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| Term Sheet dated 2021-06-18  **Issuer 1**  **DIP**  **USD 50000000 Senior Preferred Zero Coupon Notes due 2023-06-28 (the "**Notes**")** | |
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| **Issuer** | Issuer 1 (LEI: 549300NQ588N7RWKBP28) |
| **Issuer Rating** | Issuer 1: Fitch: A (STABLE) and Moodys: Aa3 (STABLE) |
| **Currency** | USD |
| **Series Number** | 12345 |
| **Issuance Type** | MTN |
| **Form of the Notes** | Reg S Bearer |
| **Note Type** | NGN |
| **ECB Eligible** | Yes |
| **Status of the Notes** | Senior Preferred |
| **Nominal Amount** | USD 50000000 |
| **Specified Denominations** | USD 200000 |
| **Trade Date** | 2021-06-18 |
| **Settlement Date** | 2021-06-28 |
| **Maturity Date** | 2023-06-28 |
| **Interest Payment Date(s)** | Not Applicable |
| **First Interest Payment Date** | Not Applicable |
| **Rate of Interest** | Not Applicable |
| **Issue Price** | 100.000000% |
| **Net Proceeds** | USD 50000000.00 |
| **Redemption Price** | 100.00000% |
| **Day Count Fraction** | Actual/360 |
| **Business Day Convention** | Modified Following Adjusted |
| **Business Days** | Payments: New York |
| **Use of Proceeds** | See Use of Proceeds wording in the Base Prospectus |
| **Product Governance/Target Market** | Target Market: Professional investors and ECPs  Manager's target market wording to be inserted here. |
| **Sole Manager** | Non-syndicated: Bank 1 (United Kingdom) |
| **Issuing and Paying Agent** | Citibank N.A., London Branch |
| **Calculation Agent** | Citibank N.A., London Branch |
| **ISIN / Common Code** | XS1234567890 / 123456789 |
| **Listing** | Not listed |
| **Governing Law** | English law |
| **Clearing System(s)** | Euroclear/Clearstream |
| **TEFRA Category** | TEFRA D |
| **Documentation** | As per the documentation relating to the Issuer's EUR 20.0 billion DIP |
| **Selling Restrictions** | As per the Notes Documentation |