

3rd Supplement to the Capital Market Prospectus of Bitpanda GmbH dated October 5, 2020



Bitpanda Crypto Index

for the public offering of an Index-Product constituting investments pursuant to the Austrian Capital Markets Act for a total amount of up to EUR 30,000,000 (in words: 30 million euro) with an option to increase up to EUR 50,000,000 (in words: 50 million euro)

pursuant to Section 6 Capital Markets Act (KMG)
(Scheme A for the KMG - Investments)

3. Supplement from the 13. June 2022

Translation Disclaimer

This Supplement to the capital market Prospectus is a translation into English of the original Supplement for the Prospectus for the Bitpanda Index product which was issued in the German language and is provided solely for the convenience of English-speaking readers. This translation of the Supplement has not been edited or audited by the Prospectus auditor (Grant Thornton Austria GmbH), and is in no way binding or affiliated with said auditor. The German version is the only prevailing and binding version. Neither Bitpanda nor any other party can be made liable for errors or ambiguity deriving from the English translation.

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1. Supplement to the Capital Market Prospectus - non-binding short summary

This 3rd Supplement amends the capital market prospectus of Bitpanda GmbH dated October, 5, 2020 as amended after the 2nd Supplement dated April 4, 2022 for the public offering of investments in the form of an index product in the total amount of up to EUR 30 million (with a further increase option to EUR 50 million), in particular in the points presented below.

In the opinion of the Issuer, these do not constitute material circumstances, but only forward-looking amendments to the prospectus and insignificant adjustments.

Amendments to the content:

- Inclusion of information on four new Crypto Indices in the Prospectus
- Update of the company name of the index provider
- Adjustments and additions to the definitions relating to the new indices
- Update of the general terms and conditions of Bitpanda GmbH in the Supplement

2. Amendments, supplements and clarifications to the Capital Market Prospectus;

Important information, terms and references in the Capital Market Prospectus

The Issuer's capital market prospectus dated 05.10.2020 was filed with the registration office of the Österreichische Kontrollbank Aktiengesellschaft (OeKB) on October 5, 2020 and the publication date of the capital market prospectus and the manner of publication pursuant to Section 8 (3) of the Capital Market Act as amended was published in the official gazette of the Wiener Zeitung on October 3, 2020. The prospectus was published on the homepage of Bitpanda GmbH on October 5, 2020 (www.bitpanda.com). The 1st Supplement was respectively published on 18 March 2021 and the 2nd Supplement on 22 April 2022. The filing and publication of the 3rd Supplement will take place in the same manner as the underlying Capital Market Prospectus and the previously-published first Supplement and will be made available to the public free of charge on the website of the issuer, Bitpanda GmbH, at www.bitpanda.com during the period of the public offering.

All terms defined in the Capital Market Prospectus have the same meaning in this Supplement. The numbering of the headings of the 3rd Supplement is consecutive and thus does not correspond to the numbering of headings or chapters of the Capital Market Prospectus. The Capital Market Prospectus, the 1st Supplement, the 2nd Supplement and the 3rd Supplement are to be read and understood as a unit. Insofar as no amendments or supplements to the Capital Market Prospectus are made by the following Supplement, the provisions of the Capital Market Prospectus and, in particular, its risk information shall continue to apply as they have in the past.

Numerous risks described in the Capital Market Prospectus, including their significance and effects, are described in more specific detail in Section 5, item 2 of the Capital Market Prospectus, and may lead to an adverse effect on the Issuer's business, net assets, financial position, liquidity and results of operations and therefore to a partial or total loss of the invested capital for the investors. The acquisition of the Bitpanda Index product entails considerable risks, up to and including a possible total loss of the investment. Crypto-assets are very volatile assets and their performance cannot be estimated. Therefore, only users who can economically bear a total loss of the investment should acquire their Index product.

The following amendments relate to the Capital Market Prospectus (pursuant to Scheme A) of Bitpanda GmbH regarding the public offering of investments in the form of an Index product in the total amount of up to 30 million euro with the option to increase the total amount to 50 million euro dated 05 October, 2020 (hereinafter "**the Prospectus**"), which is hereby supplemented by the following amendments or amended by the following contents. The page references apply to this Prospectus.

In the opinion of the Issuer, these are not material circumstances, but are instead a forward-looking Supplement to the Prospectus.

