

AMENDED AND RESTATED FINAL TERMS

Amended and Restated Final Terms dated 14 May 2020

(Original Final Terms dated 30 April 2020)

**BROKERCREDITSERVICE STRUCTURED  
PRODUCTS PLC**

*(incorporated in The Republic of Cyprus)  
(as Issuer)*

**Issue of Series 2020-14 RUB 600,000,000 Share Linked Notes (Autocall Standard Notes with  
Snowball Digital Coupon) due May 2025**

**under the EUR 20,000,000,000 Euro Medium Term Note Programme**

**(the “Programme”)**

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or the Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or to supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer.

Neither the Issuer nor the Dealer has authorised, nor do they otherwise, the making of any offer of Notes in any other circumstances.

**MiFID II product governance / Retail investors, professional investors and ECPs target market –** Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate - investment advice, portfolio management, non-advised sales and pure execution services - subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable.

## PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “**Conditions**”) set forth under the sections entitled “*Terms and Conditions of the Notes*”, “*Annex 1 – Terms and Conditions for Payouts*” and “*Annex 3 – Additional Terms and Conditions for Share Linked Notes*” in the Base Prospectus dated 20 December 2019 which constitutes a base prospectus (the “**Base Prospectus**”) for the purposes of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation, and must be read in conjunction with the Base Prospectus.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus, the Supplement to the Base Prospectus and these Final Terms (in each case, together with any documents incorporated therein by reference) are available for viewing at, and copies may be obtained from Citibank, N.A., London Branch (in its capacity as Fiscal Agent).

The Base Prospectus and these Final Terms will also be available on the Euronext Dublin website ([www.ise.ie](http://www.ise.ie)). A copy of these Final Terms and the Base Prospectus will be sent free of charge by the Issuer to any investor requesting such documents. A summary of the Notes is annexed to these Final Terms.

The Base Prospectus and these Final Terms are available for viewing at, and copies may be obtained from the Fiscal Agent or Principal Paying Agent (as applicable) and will be available on the Euronext Dublin website ([www.ise.ie](http://www.ise.ie)).

1.	Issuer:	BrokerCreditService Structured Products plc
2.	(i) Series Number:	2020-14
	(ii) Tranche Number:	1
	(iii) Fiscal Agency Agreement:	Applicable
3.	Specified Currency:	Russian Rouble (“ <b>RUB</b> ”)
4.	Aggregate Nominal Amount:	
	(i) Series:	RUB 600,000,000
	(ii) Tranche:	RUB 600,000,000
5.	Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount
6.	Minimum Trading Size:	Not Applicable
7.	(i) Specified Denominations:	RUB 100,000
	(ii) Calculation Amount:	RUB 100,000
8.	(i) Issue Date and Interest Commencement Date:	30 April 2020
9.	Maturity Date:	12 May 2025 or if such day is not a Business Day the immediately succeeding Business Day unless it would thereby fall into the next calendar month, in which event it will be brought forward to the immediately preceding Business Day (the “ <b>Scheduled Maturity Date</b> ”)

10.	Form of Notes:	Registered
11.	Interest Basis:	Share Linked Interest (further particulars described below)
12.	Coupon Switch:	Not Applicable
13.	Redemption/Payment Basis:	Share Linked Redemption Payout Switch: Not Applicable
14.	Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
15.	Put/Call Options:	Not Applicable
16.	Settlement Currency:	RUB
17.	Knock-in Event:	Not Applicable
18.	Knock-out Event:	Not Applicable
19.	Method of distribution:	Non-syndicated
20.	Hybrid Securities:	Not Applicable
21.	Pegasus Notes:	Not Applicable

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

22.	Interest:	Applicable
	(i) Specified Period:	Not Applicable
	(ii) Interest Period(s):	From (and including) an Interest Period End Date (or the Issue Date in the case of the first Interest Period) to (but excluding) the next following Interest Period End Date (or the Scheduled Maturity Date in the case of the last Interest Period).
	(iii) Interest Period End Date(s):	Each of: (i) the Strike Date; and (ii) each 12 May and 12 November in each calendar year from (and including) 12 November 2020 up to (and including) the Scheduled Maturity Date (or, if any such day is not a Scheduled Trading Day, the next following Scheduled Trading Day)
	(iv) Business Day Convention for Interest Period End Date(s):	Not Applicable
	(v) Interest Payment Date(s):	The third Business Day following each Interest Period End Date, provided that the Interest Payment Date in respect of the last Interest Period shall be the date falling three



