PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**). For these purposes, a **retail investor** means a person who is one (or both) of the following: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended or superseded, **MiFID II**); or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded, the **Insurance Distribution Directive**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended or superseded, the **PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

UK MIFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (**UK MiFIR**); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a **distributor**) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

10 July 2025

BROMFORD FLAGSHIP LIMITED
Legal entity identifier (LEI): 213800GKFIZBLASN3454

Issue of £300,000,000 6.072 per cent. Guaranteed Secured Sustainable Notes due 2050 under the £1,500,000,000 Guaranteed Note Programme

Part A – Contractual Terms

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Programme Admission Particulars dated 12 June 2025 (the **Programme Admission Particulars**). This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with the Programme Admission Particulars. Full information on the Issuer, the Guarantors and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Programme Admission Particulars. The Programme Admission Particulars have been published via the regulatory news service maintained by the London Stock Exchange (www.londonstockexchange.com/exchange/news/market-news/market-news-home.html).

1.	Issuer:		Bromford Flagship Limited
2.	Guarantors:		Bromford Housing Association Limited Merlin Housing Society Limited and each other member of the Group which accedes to the Note Trust Deed as a Guarantor from time to time.
3.	(a)	Series Number:	1
	(b)	Tranche Number:	1
	(c)	Date on which the Notes will be consolidated and form a single Series:	Not Applicable
4.	Specified Currency:		Sterling
5.	Aggregate Principal Amount:		
	(a)	Series:	£300,000,000
	(b)	Tranche:	£300,000,000
6.	Retained Notes:		Not Applicable
7.	Issue Price		100 per cent. of the Aggregate Principal Amount
8.	Specified Denomination(s):		£100,000 and integral multiples of £1,000 in excess thereof up to and including £199,000. No Notes in definitive form will be issued with a denomination above £199,000.
9.	Calculation Amount (in relation to calculation of interest in respect of Notes in global form see Conditions):		£1,000
10.	Trade Date:		2 July 2025
11.	Issue Date:		14 July 2025
12.	Interest Commencement Date:		Issue Date
13.	Maturity Date:		14 July 2050
14.	Interest Basis:		Fixed Rate (see paragraph 22 below)
15.	Change of Interest Basis:		Not Applicable

16.	Redemption Basis:	Redemption on the Maturity Date at the Final Redemption Amount (see paragraph 24 below)
17.	Call/Put Options:	Issuer Call (see paragraph 26 below) Maturity Par Call Option (see paragraph 27 below) Investor Put (see paragraph 29 below)
18.	Security Basis:	Secured Notes
19.	Date Board approval for issuance of Notes obtained	27 May 2025

Provisions relating to the Series Security for Secured Notes

20.	Numerical Apportionment Basis:	Applicable
	Initial Charged Properties:	2,937 units
21.	Specific Apportionment Basis:	Not Applicable

Provisions relating to interest payable

22.	Fixed Rate Note Provisions:		Applicable
	(a)	Rate(s) of Interest:	6.072 per cent. per annum payable in arrear on each Interest Payment Date
	(b)	Interest Payment Date(s):	14 January and 14 July in each year, commencing on 14 January 2026 up to and including the Maturity Date
	(c)	Fixed Coupon Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions):	£30.36 per Calculation Amount
	(d)	Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions):	Not Applicable
	(e)	Day Count Fraction:	Actual/Actual (ICMA)
	(f)	Determination Date(s):	14 January and 14 July in each year
23.	Floating Rate Note Provisions:		Not Applicable

Provisions relating to Redemption

24.	Final Redemption Amount:	100 per cent. of their principal amount

25.	Instalment Redemption:	Not Applicable
26.	Issuer Call:	Applicable
	(a) Optional Redemption Amount:	Modified Spens Amount
	(b) Benchmark Gilt:	0⅝% Treasury Gilt 2050 (ISIN: GB00BMBL1F74)
	(c) Spens Margin:	0.15 per cent.
27.	Maturity Par Call Option:	Applicable
	Call Option Date:	16 May 2050
28.	Residual Call Option:	Not Applicable
29.	Investor Put:	Applicable
	(a) Optional Redemption Date(s):	The date falling 180 days following the Issuer ceasing to be (and not in such period regained its status as) a Registered Provider of Social Housing
	(b) Optional Redemption Amount:	£1,000 per Calculation Amount.

General provisions applicable to the Notes:

30.	Form of Notes:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes upon an Exchange Event
31.	New Global Note:	Yes
32.	Additional Financial Centre(s):	Not Applicable
33.	Talons for future Coupons to be attached to Definitive Notes:	Yes, as the Notes have more than 27 coupon payments, Talons may be required if, on exchange into definitive form, more than 27 coupon payment are still to be made.

Signed on behalf of Bromford Flagship Limited:

By: Paul Walsh, Chief Finance Officer
Duly authorised

Signed on behalf of Bromford Housing Association Limited:

By: Paul Walsh, Chief Finance Officer
Duly authorised

Signed on behalf of Merlin Housing Society Limited:

By: Paul Walsh, Chief Finance Officer
Duly authorised

Part B – Other Information

1. Admission to Trading

(a)	Admission to Trading	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange plc's International Securities Market and Sustainable Bond Market with effect from 15 July 2025.
(b)	Estimate of total expenses related to admission to trading:	£5,850

2. Ratings

The Notes to be issued have been rated "A+" by S&P Global Ratings UK Limited and "A2" by Moody's Investors Service Limited.

3. Interests of natural and legal persons involved in the issue

Save for the fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. Yield

6.072 per cent.. The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5. Operational Information

(a)	ISIN:	XS3113256559
(b)	Common Code:	311325655
(c)	CFI:	As set out on the website of the Association of National Number Agencies (ANNA)
(d)	FISN:	As set out on the website of the Association of National Number Agencies (ANNA)
(e)	Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):	Not Applicable
(f)	Delivery:	Delivery against payment

(g)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(h)	Intended to be held in a manner which would allow Eurosystem eligibility:	No. Whilst the designation is specified as "no" at the date of this Pricing Supplement, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
(i)	Use of proceeds:	See "*Use of Proceeds and Sustainable Finance Framework*" section in the Programme Admission Particulars
(j)	Social, Green or Sustainable Bonds:	Yes – Sustainable Bonds
	Reviewer(s):	DNV Business Assurance Services UK Limited
	Date of Second Party Opinion(s):	5 June 2025

6. Distribution

(a)	Method of distribution:	Syndicated
(b)	If syndicated, names of Managers:	*Active Managers* Barclays Bank PLC Lloyds Bank Corporate Markets plc NatWest Markets Plc *Passive Manager* ABN AMRO Bank N.V.
(c)	Date of Subscription Agreement:	10 July 2025
(d)	Stabilisation Manager(s) (if any):	NatWest Markets Plc
(e)	If non-syndicated, name of relevant Dealer:	Not Applicable
(f)	U.S. Selling Restrictions:	Regulation S Compliance Category 2 TEFRA D

(g)	Singapore Sales to Institutional Investors and Accredited Investors only	Not Applicable