Amendments to the Prospectus

2.1. Amendments to the Prospectus - General Adjustments

a) Due to the amendment of the company name of the Crypto Index Provider MVIS, throughout the Prospectus the information:

"MV Index Solutions GmbH"

will be replaced as follows:

"MarketVector Indexes GmbH"

b) On page 12 of the Prospectus, the definition of the term "Bitpanda Index, Index-product"

"Bitpanda Index, Index Product - The Index product covered by the Prospectus comprising the following indices: BCI5, BCI10, BCI25."

will be amended as follows:

"BCI, Bitpanda Crypto Indices, Bitpanda Index, Index- Product - The Index product covered by the Prospectus; comprising the following indices: BCI5, BCI10, BCI25, BCI DeFi Leaders, BCI Infrastructure Leaders, BCI Metaverse Leaders, BCI Smart Contract Leaders."

c) On page 13 in the glossary, the following definition of the term "DeFi" is inserted:

"DeFi - short for "decentralised finance", is a collective term for a group of crypto-based applications in the financial sector that are built on a blockchain. This includes financial applications based on decentralised networks without central intermediaries."

d) On page 14 in the list of definitions, the following definition of the term "infrastructure" is inserted:

"Infrastructure - Describes applications necessary for the operation and development of the blockchain."

e) On page 14 in the list of definitions, the following definition of the term "metaverse" is inserted:

"Metaverse - A combination of two worlds: the virtual and the real world. It describes a virtual space that is added to the real world, but also exists on its own."

f) On page 15 in the list of definitions, the following definition of the term "smart contracts" is inserted:

"Smart Contracts - Describes programmes stored on a blockchain that are executed when certain conditions are met. They are typically used to automate the execution of an agreement so that all parties have instant certainty of the outcome."

2.2. Amendments to the Prospectus - Preliminary remarks and summary

Due to the inclusion of new crypto indices on the Bitpanda platform, the information in the Prospectus Summary will be adjusted.

a) On page 3 of the Prospectus, in the preliminary remarks, in the fourth paragraph, the statements

The Issuer reserves the right to modify or terminate the Bitpanda Indices 5, 10 and 25 at any time, at its sole discretion.

will be replaced as follows:

"The Issuer reserves the right to amend or terminate the Bitpanda Indices at any time at its sole discretion."

b) On page 16 of the Prospectus in the Summary, the information:

*"Over time, they can choose between the Bitpanda Crypto Index 5 ("**BCI5**"), Bitpanda Crypto Index 10 ("**BCI10**") and Bitpanda Crypto Index 25 ("**BCI25**"). This means that with one click, either 5, 10 or 25 crypto-assets can be purchased."*

will be replaced as follows:

*"Over time, they can choose between the Bitpanda Crypto Index 5 ("**BCI5**"), Bitpanda Crypto Index 10 ("**BCI10**"), Bitpanda Crypto Index 25 ("**BCI25**"), Bitpanda Crypto Index DeFi Leaders ("**BCI DeFi Leaders**"), Bitpanda Crypto Index Infrastructure Leaders ("**BCI Infrastructure Leaders**"), Bitpanda Crypto Index Metaverse Leaders ("**BCI Metaverse Leaders**") and Bitpanda Crypto Index Smart Contract Leaders ("**BCI Smart Contract Leaders**"). It is therefore possible to acquire the crypto-assets included in the respective index with one click."*

2.3. Amendments to the Prospectus - Additions and adjustments relating to new indices

Due to the inclusion of new crypto indices forming additions to the Bitpanda Crypto Indices, the information on the additional indices will be adjusted respectively throughout the Prospectus.

a) On page 21 of the Prospectus in Chapter 2, item 1, the information:

"The Bitpanda Crypto Index (BCI) described in this prospectus is based on the following Indices in three versions (BCI5, BCI10, BCI25)

- *MVIS CryptoCompare Digital Assets 5 Index (MVDA5)*
- *MVIS CryptoCompare Digital Assets 10 Index (MVDA10)*

- *MVIS CryptoCompare Digital Assets 25 Index (MVDA25)*"

will be replaced as follows:

"The Bitpanda Crypto Index (BCI) described in this Prospectus follows the following indices in its seven versions (BCI5, BCI10, BCI25, BCI DeFi Leaders, BCI Infrastructure Leaders, BCI Metaverse Leaders, BCI Smart Contract Leaders):

- *MVIS CryptoCompare Digital Assets 5 Index (MVDA5)*
- *MVIS CryptoCompare Digital Assets 10 (MVDA10)*
- *MVIS CryptoCompare Digital Assets 25 Index (MVDA25)*
- *MVIS CryptoCompare Decentralized Finance Leaders Index*
- *MVIS CryptoCompare Infrastructure Application Leaders Index*
- *MVIS CryptoCompare Media & Entertainment (Metaverse) Leaders Index ("BCI Metaverse Leaders")*
- *MVIS CryptoCompare Smart Contract Leaders Index"*

b) On page 22 of the Prospectus in Chapter 2, item 1.1, in the first paragraph, the following information is provided