	(3) Business Days following the Scheduled Maturity Date
(vi) Business Day Convention for Interest Payment Date(s):	Following
(vii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):	BrokerCreditService (Cyprus) Limited
(viii) Margin(s):	Not Applicable
(ix) Minimum Interest Rate:	Not Applicable
(x) Maximum Interest Rate:	Not Applicable
(xi) Day Count Fraction:	Actual/Actual (ISDA)
(xii) Determination Dates:	Not Applicable
(xiii) Accrual to Redemption:	Not Applicable
(xiv) Rate of Interest:	Coupon Rate
(xv) Coupon Rate:	Snowball Digital Coupon applicable
(xvi) Rate(i):	In respect of: (i) the first Interest Period, 5.00 per cent. per annum; and (ii) each subsequent Interest Period, 18 per cent. per annum
Snowball Digital Coupon applicable:	
(i) Snowball Digital Coupon Condition:	Equal to or greater than
(ii) SPS Coupon Valuation Date:	Each Interest Period End Date and the Scheduled Maturity Date (to the extent it is not an Interest Period End Date)
(iii) SPS Coupon Valuation Period:	Not Applicable
(iv) SPS Date Weighting:	Not Applicable
(v) Snowball Barrier Value:	Worst Value
(vi) Snowball Level:	65 per cent.

#### **VALUATION METHODOLOGIES FOR COUPON PAYMENTS**

23.	Payout Conditions:	Applicable
	Worst Value is applicable	
	(i) SPS Valuation Date:	Each SPS Coupon Valuation Date
	(ii) Underlying Reference:	Share Linked
	(iii) Underlying Reference Closing Price Value:	Closing Price

(iv)	Closing Price:	As per Annex 3 ( <i>Additional Terms and Conditions for Share Linked Notes</i> )
(v)	Scheduled Trading Day:	All Shares Basis.
(vi)	Shares:	See paragraph 30(i) below.
(vii)	Strike Date:	29 May 2020
(xi)	Underling Reference Strike Price:	Strike Price Closing Value
(xii)	FX Conversion:	Not Applicable
(xiii)	Underlying Reference FX Level:	Not Applicable
(xiv)	Underlying Reference FX Strike Level:	Not Applicable
(xv)	Strike Period:	Not Applicable
(xvi)	Barrier Percentage Strike Price:	Not Applicable
24.	Fixed Rate Provisions:	Not Applicable
25.	Floating Rate Provisions:	Not Applicable
26.	Screen Rate Determination:	Not Applicable
27.	ISDA Determination:	Not Applicable
28.	Zero Coupon Provisions:	Not Applicable
29.	Index Linked Interest Provisions:	Not Applicable
30.	Share Linked Interest Provisions:	Applicable
(i)	Share(s)/Share Company/Basket of Shares/GDR/ADR:	<p>Basket of Shares comprising of</p> <ul style="list-style-type: none"> <li>(i) the ordinary shares of Softbank Group Corp. (<i>Bloomberg Code: 9984 JT Equity; ISIN: JP3436100006</i>) (the “<b>Softbank Group Shares</b>”);</li> <li>(ii) the ordinary shares of MMC Norilsk Nickel PJSC (<i>Bloomberg Code: GMKN RX Equity; ISIN: RU0007288411</i>) (the “<b>Norilsk Nickel Shares</b>”);</li> <li>(iii) the common stock of Advanced Micro Devices Inc. (<i>Bloomberg Code: AMD US Equity; ISIN: US0079031078</i>) (the “<b>Advanced Micro Devices Shares</b>”);</li> <li>(iv) the common stock of Seagate Technology PLC (<i>Bloomberg Code: STX US Equity ISIN:</i></li> </ul>

