

## SUPPLEMENT DATED 8 JUNE 2020 TO THE BASE PROSPECTUS DATED 27 APRIL 2020



### **CPI PROPERTY GROUP**

a public limited liability company (*société anonyme*) incorporated under the laws of the Grand Duchy of Luxembourg, having its registered office at 40, rue de la Vallée, L-2661 Luxembourg, Grand Duchy of Luxembourg and registered with the Luxembourg trade and companies register (*Registre de commerce et des sociétés, Luxembourg*) under number B102254

### **EUR 8,000,000,000 Euro Medium Term Note Programme**

This Supplement (the **Supplement**) to the Base Prospectus dated 27 April 2020 (the **Base Prospectus**) constitutes a prospectus supplement for the purposes of Article 23 of Regulation (EU) 2017/1129 (the **Prospectus Regulation**). This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and is prepared in connection with the EUR 8,000,000,000 Euro Medium Term Note Programme established by CPI Property Group (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the **Central Bank**), as competent authority under the Prospectus Regulation. The Central Bank only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect the import of such information.

#### **Purpose of the Supplement**

The purpose of this Supplement is (a) to incorporate by reference the Issuer's unaudited condensed consolidated interim financial statements as at and for the three month period ended 31 March 2020; and (b) to include a new "*Significant or Material Change*" statement.

#### **Interim Financial Statements for the three month period ended 31 March 2020**

On 29 May 2020, the Issuer published a press release (the **Q1 Interim Financial Statements Press Release**), which contains the Issuer's unaudited condensed consolidated interim financial statements as at and for the three month period ended 31 March 2020 (the **Q1 Interim Financial Statements**). A copy of the Q1 Interim Financial Statements Press Release has been filed with the Central Bank and, by virtue of this Supplement, the Q1 Interim Financial Statements, as set out on the following pages of the Q1 Interim Financial Statements Press Release, are incorporated in, and form part of, the Base Prospectus:

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| Key Events Occurring after the end of Q1 2020..... | Page 3      |
| Financial Highlights.....                          | Page 4      |
| Statement of Comprehensive Income.....             | Pages 5 - 6 |

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| Balance Sheet .....      | Pages 7 - 8   |
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Any other information incorporated by reference that is not included in the cross-reference list above is considered to be additional information to be disclosed to investors rather than information required by the relevant Annexes of the Commission Delegated Regulation (EU) No. 2019/980.

Copies of the Q1 Interim Financial Statements will be available for viewing on the website of the Issuer at <https://www.cpihg.com/reports-presentations-en#tab-item-1>.

### **Significant/Material Change**

The paragraph "*Significant or Material Change*" on page 208 of the Base Prospectus shall be deemed deleted and replaced with the following paragraph:

#### **Significant or Material Change**

There has been no significant change in the financial performance or financial position of the Group since 31 March 2020 and there has been no material adverse change in the financial position or prospects of the Group since 31 December 2019.

#### **General**

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, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus.