terms:				
	Host Countries for which passporting is required (please tick relevant boxes):				
		Receiving Member State	Public Offer	Admission to Trading	Translation required
	Passport to:	Austria	Г		Г
		Belgium	Г	Г	Г
		Bulgaria	Г	Г	Г
		Croatia	Г	Г	Г
		Cyprus	Г	Г	Г
		Czech Republic	Г		Г
		Denmark	Г		Г
		Estonia	Г	Г	Г

The above fields are mandatory where there is a passporting request.

The submitter can only request the passporting of final terms to the same jurisdiction(s) to which the relevant base prospectus was passported.

Where "Filing only" has been selected in item 3 in the "Submission Details" tab, **no passporting** of the final terms will take place, even if information has been completed in the Passporting Details tab.

9. Required Confirmations for Passporting

Ensure that the confirmations under item 9 are attested to in order to proceed with passporting.

9	Required Confirmations for Passporting:	*These confirmations must be made by the submitting party before the Central Bank can accept the submission	
	I, the submitter, confirm that all appropriate summary tr	anslations are included in the document filed, or alternatively, that no summary translations are required for this filing.	
	I, the submitter, confirm that to the best of my knowledge all the information in this filing and/or passport request is true.		



Error identified in a Final Terms Template

Error identified before it has been processed

Where an error has been identified **by the Central Bank** in the Final Terms Template <u>before</u> it has been processed into our workflow system, the original submission will be rejected. This error could relate to incorrect information being included or required information being omitted in the Final Terms Template. An email will be sent to the submitter advising that the submission has been rejection and the reason for the rejection. The submitter will be required to make a "New Submission".

Where an error has been identified **by the submitter** in their Final Terms Template <u>before</u> it has been processed into our workflow system, the submitter will be required to make a "New Submission". In advance of making any "New Submission", the submitter should send an email to <u>finalterms@centralbank.ie</u>. The wording in the subject bar should commence with "Please Disregard" followed by the wording in the subject bar of the original submission email that is to be disregarded. The body of the email should make it clear that the original submission is to be disregarded. The Central Bank will issue an email confirming that the original submission has being disregarded. The Central Bank will not disregard submissions where the "Recall" functionality in Microsoft Outlook is used.

Error identified after it has been processed

Where an error has been identified by **either the Central Bank or the submitter** in the Final Terms Template <u>after</u> it has been processed into our workflow system, the submitter will be required to make an "Update Submission". This error could relate to incorrect information being included or required information being omitted in the Final Terms Template.

Prior to the "Update Submission" being filed, the submitter will need the "Job Number to which this submission relates" as this is a **mandatory field** for an "Update Submission". Where the Central Bank identifies the error, the submitter will be provided with this Job Number. Where the submitter identifies the error, the submitted will need to request the Job Number from the Central Bank. The submitter should send an email to <u>finalterms@centralbank.ie</u> requesting the "Job Number to which this submission relates". This email should contain details of the original final terms submission email, and the subject line should commence "Request for Job ID" and not "Re:" or "Fw:". The appropriate Job Number will then be provided by the Central Bank.

Other than where an Update Submission is required, Job Numbers will not be provided by the Central Bank for any final terms submissions.

The submitter must download a new Final Terms Template for the "Update Submission". If a submitter re-uses the previously completed Final Terms Template for the "New Submission", the Final Terms Template will become corrupted. The submission will be rejected by the Central Bank.



The Final Terms Template for an "Update Submission" must contain all mandatory and known information at the time of submission including the following mandatory fields:

- Type of Submission Select "Update Submission";
- Job Number to which this submission relates This will be provided by email by the Central Bank. This is a different number than the "Base Prospectus Identifier Number"; and
- Reason for Update / Message to Host Competent Authority This is a free text field and should be populated with the reason for the "Update Submission". The fields in the Final Terms Template which have been updated should also be referenced here.

 Submission Details: Type of Submission: Tick one of the following: 	New Submission Opdate Submission	
Job Number to which this submission relates:		
Reason for Update / Message to Host Competent Authority:		

The Central Bank will reject an "Update Submission" where all applicable fields in the Final Terms Template have not been populated.



Error identified in a Final Terms PDF Document

Error identified before transmission to ESMA

Where an error has been identified **by the Central Bank** in the final terms PDF document either before or after it has been processed into our workflow system but <u>before</u> it has been transmitted to ESMA, the original submission will be rejected. This error could relate to incorrect information being included (e.g. incorrect date of the related base prospectus). Submissions will be rejected where the file name of the final terms PDF document contains any of the following characters: "&", "#", "%", "*", ":", "<", ">", "?", "/". An email will be sent to the submitter advising that the submission has been rejected and the reason for the rejection. The submitter will be required to make a "New Submission".

Where an error has been identified **by the submitter** in their final terms PDF document either before or after it has been processed into our workflow system but **before** it has been transmitted to ESMA, the submitter will be required to make a "New Submission". The Central Bank will reject the original submission. In advance of making any "New Submission", the submitter should send an email to <u>finalterms@centralbank.ie</u>. The wording in the subject bar should commence with "Please Disregard" followed by the wording in the subject bar of the original submission is to be disregarded. The body of the email should make it clear that the original submission has being disregarded. The Central Bank will not disregard submissions where the "Recall" functionality in Microsoft Outlook is used.

Error identified after transmission to ESMA

Announcement

Where **either the Central Bank or submitter** identify an error in information included in the final terms PDF document <u>after</u> it has been transmitted to ESMA, where such an error is not a significant new factor, material mistake or material inaccuracy, the issuers should publish a notice of the change to amend final terms, if they have reserved the right to do so in the applicable terms and conditions. It is the issuer's responsibility to ensure compliance with the applicable terms and conditions and applicable prospectus law, in order to prevent an infringement of the existing securities holders' rights.

Amended Final Terms

As an alternative to the announcement referenced above, the submitter can file amended final terms. Amended final terms can be filed with the Central Bank after the original final terms have been filed, and will be accepted provided:

 Amendments to the information in the original final terms do not constitute a significant new factor, material mistake or inaccuracy and are not capable of affecting the assessment of the relevant securities requiring publication of a supplement;



(ii) The amended final terms are not dated the same date as the original final terms, but dated in the following format:

[Date of original final terms] (Amended [Date of amended final terms]); and

(iii) Where final terms are amended, an investor must be able to clearly identify the amendments in the final terms, in particular by way of footnotes.

The amended final terms together with a Final Terms Template constitute a "New Submission" and should be emailed to <u>finalterms@centralbank.ie</u>.

The amended final terms will supersede the original set of final terms and should give a clear indication, by way of footnotes, of any changes to the original final terms. Both the amended final terms and the original final terms will be published by ESMA.

In advance of filing an amended final terms PDF document with the Central Bank, the issuer should be satisfied that it has reserved the right to amend the original final terms PDF document in the applicable terms and conditions relating to the securities set out in the approved base prospectus. It is the issuer's responsibility to ensure that it acts at all times in compliance with the applicable terms and conditions relating to the securities and relevant prospectus law in order to prevent an infringement of the existing securities holder's rights.

Supplement and Amended Final Terms

A significant new factor, material mistake or material inaccuracy relating to the information included in the original final terms transmitted to ESMA which is capable of affecting the assessment of the securities requires a supplement to the related base prospectus with reference to the amended final terms in accordance with Article 23 of the Prospectus Regulation. In addition to the required supplement, the issuer should file amended final terms as a "New Submission".

The amended final terms will supersede the original set of final terms and should give a clear indication, by way of footnotes, of any changes to the original final terms. Both the amended final terms and the original final terms will be published by ESMA.