		IE00B58JVZ52) (the “Seagate Shares”); and
	(v)	the common stock of Western Digital Corp.. (Bloomberg Code WDC US Equity; ISIN: US9581021055) (the “Western Digital Shares”).
(ii)	Relative Performance Basket:	Applicable
(iii)	Share Currency:	In respect of:
		(i) Softbank Group Shares Japanese Yen;
		(ii) Norilsk Nickel Shares – RUB;
		(iii) Advanced Micro Devices Shares; Seagate Shares; and Western Digital Shares - United States Dollars (“USD”)
(iv)	ISIN of Share(s):	See paragraph 30(i) above.
(v)	Screen Page/Exchange Code:	See paragraph 30(i) above.
(vi)	Averaging:	Averaging does not apply to the Notes.
(vii)	Strike Date:	29 May 2020
(viii)	Interest Valuation Time:	Scheduled Closing Time
(ix)	Interest Valuation Date(s):	Each SPS Coupon Valuation Date
(x)	Observation Date(s):	Not Applicable
(xi)	Observation Period:	Not Applicable
(xii)	Exchange Business Day:	All Shares Basis
(xiii)	Scheduled Trading Day:	All Shares Basis
(xiv)	Exchange(s):	In respect of:
		(i) Softbank Group Shares the Tokyo Stock Exchange;
		(ii) Norilsk Nickel Shares, the Moscow Exchange; and
		(iii) Advanced Micro Devices Shares; Seagate Shares; and Western Digital Shares, NASDAQ
(xv)	Related Exchange(s):	All Exchanges
(xvi)	Weighting:	Not Applicable
(xvii)	Valuation Time:	Scheduled Closing Time

(xviii)	Share Correction Period:	As per the Conditions
(xix)	Optional Additional Disruption Events:	The following Optional Additional Disruption Events apply to the Notes: Increased Cost of Hedging Insolvency Filing
(xx)	Trade Date:	30 April 2020
(xxi)	Market Disruption:	Specified Maximum Days of Disruption will be equal to eight in respect of each Share
(xxii)	Tender Offer:	Applicable
(xxiii)	Listing Change:	Applicable
(xxiv)	Listing Suspension:	Applicable
(xxv)	Illiquidity:	Not Applicable
(xxvi)	Delayed Redemption on the Occurrence of an Extraordinary Event:	Not Applicable
31.	Commodity Linked Interest Provisions:	Not Applicable
32.	Fund Linked Interest Provisions:	Not Applicable
33.	ETI Linked Interest Provisions:	Not Applicable
34.	Foreign Exchange (FX) Rate Linked Interest Provisions:	Not Applicable
35.	Underlying Interest Rate Linked Interest Provisions:	Not Applicable
36.	Credit Linked Notes:	Not Applicable
37.	Additional Business Centre(s):	Any day on which commercial banks are open for business in Moscow (the Russian Federation), New York (United States of America), London (the United Kingdom) and Limassol (Republic of Cyprus)

#### **PROVISIONS RELATING TO REDEMPTION**

38.	Final Redemption Amount:	Final Payout
39.	Final Payout:	Applicable
	Autocall Standard Notes	
(i)	FR Barrier Value:	Worst Value
(ii)	Final Redemption Condition Level:	100 per cent.
(iii)	FR Exit Rate:	0 per cent.
(iv)	SPS Knock-in Valuation:	Applicable: less than



		Knock-in Level: 65 per cent.
(v)	Knock-in Determination Day:	The last SPS Coupon Valuation Date
(vi)	Knock-in Determination Period:	Not Applicable
(vii)	Knock-in Value:	Worst Value
(viii)	Coupon Airbag Percentage:	0 per cent.
(ix)	Final Redemption Value:	Worst Value
(x)	SPS Valuation Date:	Knock-in Determination Day
(xi)	SPS FR Barrier Valuation Date(s):	Knock-in Determination Day

**VALUATION METHOD FOR REDEMPTION PAYMENT:**

40.	Payout Conditions:	Applicable
	Worst Value is applicable	
(i)	SPS Valuation Date:	Each of the SPS FR Barrier Valuation Date, the Knock-in Determination Day and each of the Automatic Early Redemption Valuation Dates
(iii)	Underlying Reference:	Share Linked
(v)	Underlying Reference Closing Price Value:	Closing Price
(vi)	Closing Price:	As per Annex 3 ( <i>Additional Terms and Conditions for Share Linked Notes</i> )
(vii)	Scheduled Trading Day:	See paragraph 30(xiii) above.
(viii)	Shares:	See paragraph 30(i) above.
(ix)	Strike Date:	29 May 2020
(x)	Underlying Reference Strike Price:	Strike Price Closing Value
(xi)	FX Conversion:	Not Applicable
(xii)	Underlying Reference FX Level:	Not Applicable
(xiii)	Underlying Reference FX Strike Level:	Not Applicable
(xiv)	Strike Period:	Not Applicable
(xv)	Barrier Percentage Strike Price:	Not Applicable
41.	Automatic Early Redemption:	Applicable
(i)	Automatic Early Redemption Event:	Automatic Early Redemption Event 1: "greater than or equal to"
(ii)	Automatic Early Redemption Valuation Time:	Scheduled Closing Time