*"They can currently choose between the Bitpanda Crypto Index 5 ("**BCI5**"), Bitpanda Crypto Index 10 ("**BCI10**") and Bitpanda Crypto Index 25 ("**BCI25**"), which means that the crypto-assets contained in the respective BCI and calculated using the Index methodology (see chapter 2, item 1.3) are purchased directly. It is possible that not all three Indices will be offered at the beginning of the offering, but Bitpanda aims to launch all three Indices as soon as possible. Additional Indices are planned in the medium term."*

will be replaced as follows:

*"They can currently choose between the Bitpanda Crypto Index 5 ("**BCI5**"), Bitpanda Crypto Index 10 ("**BCI10**"), and Bitpanda Crypto Index 25 ("**BCI25**"), Bitpanda Crypto Index DeFi Leaders ("**BCI DeFi Leaders**"), Bitpanda Crypto Index Infrastructure Leaders ("**BCI Infrastructure Leaders**"), Bitpanda Crypto Index Metaverse Leaders ("**BCI Metaverse Leaders**") and Bitpanda Crypto Index Smart Contract Leaders ("**BCI Smart Contract Leaders**"), which means that the crypto values included in the respective BCI and calculated according to the Index methodology (see Chapter 2, item 1. 3) are acquired directly. It is possible that not all indices will be offered at the beginning of the offering. Additional indices are also planned in the medium term."*

c) On page 22 of the Prospectus in chapter 2, item 1.1, in the second paragraph, all references to

"BCI5, -10, -25"

will be replaced with references to

"Bitpanda Crypto Indices"

d) On page 24 of the Prospectus, in Chapter 2, item 1.3.1, in the first paragraph, the

following information:

“Bitpanda plans to start with three Indices, namely the following: Bitpanda Crypto Indices 5/10/25; it is possible that not all Indices will be offered on the platform at the beginning. Bitpanda has purchased the use of these three Indices, including the Index composition and corresponding updates, from an external service provider, the Index provider (MVIS).”

will be replaced as follows:

*“Bitpanda currently provides the users with seven indices, specifically the following: **“Bitpanda Crypto Indices 5/10/25”**, BCI DeFi Leaders (**“BCI DeFi Leaders”**), BCI Infrastructure Leaders (**“BCI Infrastructure Leaders”**), BCI Metaverse Leaders (**“BCI Metaverse Leaders”**) and BCI Smart Contract Leaders (**“BCI Smart Contract Leaders”**). These seven indices, including their composition and respective updates, are purchased by Bitpanda from an external service provider, the index provider (MVIS), on the part of Bitpanda.”*

e) On page 30 of the Prospectus in chapter 2, item 1.3, the following items 1.3.5. to 1.3.8. are introduced after item 1.3.4:

“1.3.5. Bitpanda Crypto Index DeFi Leaders (BCI Defi Leaders)

The Bitpanda Crypto Index DeFi Leaders (BCI Defi Leaders) described in this Prospectus is based on the MVIS CryptoCompare Decentralised Finance Leaders Index, which tracks the performance of the five largest and most liquid decentralised crypto-based financial applications and is an investable subset of the MVIS CryptoCompare Decentralised Finance Index. The classification of each asset as a decentralised crypto-based application is determined based on the description of the asset, most of which can be found on the public website of the asset in question.

MVIS uses the Global Industry Classification Standard (GICS) as a starting point. As soon as an asset that is not yet included in the MVIS CryptoCompare Decentralised Finance Leaders Index has a market capitalisation of more than USD 250,000,000 and an average trading volume of at least USD 10,000,000, MVIS analyses the asset in detail. In doing so, MVIS refers to resources such as the respective asset's whitepaper, various third-party studies and community posts about and surrounding the respective asset - including social media channels to identify the use case. If the use case of the respective asset is identified as a decentralised crypto-based financial application based on distributed networks and without central intermediaries, the respective asset qualifies for the index. All these assets qualifying as DeFi use cases are eligible for the MVIS CryptoCompare Decentralized Finance Leaders Index.

MVIS determines the individual assets that are part of the MVIS CryptoCompare Decentralized Finance Leaders Index based on the following methodology:

In the first step, all assets that are either part of the current MVIS CryptoCompare Decentralised Finance Leaders Index and have an average daily trading volume of at least USD 20,000,000 in the current month and a market capitalisation of at least USD 800,000. 000 USD, or assets that are part of the MVIS CryptoCompare Decentralised Finance Index

and also have an average daily trading volume of at least USD 25,000,000 in the current month and a market capitalisation of at least USD 1,000,000,000, are included in a list of potential index constituents.

