

SUPPLEMENTARY PROSPECTUS DATED 10 SEPTEMBER 2020



M&G plc

(incorporated in England under the Companies Act 2006 with registered number 11444019)

£10,000,000,000

Medium Term Note Programme

This Supplementary Prospectus (the “**Supplementary Prospectus**”, which definition shall include all information incorporated by reference herein) to the prospectus dated 20 December 2019 (the “**Prospectus**”, which definition includes the Prospectus as supplemented on 12 May 2020, and as further supplemented, amended or updated from time to time and includes all information incorporated by reference therein), constitutes a supplementary prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”) and is prepared in connection with the £10,000,000,000 medium term note programme (the “**Programme**”) established by M&G plc (the “**Issuer**”).

Terms defined in the Prospectus have the same meanings when used in this Supplementary Prospectus.

This Supplementary Prospectus is supplemental to, and should be read in conjunction with, the Prospectus issued by the Issuer and all documents which are incorporated herein or therein by reference.

This Supplementary Prospectus has been approved by the FCA, which is the competent authority for the purposes of the Prospectus Regulation, as a supplementary prospectus to the Prospectus. The Prospectus constitutes a base prospectus prepared in compliance with the Prospectus Regulation for the purpose of giving information with regard to the issue of Notes under the Programme.

The Issuer accepts responsibility for the information contained in this Supplementary Prospectus. To the best of the knowledge of the Issuer, the information contained in this Supplementary Prospectus is in accordance with the facts and this Supplementary Prospectus does not omit anything likely to affect the import of such information.

1. Purpose

The purpose of this Supplementary Prospectus is to:

- (A) incorporate by reference the Issuer's 2020 half year results (the "**2020 HY Results**"); and
- (B) provide an updated "no significant change" statement.

2. Incorporation by reference of the Issuer's 2020 HY Results

On 12 August 2020, the Issuer published its 2020 HY Results.

By virtue of this Supplementary Prospectus, the Issuer's 2020 HY Results are hereby incorporated in and form part of this Supplementary Prospectus, and are thereby incorporated in and form part of the Prospectus.

A copy of the Issuer's 2020 HY Results are accessible at:
<https://global.mandg.com/investors/results-reports-and-presentations>

3. Significant change statement

There has been no significant change in the financial position or financial performance of the Group as a whole since 30 June 2020, being the last financial period for which financial information of the Group has been published.

4. General

For the period of 12 months following the date of the Prospectus, this Supplementary Prospectus will be available for inspection on the Group's website at <https://global.mandg.com/investors/credit-investors/>.

To the extent that there is any inconsistency between (a) any statement in this Supplementary Prospectus or any statement incorporated by reference into the Prospectus by this Supplementary Prospectus, and (b) any other statement in or incorporated by reference in the Prospectus prior to the date of this Supplementary Prospectus, the statements in (a) will prevail.

Any documents and/or information themselves incorporated by reference in the documents incorporated by reference in this Supplementary Prospectus shall not form part of this Supplementary Prospectus. Any non-incorporated parts of a document referred to herein are either not relevant for an investor or are otherwise covered elsewhere in this Supplementary Prospectus. Where reference is made to a website in this Supplementary Prospectus, the contents of that website do not form part of this Supplementary Prospectus.

No person has been authorised by the Issuer, any Dealer or the Trustee to give any information or to make any representation not contained in or not consistent with the Prospectus, this Supplementary Prospectus or any other document entered into in relation to the Programme, or any information supplied by the Issuer or such other information as is in the public domain

and, if given or made, such information or representation should not be relied upon as having been authorised by the Issuer, any Dealer or the Trustee.

The delivery of the Prospectus and/or this Supplementary Prospectus at any time does not imply that there has been no change in the affairs of the Issuer since the date hereof, or that the information contained in either of them is correct as at any time subsequent to each of their respective dates.