

This document constitutes a supplement (the "**Supplement**") pursuant to Article 23 (1) of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**").



**ETC Issuance GmbH**

(the "**Issuer**")

**Supplement**

**dated 2 July 2020**

**to the prospectus for the issuance of up to 21,000,000,000 BTC<sub>ETC</sub><sup>TM</sup> Bonds secured by Bitcoin dated 4 June 2020**

(the "**Prospectus**")

This Supplement is to be read and construed in conjunction with the Prospectus.

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

**IN ACCORDANCE WITH ARTICLE 23 OF THE PROSPECTUS REGULATION, WHERE THE PROSPECTUS RELATES TO AN OFFER OF BONDS TO THE PUBLIC, INVESTORS WHO HAVE ALREADY AGREED TO PURCHASE OR SUBSCRIBE FOR ANY BONDS BEFORE THE SUPPLEMENT IS PUBLISHED HAVE THE RIGHT, EXERCISABLE WITHIN TWO WORKING DAYS AFTER THE PUBLICATION OF THIS SUPPLEMENT ON 2 JULY 2020, I.E. UNTIL 6 JULY 2020, TO WITHDRAW THEIR ACCEPTANCES, PROVIDED THAT THE SIGNIFICANT NEW FACTOR, MATERIAL MISTAKE OR MATERIAL INACCURACY AROSE BEFORE THE FINAL CLOSING OF THE OFFER TO THE PUBLIC AND THE DELIVERY OF THE BONDS. INVESTORS WISHING TO EXERCISE THEIR RIGHT OF WITHDRAWAL MAY CONTACT ETC ISSUANCE GMBH UNDER HOLZHECKE 13, 60528 FRANKFURT AM MAIN, GERMANY OR UNDER GRIDIRON, ONE PANCRAS SQUARE, LONDON N1C 4AG, UNITED KINGDOM.**

**A significant new factor within the meaning of Article 23 of the Prospectus Regulation has arisen due to the Issuer having filed an application with the *Bundesanstalt für Finanzdienstleistungsaufsicht*, as the competent authority under the Prospectus Regulation, on 30 June 2020 to notify the Prospectus to further countries within the European Economic Area, which may affect the assessment of the bonds. Thus, the following changes are made to the Prospectus.**

**This Supplement, the Prospectus as well as any further supplements to the Prospectus are published on the website of the Issuer (<https://www.btc-etc.com>).**

## Changes to the Prospectus:

1. In the section "**1. SUMMARY**", item "**1.1 INTRODUCTION AND WARNINGS**" on page 1, the first paragraph shall be amended as follows, whereby added text is printed in blue and underlined and deleted text is printed in ~~red and strikethrough~~:

### "1.1. INTRODUCTION AND WARNINGS

This Prospectus relates to the public offering in the United Kingdom, Germany, Austria, ~~and~~ Italy, Denmark, Finland, Ireland, Luxembourg, the Netherlands, Norway, Spain and Sweden and the admission to trading on the regulated market (*regulierter Markt*) of the Frankfurt Stock Exchange of secured bonds (the "**Bonds**"). The Bonds' International Securities Identification Number ("**ISIN**") is DE000A27Z304."

2. In the section "**2. ZUSAMMENFASSUNG**" item "**2.1 EINLEITUNG UND WARNHINWEISE**" on page 8, the first paragraph shall be amended as follows, whereby added text is printed in blue and underlined and deleted text is printed in ~~red and strikethrough~~:

### "2.1. EINLEITUNG UND WARNHINWEISE

Dieser Prospekt bezieht sich auf das öffentliche Angebot im Vereinigten Königreich, Deutschland, Österreich, ~~und~~ Italien, Dänemark, Finnland, Irland, Luxemburg, Niederlande, Norwegen, Spanien und Schweden und die Zulassung zum Handel am regulierten Markt der Frankfurter Börse von besicherten Schuldverschreibungen (die "**Schuldverschreibungen**"). Die internationale Wertpapieridentifikationsnummer ("**ISIN**") der Schuldverschreibungen ist DE000A27Z304."

3. In the section "**7. CONSENT TO THE USE OF THE PROSPECTUS**" on page 38, the first paragraph shall be amended as follows, whereby added text is printed in blue and underlined and deleted text is printed in ~~red and strikethrough~~:

### "7. CONSENT TO THE USE OF THE PROSPECTUS

Each financial intermediary (including Authorised Participants) subsequently reselling or finally placing the Bonds is entitled to use the Prospectus in the United Kingdom, Germany, Austria and Italy for the subsequent resale or final placement of the Bonds during the period commencing on (and including) 5 June 2020 and ending on (and including) 3 June 2021 during which a subsequent resale or final placement of the Bonds can be made and in Denmark, Finland, Ireland, Luxembourg, the Netherlands, Norway, Spain and Sweden for the subsequent resale or final placement of the Bonds during the period commencing on (and including) 3 July 2020 and ending on (and including) 3 June 2021 during which a subsequent resale or final placement of the Bonds can be made, provided however, that the Prospectus is still valid in accordance with the Prospectus Regulation. The Issuer accepts responsibility for the information given in this Prospectus also with respect to such subsequent resale or final placement of the Bonds."

4. In the section "**15. GENERAL INFORMATION / INCORPORATION BY REFERENCE**", item "**15.2. NOTIFICATION**" on page 76, shall be amended as follows, whereby added text is printed in blue and underlined and deleted text is printed in ~~red and strikethrough~~:

### "15.2. NOTIFICATION

The Issuer has requested BaFin to provide the competent authority in the United Kingdom, Austria, ~~and~~ Italy, Denmark, Finland, Ireland, Luxembourg, the Netherlands, Norway, Spain and Sweden with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Regulation."