MVIS ranks the now-existing list according to market capitalisation and the average daily trading volume in the current month. Should the combination of these two criteria result in the same ranking of two or more assets, market capitalisation will be the determining factor and assets with a higher market capitalisation will receive a higher ranking. The top 5 assets of this ranking are then included in the MVIS CryptoCompare Decentralised Finance Leaders Index for the next month. Here is a simplified example:

Rank	Asset	Index component for the current month?
1	U	Yes
2	V	Yes
3	W	No
4	X	Yes
5	Y	Yes
6	Z	Yes

From the above ranking, assets U, V, X and Y would continue to be included in the MVIS CryptoCompare Decentralized Finance Leaders Index for the next month, as they are already part of the index in the current month. Asset Z would not be taken into account, despite being a current component of the index. Asset W, however, would be included in the index in the next period.

The index review process described above is implemented by MVIS on a monthly basis. The constituents of the MVIS CryptoCompare Decentralized Finance Leaders Index are ranked and weighted according to market capitalisation. However, it should be noted that the MVIS CryptoCompare Decentralized Finance Leaders Index is subject to a maximum weighting over the course of the monthly review, whereby individual assets in this group may not have a weighting of more than 30%, i.e. if necessary, weightings are reallocated within this group again. If this value is exceeded, the weighting is reduced to 30% and the excess weighting is redistributed proportionately to all other index components. This process is repeated until no asset has a weighting that exceeds the respective maximum weight. This procedure is primarily used to diversify the index.

1.3.6. Bitpanda Crypto Index Infrastructure Leaders (BCI Infrastructure Leaders)

The Bitpanda Crypto Index Infrastructure Leaders (BCI Infrastructure Leaders) described in this Prospectus is based on the MVIS CryptoCompare Infrastructure Application Leaders Index, which replicates the performance of the five largest and most liquid infrastructure application assets and can be invested in as a subset of the MVIS CryptoCompare Infrastructure Application Index. The classification of each asset as an

infrastructure application is determined based on the asset's description, which is usually found on the asset's public website.

MVIS uses the Global Industry Classification Standard (GICS) as a starting point for this. As soon as an asset that is not yet included in the MVIS CryptoCompare Infrastructure Application Leaders Index has a market capitalisation of more than USD 250,000,000 and an average trading volume of at least USD 10,000,000, MVIS analyses the asset in detail. In doing so, MVIS refers to resources such as the asset's white paper, various third-party studies and community posts about and surrounding the asset - including social media channels - to identify the use case. If the use case of the respective asset is identified as being for decentralised crypto-based applications that serve specific infrastructure purposes and are necessary for the operation and development of the blockchain, the respective asset qualifies for the MVIS CryptoCompare Infrastructure Application Leaders Index. All these assets that qualify as infrastructure use cases are eligible for the MVIS CryptoCompare Infrastructure Application Leaders Index.

In the first step, all assets that are either part of the current MVIS CryptoCompare Infrastructure Application Leaders Index and have an average daily trading volume of at least USD 20,000,000 in the current month and have a market capitalisation of at least USD 800,000,000, or assets that are part of the MVIS CryptoCompare Infrastructure Application Index and also have an average daily trading volume of at least USD 25,000,000 in the current month and have a market capitalisation of at least USD 1,000,000,000, are included in a list of potential index constituents.

MVIS ranks the now-existing list according to market capitalisation and the average daily trading volume in the current month. Should the combination of these two criteria result in the same ranking of two or more assets, market capitalisation will be the determining factor and assets with a higher market capitalisation will receive a higher ranking. The top 5 assets of this ranking are then included in the MVIS CryptoCompare Infrastructure Application Leaders Index for the next month. Here is a simplified example:

Rank	Asset	Index component for the current month?
1	U	Yes
2	V	Yes
3	W	No
4	X	Yes
5	Y	Yes
6	Z	Yes

From the above ranking, assets U, V, X and Y would continue to be included in the MVIS CryptoCompare Infrastructure Application Leaders Index for the next month, as they are already part of the index in the current month. Asset Z would not be taken into account, despite being a current component of the index. Asset W, however, would be included in the index in the next period.

The index review process described above is implemented by MVIS on a monthly basis. The constituents of the MVIS CryptoCompare Infrastructure Application Leaders Index are ranked and weighted according to market capitalisation. However, it should be noted that

the MVIS CryptoCompare Infrastructure Application Leaders Index is subject to a maximum weighting in the course of the monthly review, whereby individual assets in this group may not have a weighting of more than 30%, i.e. if necessary, weightings are reallocated within this group again. If this value is exceeded, the weighting is reduced to 30% and the excess weight is redistributed proportionately to all other index components. This process is repeated until no asset has a weighting that exceeds the respective maximum weight. This procedure is primarily used to diversify the index.

