

PROSPECTUS SUPPLEMENT

DYNAMIC CERTIFICATES AND NOTES PLC

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

Legal Identity Identifier (LEI): 213800K7LEAAOUSOPA15

Programme for the Issuance of Securities

Dynamic Certificates and Notes plc (the “**Company**”) has prepared this prospectus supplement (the “**Prospectus Supplement**”) in respect of its Series 11 issue of up to EUR 100,000,000 Autocallable Certificates linked to the EURO STOXX Banks (Price) Index due 2029 (1.85% quarterly memory coupon) with ISIN XS3076316010 (the “**Securities**”) documented by way of Final Terms dated 22 May 2025 (the “**Final Terms**”) to supplement and be read in conjunction with (i) the base prospectus dated 9 April 2025 of Dynamic Certificates and Notes plc and Defensive Certificates and Notes plc (each in its capacity as Issuer) (the “**Base Prospectus**”) relating to the Company’s programme for the issuance of secured obligations in the form of notes or certificates and (ii) the Final Terms.

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 Securities that are the subject of this Prospectus Supplement and investors should make their own assessment as to the suitability of investing in the Securities.

The Prospectus Regulation applies where the Securities are admitted to trading on a regulated market for the purpose of MiFID II and/or an offer of Securities 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 Base 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, the Base Prospectus or the Final Terms, the statements in this Prospectus Supplement will prevail.

Paragraph 48 (*Eligible Credit Support (VM)*) of the Final Terms contains two sets of Valuation Percentages in respect of Eligible Credit Support (VM) in the form of negotiable debt obligations posted by the Counterparty. The purpose of this Prospectus Supplement is to delete the second set of Valuation Percentages specifying lower Valuation Percentages applicable to such negotiable debt obligations, as set out in the section entitled “*Amendments to Part A (Contractual Terms) of the Final Terms*” 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 Securities prior to the publication of this Prospectus Supplement and where Securities 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 three working days following the date of publication of this Prospectus Supplement, to withdraw their acceptances or applications by notice in writing to FinecoBank S.p.A. of Piazza Durante 11, Milan 20131, Italy, as well as through the network of the Distributor’s financial consultants authorised for door-to-door selling and on the Distributor’s website, www.finecobank.com. The final date within which such right of withdrawal must be exercised is 7 July 2025.

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

2 July 2025

DYNAMIC CERTIFICATES AND NOTES PLC

AMENDMENTS TO PART A (CONTRACTUAL TERMS) OF THE FINAL TERMS

Part A (*Contractual Terms*) of the Final Terms shall be deemed to be amended by deleting the following words contained in paragraph 48 (*Eligible Credit Support*) in their entirety:

| | | |
|-----------------------------------------------|------------|--------|
| “ | | |
| For | negotiable | debt |
| obligations: | | |
| Less than 1 year | | 99.00% |
| 1 year or more but not more than 5 years | | 97.00% |
| More than 5 years but not more than 10 years | | 94.00% |
| More than 10 years but not more than 30 years | | 92.00% |
| ” | | |