(iii)	Automatic Early Redemption Payout:	SPS Automatic Early Redemption Payout 1: AER Redemption Percentage: 100 per cent. AER Exit Rate: AER Rate
(iv)	Automatic Early Redemption Date(s):	In respect of an Automatic Early Redemption Valuation Date, the Interest Payment Date immediately following such Automatic Early Redemption Valuation Date
(v)	Automatic Early Redemption Price:	100 per cent.
(vi)	Automatic Early Redemption Percentage:	Not Applicable
(vii)	Automatic Early Redemption Percentage Up:	Not Applicable
(viii)	Automatic Early Redemption Percentage Down:	Not Applicable
(ix)	AER Rate:	0 per cent.
(x)	AER Exit Rate:	Not Applicable
(xi)	AER Screen Page:	Not Applicable
(xii)	AER Specified Time:	Not Applicable
(xiii)	AER Reference Rate Determination Date:	Not Applicable
(xiv)	AER Margin:	Not Applicable
(xv)	Automatic Early Redemption Valuation Date(s):	Each Interest Period End Date (except for the Interest Period End Date scheduled to fall on the Strike Date and 12 May 2025 respectively).
(xvi)	Observation Price Source:	Not Applicable
(xvii)	Underlying Reference Level:	Not Applicable
(xviii)	SPS AER Valuation:	Applicable SPS AER Value 1: Worst Value
(xix)	AER Event 1 Underlyings:	See paragraph 30(i) above
(xx)	AER Event 2 Underlyings:	Not Applicable
(xxi)	AER Event 1 Basket:	Not Applicable
(xxii)	AER Event 2 Basket:	Not Applicable
(xxiii)	AER Day Count Fraction:	Not Applicable
(xxiv)	Cut-off Date:	Not Applicable
(xxv)	Early Redemption Leverage Factor:	Not Applicable
(xxvi)	QR Price in respect of the Basket Price:	Not Applicable

	(xxvii) QR Price in respect of the Final Price:	Not Applicable
	(xxviii) QR Price in respect of the Initial Price:	Not Applicable
42.	Call Option:	Not Applicable
43.	Put Option:	Not Applicable
44.	Aggregation:	Not Applicable
45.	Index Linked Redemption Amount:	Not Applicable
46.	Share Linked Redemption Amount:	Applicable
	(i) Share(s)/Share Company/Basket Shares/GDR/ADR:	of See paragraph 30(i) above.
	(ii) Relative Performance Basket:	Applicable
	(iii) Share Currency:	See paragraph 30(iii) above.
	(iv) ISIN of Share(s):	See paragraph 30(i) above.
	(v) Screen Page/Exchange Code:	See paragraph 30(i) above.
	(vi) Averaging:	Averaging does not apply to the Notes.
	(vii) Strike Date:	29 May 2020
	(viii) Redemption Valuation Date:	Each SPS Valuation Date
	(ix) Observation Date(s):	Not Applicable
	(x) Observation Period:	Not Applicable
	(xi) Exchange Business Day:	All Shares Basis
	(xii) Scheduled Trading Day:	All Shares Basis
	(xiii) Exchange(s):	See paragraph 30(xiv) above.
	(xiv) Related Exchange(s):	All Exchanges
	(xv) Weighting:	Not Applicable
	(xvi) Valuation Time:	Scheduled Closing Time
	(xvii) Share Correction Period:	As per Conditions
	(xviii) Optional Additional Disruption Events:	The following Optional Additional Disruption Events apply to the Notes: Increased Cost of Hedging Insolvency Filing
	(xix) Trade Date:	30 April 2020