1.3.7. Bitpanda Crypto Index Metaverse Leaders (BCI Metaverse Leaders)

The Bitpanda Crypto Index Metaverse Leaders (BCI Metaverse Leaders) described in this Prospectus is based on the MVIS CryptoCompare Media & Entertainment (Metaverse) Leaders Index, which replicates the performance of the five largest and most liquid Media & Entertainment (Metaverse) assets and is an investable subset of the MVIS CryptoCompare Media & Entertainment (Metaverse) Index. The classification of each asset as a Media & Entertainment (Metaverse) asset is determined based on the description of the asset, most of which can be found on the public website.

MVIS uses the Global Industry Classification Standard (GICS) as a starting point for this. As soon as an asset that is not yet included in the MVIS CryptoCompare Media & Entertainment (Metaverse) Leaders Index has a market capitalisation of more than USD 250,000,000 and an average trading volume of at least USD 10,000,000, MVIS analyses the asset in detail. In doing so, MVIS refers to resources such as the respective asset's whitepaper, various third party studies and community posts about and surrounding the respective asset - including social media channels - to identify the use case. If the use case of the respective asset is identified as the potential use for various activities as part of a Metaverse (e.g. content and games) or a general regard for social media, the respective asset qualifies for the MVIS CryptoCompare Media & Entertainment (Metaverse) Leaders Index. All these assets that qualify as Metaverse use cases are eligible for the MVIS CryptoCompare Media & Entertainment (Metaverse) Leaders Index.

In the first step, all assets that are either part of the current MVIS CryptoCompare Media and Entertainment (Metaverse) Leaders Index and have an average daily trading volume of at least USD 20,000,000 in the current month and a market capitalisation of at least USD 800,000., or are assets that are part of the MVIS CryptoCompare Media and Entertainment (Metaverse) Index and also have an average daily trading volume of at least USD 25,000,000 in the current month and a market capitalisation of at least USD 1,000,000,000, are included in a list of potential index constituents. MVIS ranks the now-existing list according to market capitalisation and an average daily trading volume in the current month. Should the combination of these two criteria result in the same ranking of two or more assets, market capitalisation will be the determining factor and assets with a higher market capitalisation will receive a higher ranking. The top 5 assets of this ranking are then included in the MVIS CryptoCompare Media and Entertainment (Metaverse) Leaders Index for the next month. Here is a simplified example:

Rank	Asset	Index component for the current month?
1	R	Yes
2	S	Yes
3	T	No

4	U	Yes
5	V	Yes
6	W	Yes
7	X	No
8	Y	No
9	Z	No

From the above ranking, the assets R , S, U and V would continue to be included in the MVIS CryptoCompare Media and Entertainment (Metaverse) Leaders Index for the next month, as they are already part of the index in the current month. Asset Z would not be taken into account, despite being a current component of the index. Asset T, on the other hand, would be included in the index in the next period.

The index review process described above is implemented by MVIS on a monthly basis. The constituents of the MVIS CryptoCompare Media and Entertainment (Metaverse) Leaders Index are ranked and weighted by market capitalisation. However, it should be noted that the MVIS CryptoCompare Media and Entertainment (Metaverse) Leaders Index is subject to a maximum weighting in the course of the monthly review, whereby individual assets in this group may not have a weighting of more than 30%, i.e. if necessary, weightings are reallocated within this group again. If this value is exceeded, the weighting is reduced to 30% and the excess weight is redistributed proportionately to all other index components. This process is repeated until no asset has a weighting that exceeds the respective maximum weight. This procedure is primarily used to diversify the index.

1.3.8. Bitpanda Crypto Index Smart Contract Leaders (BCI Smart Contract Leaders)

The Bitpanda Crypto Index Smart Contract Leaders (BCI Smart Contract Leaders) described in this Prospectus is based on the MVIS CryptoCompare Smart Contract Leaders Index, which replicates the performance of the fourteen largest and most liquid smart contract assets and is an investable subset of the MVIS CryptoCompare Smart Contract Index. The classification of each asset as a smart contract application is determined based on the description of the asset, most of which can be found on the public website.

MVIS uses the Global Industry Classification Standard (GICS) as a starting point for this. As soon as an asset that is not yet included in the MVIS CryptoCompare Smart Contract Leaders Index has a market capitalisation of more than USD 250,000,000 and an average trading volume of at least USD 10,000,000, MVIS analyses the asset in detail. In doing so, MVIS refers to resources such as the asset's whitepaper, various third-party studies and community posts on and about the asset - including social media channels - to identify the use case. If the respective asset's use case is identified as the development and hosting of smart contracts, the respective asset qualifies for the MVIS CryptoCompare Smart Contract Leaders Index. All these assets that qualify as smart contract use cases are eligible for the MVIS CryptoCompare Smart Contract Leaders Index.

