



**Certificate of Approval of a Base Prospectus  
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005  
Certificate Reference 2823**

**To:** Bundesanstalt für Finanzdienstleistungsaufsicht, Germany  
Commissione Nazionale per le Società e la Borsa, Italy  
Financial Conduct Authority, United Kingdom

**From:** Central Bank of Ireland

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 15 June 2018.

**Name of Issuer:** SmartETN P.L.C.

**Registered Office:** 2nd Floor, Palmerston House  
Fenian Street  
Dublin 2  
Ireland

**Type of Securities:** €2,000,000,000 Structured Medium Term Certificate Programme

**National Prospectus Identifier:** 316939

**(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up):** IV, V, VI, XII, XIII, XX, XXI, XXII, and XXX

**Guarantor (if any):** Cirdan Capital Management Ltd

**We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information required under Item 13.1 of Annex IV on the following grounds:**

The information required by Item 13.1 of Annex IV of Commission Regulation (EC) No. 809/2004 with respect to the Issuer has been omitted in part from the Base Prospectus and such omission has been approved by the Central Bank of Ireland pursuant to Regulation 25(c) of the Prospectus (Directive 2003/71/EC) Regulations.

**Signed:**

A handwritten signature in blue ink, appearing to read 'Na Wall', written over a horizontal line.

**For and on behalf of the: Central Bank of Ireland**

**Date:** 18 June 2018

**Attachments:** (1) Base Prospectus  
(2) Translations