(xx)	Market Disruption:	Specified Maximum Days of Disruption will be equal to eight in respect of each Share
(xxi)	Tender Offer:	Applicable
(xxii)	Delayed Redemption on the Occurrence of an Extraordinary Event:	Not Applicable
(xxiii)	Listing Change:	Applicable
(xxiv)	Listing Suspension:	Applicable
(xxv)	Illiquidity:	Not Applicable
47.	Commodity Linked Redemption Amount:	Not Applicable
48.	Fund Linked Redemption Amount:	Not Applicable
49.	Credit Linked Notes:	Not Applicable
50.	ETI Linked Redemption Amount:	Not Applicable
51.	Foreign Exchange (FX) Rate Linked Redemption Amount:	Not Applicable
52.	Underlying Interest Rate Linked	Not Applicable
53.	Early Redemption Amount:	An amount equal to the sum of the Principal Amount then outstanding and any interest accrued on such Principal Amount up to (and excluding) the date of redemption (and, for the avoidance of doubt, the redemption amount in respect of each Security (of the Specified Denomination), shall be such Security's pro rata share of such amount)
54.	Provisions applicable to Physical Delivery:	Not Applicable
55.	Variation of Settlement:	
(i)	Issuer's option to vary settlement:	The Issuer does not have the option to vary settlement in respect of the Notes.
(ii)	Variation of Settlement of Physical Delivery Notes:	Not Applicable


#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

56.	Form of Notes:	Registered Notes:  Global Registered Note exchangeable for Individual Note Certificates in the limited circumstances described in the Global Registered Note
	New Global Note:	No
	Additional Financial Centre(s) or other special provisions relating to payment dates:	London, Moscow and Limassol
	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No



57. Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and, if different from those specified in the Temporary Global Note, consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on [\*] late payment: Not Applicable
58. Details relating to Notes redeemable in instalments: amount of each instalment, date on which each payment is to be made: Not Applicable
59. Calculation Agent: BrokerCreditService (Cyprus) Limited
60. Date board approval for issuance of Notes obtained: 29 April 2020
61. Relevant Benchmark[s]: Not Applicable

Signed on behalf of the Issuer:

By:  Eugénios Bagiaridis  
Duly authorised Director

## **PART B - OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

- (i) Listing and admission to trading: Application has been made to the Euronext Dublin for the Notes to be admitted to the Official List and to trading on the Regulated Market of Euronext Dublin with effect from on or about the Issue Date
- (ii) Estimate of total expenses related to admission to trading: EUR 1,000

### **2. INTEREST OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER**

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### **3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- (i) Reasons for the offer: See "Use of Proceeds" wording in the Base Prospectus
- (ii) Estimated net proceeds: RUB 600,000,000
- (iii) Estimated total expenses: Nil save for the expenses in paragraph 1(ii) above.

### **4. PERFORMANCE OF THE SHARES AND OTHER INFORMATION CONCERNING THE UNDERLYING REFERENCES**

Information of past and future performance and volatility of the Shares can be found on the Screen Page specified above for the relevant Share.

### **5. OPERATIONAL INFORMATION**

ISIN: XS2166995725

Common Code: 216699572

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility: No

Additional U.S. federal income tax considerations: Not Applicable

### **6. DISTRIBUTION**

- (i) Method of distribution: Non-syndicated
- If syndicated: Not Applicable

- |       |  |   |
|-------|--|---|
| (iii) | If non-syndicated, name and address of Dealer:   | BrokerCreditService (Cyprus) Limited                |
| (iv)  | Indication of the overall amount of the underwriting commission and of the placing commission: | Not Applicable                                      |
| (v)   | US Selling Restrictions:   | Reg. S Compliance Category 2; TEFRA: Not applicable |
| (vi)  | Public Offer:  | Not Applicable                                      |

## 7. TERMS AND CONDITIONS OF THE OFFER

- |  |                |
|--|----------------|
| Offer Price:   | Not Applicable |
| Conditions to which the offer is subject:  | Not Applicable |
| Description of the application process:  | Not Applicable |
| Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:                                | Not Applicable |
| Details of the minimum and/or maximum amount of application:   | Not Applicable |
| Details of the method and time limits for paying up and delivering the Notes:  | Not Applicable |
| Manner in and date on which results of the offer are to be made public:  | Not Applicable |
| Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable |
| Whether tranche(s) have been reserved for certain countries:   | Not Applicable |
| Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:      | Not Applicable |
| Amount of any expenses and taxes specifically charged to the subscriber or purchaser:  | Not Applicable |
| Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place.             | Not Applicable |



8. **PROHIBITION OF SALES TO EEA  
RETAIL INVESTORS**

Prohibition of Sales to EEA Retail Investors	Not Applicable
---	----------------