



Supplement to the Base Prospectus dated 16 May 2025

ABP Finance Plc

(incorporated with limited liability in England and Wales with registered no. 07847174)

(Legal Entity Identifier: 549300MJIRPTCHAYW359)

£5,000,000,000

Multicurrency Programme for the Issuance of Notes

This Supplement (the “**Supplement**”) is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 16 May 2025 (the “**Base Prospectus**”), prepared by ABP Finance Plc (the “**Issuer**”) in connection with its multicurrency programme for the issuance of a single class of notes (the “**Programme**”) in an amount up to £5,000,000,000 in aggregate principal amount (the “**Notes**”). The purpose of this Supplement is to update the Base Prospectus. Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the FCA, as competent authority under Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the EUWA (the “**UK Prospectus Regulation**”) as a base prospectus supplement issued in compliance with the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation. Such approval should not be considered as an endorsement of either the Issuer, ABPA, ABPH, ABPAH, SGL or the quality of the Notes that are the subject of the Base Prospectus and investors should make their own assessment as to the suitability of investing in the Notes. An investor should be aware of its rights arising pursuant to Article 23 of the UK Prospectus Regulation.

Supplement dated 2 October 2025

IMPORTANT NOTICES

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 this Supplement makes no omission likely to affect its import.

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 into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement or in the document incorporated by reference in, and forming part of, this Supplement, no significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

1 Interim Financial Statements

ABPAH has prepared an interim report for the six months ended 30 June 2025 which contain the unaudited group financial statements of ABPAH as at and for the six months ended 30 June 2025 (the “**Interim Financial Statements**”).

Copies of the Interim Financial Statements have been filed with the FCA, and, by virtue of this Supplement, the Interim Financial Statements are incorporated in, and form part of, the Base Prospectus. The Interim Financial Statements have been prepared in accordance with the International Accounting Standard 34 Interim Financial Reporting and the basis of accounting is consistent with the accounting policies of the ABPAH Group.

Copies of the Interim Financial Statements can be viewed (without charge) at <https://www.abports.co.uk/media/dfpfcnmlm/abpah-group-interim-statement-2025-25-09.pdf>. In addition, copies of such documents will be available on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/pricesand-news/news/market-news/market-news-home.html>. Please note, however, that the contents of any websites referred to in this Supplement do not form part of this Supplement or the Base Prospectus, except where that information has been incorporated into the Base Prospectus.

2 Additional unaudited financial and operational information for the ABPAH Group as of and for the six months ended 30 June 2025

Six months ended 30 June	2025 £m	2024 £m	Change from 2024
Revenue	409.5	384.6	+6.5%
Consolidated EBITDA	234.4	215.8	+8.6%
Consolidated EBITDA margin ¹	57.2%	56.1%	+1.1%
Bulk cargo tonnage (mt) ²	22.8	22.6	+0.9%
Unitised cargo (millions) ²	1.5	1.5	+0.0%
Passengers (000s)	1,624.0	1,627.8	-0.2%
Consolidated Net Borrowings	2,854.3	2,524.7	+13.1%

¹ Consolidated EBITDA margin is calculated as Consolidated EBITDA divided by Revenue.

² Excluding volumes where the Group generates conservancy income only. Volume presentation aligns to ABP’s management reporting. Unitised cargo is shown as units rather than using a conversion to tonnes.

Historic Covenanted Financial Ratios

At 30 June	2025	2024
Ratio of Historic Adjusted Consolidated EBITDA to Historic Net Interest Payable	2.43	2.52x
Ratio of Historic Consolidated Net Borrowings to Historic Consolidated EBITDA	6.36	6.21x

3 No Significant Change

There has been no significant change in the financial position or the financial performance of ABPAH since 30 June 2025.

4 Documents Available

For so long as the Programme remains in effect or any Notes shall be outstanding, physical copies of the Interim Financial Statements may be inspected during normal business hours at the specified offices of the Issuer at 25 Bedford Street, London, WC2E 9ES and at the offices of the Principal Paying Agent during usual business hours.