In the first step, all assets that are either part of the current MVIS CryptoCompare Smart Contract Leaders Index and have an average daily trading volume of at least USD

20,000,000 in the current month and have a market capitalisation of at least USD 800,000,000, or assets that are part of the MVIS CryptoCompare Smart Contract Leaders Index and also have an average daily trading volume of at least USD 25,000,000 in the current month and have a market capitalisation of at least USD 1,000,000,000, are included in a list of potential index constituents.

MVIS ranks the now-existing list according to market capitalisation and average daily trading volume in the current month. Should the combination of these two criteria result in the same ranking of two or more assets, market capitalisation will be the determining factor, and assets with higher market capitalisation will receive a higher ranking. The top fourteen assets of this ranking are then included in the MVIS CryptoCompare Smart Contract Leaders Index for the next month. Here is a simplified example:

Rank	Asset	Index component for the current month?
10	Q	Yes
11	R	Yes
12	S	No
13	T	Yes
14	U	Yes
15	V	Yes
16	W	No

From the above ranking, assets Q, R, T and U would continue to be included in the MVIS CryptoCompare Smart Contract Leaders Index for the next month, as they are already part of the index for the current month. Assets V and W would not be included. Asset S, on the other hand, would be included in the index in the next period.

The index review process described above is implemented by MVIS on a monthly basis. The constituents of the MVIS CryptoCompare Smart Contract Leaders Index are ranked and weighted according to market capitalisation. However, it should be noted that the MVIS CryptoCompare Smart Contract Leaders Index is subject to a maximum weighting over the course of the monthly review, whereby individual assets in this group may not have a weighting of more than 30%, i.e. if necessary, weightings are reallocated within this group again. If this value is exceeded, the weighting is reduced to 30% and the excess weight is redistributed proportionately to all other index components. This process is repeated until no asset has a weighting that exceeds the respective maximum weight. This procedure primarily serves to diversify the index."

f) On page 30 of the Prospectus in Chapter 2, item 1.4, the reference to:

"BCI5, -10, -25"

will be replaced by references to

"Bitpanda Crypto Indices"

g) On page 34 of the Prospectus, in Chapter 2, item 1.6, in the last paragraph, the statements:

"The issuer reserves the right to modify or terminate the Bitpanda Crypto Indices 5, 10 and 25 at any time at its sole discretion."

will be replaced as follows:

"The Issuer reserves the right to amend or terminate the Bitpanda Crypto Indices at its sole discretion at any time."

2.4. Amendments to the Prospectus - Inclusion of updated General Terms and Conditions by the Bitpanda GmbH

As part of the general update to the general terms and conditions, the language used in the provisions relating to the index has also been slightly adapted. The GTC in the Supplement to the Prospectus are therefore replaced with the chapter of the GTC relevant for the BCI. The new GTCs are expected to apply from 1 July. The current version of the GTCs is always available at <https://www.bitpanda.com/de/legal/bitpanda-general-terms-conditions>.

a) On page 137 of the Prospectus, Supplement II - Bitpanda GmbH general terms and conditions is replaced with the updated Bitpanda GmbH terms and conditions for the Bitpanda Index in Supplement I with regard to any amendments.

3. Notice of the right of withdrawal for investors pursuant to Section 6 (2) KMG

To the extent that this 3rd Supplement contains important new circumstances or material inaccuracies or inaccuracies with regard to the information included in the Capital Market Prospectus which could influence the valuation of the investment, investors who have already committed themselves to an acquisition or subscription of the investment before this Supplement was published have the right to withdraw their commitment within two working days following the publication of the 3rd Supplement, provided that the new circumstances or the incorrectness or inaccuracy arose before the final closing of the public offer and the delivery of the investment (Section 6 (2) KMG).

If the investors are consumers as defined by Section 1 (1) item 2 of the Consumer Protection Law, this time limit shall be seven working days.

Pursuant to Section 21 (3) KMG, withdrawal must be made in writing, although it is sufficient if the consumer returns a document containing their contractual agreement or that of the seller to the seller or the seller's agent who participated in the contract negotiations with a note indicating that the consumer refuses to enter into or maintain the contract. It shall be considered sufficient if the notice of withdrawal is sent within the respective period.

Written notices of withdrawal may be addressed to:

Bitpanda GmbH, Stella-Klein-Löw-Weg 17, A- 1020 Vienna.

Prompt dispatch is sufficient for compliance with the deadline.

4. Signature of the Issuer and the Provider and endorsement of the Prospectus auditor

4.1. Signature of the issuer and provider of the investment pursuant to KMG

This 3rd Supplement is signed pursuant to Section 5 (4) KMG by Bitpanda GmbH, with its registered office at Stella-Klein-Löw-Weg 17, A- 1020 Vienna, registered in the commercial register of the Commercial Court of Vienna under FN 423018 k, as the Issuer and Offeror.

The Issuer is responsible for this 3rd Supplement and declares that it has taken all reasonable care to ensure that the information contained in this Supplement is, to the best of its knowledge, accurate and complete and that any important new circumstances and any material incorrectness or inaccuracies with regard to the information included in the Capital Market Prospectus, the 1st Supplement and the 2nd Supplement which might affect the valuation of the investment in question have been supplemented or amended in this Supplement.

As the issuer

Bitpanda GmbH

Represented by the two Chief Executive Officers

Eric Demuth

Paul Klanschek

Vienna, on June 13th, 2022

Translation Disclaimer

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4.2. Auditor's Report of the Prospectus Auditor pursuant to Section 7 (1) of the Capital Markets Act

This supplement to the capital market Prospectus is a translation into English of the original supplement for the Prospectus for the Bitpanda Index product which was issued in the German language and is provided solely for the convenience of English-speaking readers. This translation of the supplement has not been edited or audited by the prospectus auditor (Grant Thornton Austria GmbH), and is in no way binding or affiliated with said auditor. The German version is the only prevailing and binding version. Neither Bitpanda nor any other party can be made liable for errors or ambiguity deriving from the English translation.

Appendix I - Updated Terms and Conditions

Allgemeine Geschäftsbedingungen

Bitpanda GmbH

Es gelten die jeweils auf der Homepage veröffentlichten AGB in ihrer aktuellen Fassung. Die vollständigen Vertragsbestimmungen in der aktuell geltenden Fassung finden Sie unter <https://www.bitpanda.com/de/legal/bitpanda-general-terms-conditions>.

8. Bitpanda Index

- 8.1. Die Bitpanda Systeme bieten die Möglichkeit, mehrere E-Token in einer Transaktion nach einer vordefinierten Gewichtung zu kaufen, zu verkaufen oder zu tauschen ("Bitpanda Index Programm"). Für den Tausch und Kauf/Verkauf über das Bitpanda Index Programm gelten Punkt 4 ff dieser Bitpanda GmbH & BAM AGB sinngemäß.
- 8.2. Die Bitpanda Systeme bieten für verschiedene Vermögenswerte unterschiedliche Zuweisungen von Finanzmitteln an, die die Entwicklung der jeweiligen zugewiesenen Vermögenswerte abbilden (jeweils ein "Bitpanda Index"), zwischen denen Bitpanda Kunden frei und unabhängig wählen können. Die Gewichtung der zugewiesenen Vermögenswerte und die jeweilige (Neu-)Berechnung der Assets in den einzelnen Bitpanda Indizes wird von externen Partnern (Dritten) bestimmt, die unabhängig von und außerhalb des Einflusses von Bitpanda sind ("Indexanbieter"). Bitpanda führt nur das Rebalancing durch. Jedoch können einzelne Assets von einem Bitpanda-Index ausgeschlossen oder entfernt werden (und die Gewichtung der verbleibenden E-Token neu berechnet werden), wenn eine solche Entfernung oder ein solcher Ausschluss für notwendig erachtet wird, um gesetzliche Beschränkungen (z.B. regulatorische Anforderungen) einzuhalten oder um Risiken zu mindern, von denen vernünftigerweise erwartet werden kann, dass sie sich im Zusammenhang mit einem solchen Token verwirklichen (z.B. Verdacht auf Betrug oder Marktmanipulation).
- 8.3. Bitpanda Kundenangebot. Du kannst E-Token nach einer vordefinierten, im Bitpanda Index dargestellten Aufteilung kaufen, verkaufen oder tauschen, indem du durch einen "Klick" (der einen Finalen Angebotsklick darstellt) Bitpanda Kundenangebote für alle im jeweiligen Bitpanda Index angeführten E-Token erstellst. Der Bitpanda-Kunde erwirbt jedoch kein komplettes Produkt oder einen indexrepräsentierenden Token, sondern einzelne, im Bitpanda Index enthaltene E-Token (z.B. BCI5).
- 8.4. Index-Wallet. Der aktuelle Stand der über einen Bitpanda Index gehaltenen E-Token wird in einer separaten Wallet im jeweiligen Bitpanda Kundenkonto ("Index Wallet") erfasst und dargestellt.
- 8.5. Rebalancing der Vermögenswerte. Die Bitpanda Indizes werden entsprechend den Änderungen am Kryptomarkt sowie den von der MarketVectors Indexes GmbH, einem VanEck-Unternehmen mit Sitz in der Kreuznacher Straße 30, 60486 Frankfurt am Main, Deutschland, berechneten und bereitgestellten Daten, angepasst. Während dieses Prozesses werden die Komponenten und Gewichtungen der Bitpanda Indizes überprüft und entsprechend den vordefinierten Parametern neu zugewiesen ("Rebalancing"). Das Rebalancing erfolgt während eines im Vorhinein festgelegten Zeitraums (z.B. am Ende eines jeden Monats). Das Rebalancing findet spätestens zwei Geschäftstage nach dem Ende eines Zeitraums statt. Durch Rebalancing werden entsprechende Bitpanda Kundenangebote für den Tausch, Kauf oder Verkauf von E-Token erstellt und in der Index Wallet aufgezeichnet und dargestellt.
- 8.6. Ermächtigung des Bitpanda GmbH Kunden. Mit der Auswahl eines Bitpanda Indexes bestätigst du, dass Bitpanda GmbH berechtigt ist, die entsprechenden und periodischen Bitpanda Kundenangebote für E-Token entsprechend dem von dir gewählten Bitpanda Index durchzuführen.

- 8.7. Handelsgebühren. Der Bitpanda Kunde hat im Zusammenhang mit den im Rebalancing-Prozess erstellten Bitpanda Kundenangeboten Preisaufschläge in Höhe von 1,99% zu bezahlen.
- 8.8. Mindestgröße. Im Rahmen des Rebalancing werden Bitpanda Kundenangebote erst ab einer Mindestgröße von 10 EUR pro Auftrag ausgeführt.
- 8.9. Das Rebalancing kann für den Bitpanda Kunden steuerliche Auswirkungen haben (siehe Punkt 20.1 Ziffer xii der Group AGB).
- 8.10. Keine Verfügbarkeit von bestimmten Assets. Es kann vorkommen, dass bestimmte Vermögenswerte bei der Zuweisung von Vermögenswerten (z.B. die 25 wichtigsten Vermögenswerte nach Marktkapitalisierung, die im BCI25 abgebildet werden sollen) nicht auf den Bitpanda Systemen angeboten werden, auch nicht als Index Only E-Token. In Bezug auf diese Vermögenswerte, die bisher nicht auf den Bitpanda Systemen enthalten sind, werden geeignete Schritte unternommen, um diese Vermögenswerte innerhalb eines angemessenen Zeitraums in den Bitpanda Systemen zu integrieren, sofern keine technischen, rechtlichen und wirtschaftlichen Gründe gegen eine solche Integration vorliegen. Nach erfolgreichem Abschluss der Integration eines solchen Vermögenswerts wird dieser E-Token im Rahmen des nächsten Rebalancings auf der entsprechenden Index Wallet zu dem am Tag des nächsten Rebalancings auf den Bitpanda Systemen angezeigten Preis hinzugefügt. Inwieweit neue, bisher noch nicht verfügbare E-Token auf den Bitpanda Systemen integriert werden können (z.B. ob diese auf den Bitpanda Systemen als integrierte E-Token, Trade Only E-Token oder Index Only E-Token gehandelt/gekauft werden können), kann aufgrund technischer, rechtlicher und wirtschaftlicher Einschränkungen entschieden werden.
- 8.11. Tausch oder Verkauf von E-Token in der Index Wallet. Es ist nicht möglich, einzelne E-Token, die in der Index Wallet angezeigt und verbucht werden, zu tauschen oder zu verkaufen. Du kannst jedoch entweder (i) die Gesamtzahl der in der Index Wallet angezeigten und aufgezeichneten E-Token oder (ii) eine Anzahl von in der Index Wallet angezeigten und aufgezeichneten E-Token, die im Verhältnis der gewählten Gewichtung von Vermögenswerten entsprechen entspricht, tauschen oder verkaufen, indem du entsprechende Bitpanda Kundenangebote erstellst. Ein solches Bitpanda Kundenangebot - insgesamt oder anteilig - ist erst ab dem Mindestgröße gemäß Punkt 8.8 dieser Bitpanda GmbH & BAM AGB möglich.
- 8.12. Keine Übertragung von E-Token. Die in der Index Wallet gutgeschriebenen und angezeigten E-Token können weder an andere Bitpanda Kunden noch an wallet Adressen außerhalb des Bitpanda Systems übertragen werden.
- 8.13. Kündigung des Bitpanda Index. Ein Bitpanda Index kann jederzeit gekündigt oder eingestellt werden. Im Fall einer Kündigung des Bitpanda Index wird der Bitpanda Kunde per E-Mail unter Einhaltung einer Kündigungsfrist von mindestens 30 Tagen über die Kündigung des Bitpanda Index informiert, wobei die anderen Produkte und Dienstleistungen auf den Bitpanda Systemen davon unberührt bleiben. Nach Ablauf dieser Frist kannst du die in der Index Wallet angezeigten und eingestellten E-Token entweder verkaufen oder tauschen.