

**SUPPLEMENT DATED 8 NOVEMBER, 2024 TO  
THE OFFERING MEMORANDUM DATED 5 AUGUST, 2024**



**GSK plc**

*(incorporated in England and Wales with limited liability under registered number 3888792)*

**GlaxoSmithKline Capital plc**

*(incorporated in England and Wales with limited liability under registered number 2258699)*

**GSK Capital B.V.**

*(incorporated with limited liability in the Netherlands under registered number 81761198)*

**£20,000,000,000**

**Euro Medium Term Note Programme**

**unconditionally and irrevocably guaranteed in the case of Notes issued by**

**GlaxoSmithKline Capital plc and GSK Capital B.V. by**

**GSK plc**

*(incorporated in England and Wales with limited liability under registered number 3888792)*

This supplement (the “**Supplement**”, which definition shall also include all information incorporated by reference herein) to the offering memorandum dated 5 August, 2024 (the “**Offering Memorandum**”, which definition includes all information incorporated by reference therein) constitutes supplementary admission particulars in respect of the Offering Memorandum for the purposes of the London Stock Exchange’s International Securities Market Rulebook effective as of 1 January, 2021 (as may be modified and/or supplemented and/or restated from time to time, the “**ISM Rulebook**”) and is prepared in connection with the £20,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) of GSK plc, GlaxoSmithKline Capital plc (“**GSK Capital plc**”) and GSK Capital B.V. (together, the “**Issuers**” and each an “**Issuer**”). The payment of all amounts owing in respect of Notes issued under the Programme by GSK Capital plc and GSK Capital B.V. will be unconditionally and irrevocably guaranteed by GSK plc (the “**Guarantor**”).

Terms defined in the Offering Memorandum have the same meaning when used in this Supplement.

This Supplement has not been approved by, and will not be submitted for approval to, the Financial Conduct Authority (the “**FCA**”). The Offering Memorandum and this Supplement together constitute admission particulars in respect of all Notes issued under the Programme and admitted to trading on the London Stock Exchange’s International Securities Market (the “**ISM**”), in accordance with the ISM Rulebook.

**The ISM is a market designated for professional investors. Notes admitted to trading on the ISM are not admitted to the Official List of the FCA. The London Stock Exchange has not approved or verified the contents of this Supplement or the Offering Memorandum.**

Each Issuer and the Guarantor accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each Issuer and the Guarantor, the information contained in this Supplement is in accordance with the facts and this Supplement does not omit anything likely to affect the import of such information. No other person has authorised or is responsible for the whole or any part of this Supplement or has any liability with respect to it.

This Supplement is supplemental to, updates, must be read in conjunction with, and forms part of, the Offering Memorandum and other supplements to the Offering Memorandum (if any) issued by the Issuers and the Guarantor.

Other than in relation to the document which is deemed to be incorporated by reference, the information on the other website to which this Supplement refers does not form part of this Supplement and has not been scrutinised or approved by the London Stock Exchange.

The purpose of this Supplement is to (i) incorporate by reference into the Offering Memorandum the September Interim 2024 Financial Information (as defined below) and (ii) update certain sections of the Offering Memorandum as described in “*Additional Information*” below.

### ***Document Incorporated by Reference***

Pages 8, 20, 21 and 26 to 56 (inclusive) (excluding the paragraph titled “*2024 guidance*” and the section titled “*Assumptions and basis of preparation related to 2024 guidance*” on page 54) of the press release dated 30 October, 2024 (which can be accessed from the following hyperlink: <https://www.gsk.com/media/11646/q3-2024-results-announcement.pdf>) containing (i) the ‘Total’ results and ‘Core’ results for the three month period ended 30 September, 2024 and the nine month period ended 30 September, 2024 on page 8, (ii) the reconciliations between ‘Total’ results and ‘Core’ results for the three month period ended 30 September, 2024 and the three month period ended 30 September, 2023 on pages 20 and 21, respectively, (iii) the unaudited interim condensed financial information of the Group for the three month period ended 30 September, 2024 and the nine month period ended 30 September, 2024 on pages 26 to 43 (inclusive) and pages 52 to 54 (inclusive), (iv) the auditors’ review report in relation thereto on pages 55 to 56 (inclusive) and (v) customary quarterly commentary in relation to the Group’s research and development on pages 44 to 51 (inclusive) (together, the “**September Interim 2024 Financial Information**”), shall be deemed to be incorporated in, and to form part of, this Supplement and, by virtue of this Supplement, shall be deemed to be incorporated in, and to form part of, the Offering Memorandum.

Any documents themselves incorporated by reference in the September Interim 2024 Financial Information shall not form part of this Supplement.

Copies of this Supplement and the September Interim 2024 Financial Information incorporated by reference herein may be viewed electronically at <https://www.gsk.com>.

### ***Additional Information***

#### **1. Significant or Material Change**

The first paragraph under the sub-heading “*Significant or Material Change*” on page 101 of the Offering Memorandum shall be deemed to be deleted in its entirety and replaced with the following text:

“There has been no significant change in the financial or trading position of (i) GSK plc or the Group since 30 September, 2024 and (ii) GSK Capital plc since 30 June, 2024, and there has been no material adverse change in the financial position or prospects of GSK plc, the Group, GSK Capital plc or GSK Capital B.V. since 31 December, 2023.”

#### **2. Litigation**

The second paragraph under the sub-heading “*Litigation*” on page 101 of the Offering Memorandum shall be deemed to be deleted in its entirety and replaced with the following text:

“Save as disclosed in (i) Note 14, “*Taxation*”, to the Financial Statements set out on pages 203 to 205 (inclusive) of the Group’s Annual Report 2023, (ii) Note 47, “*Legal proceedings*”, to the Financial Statements set out on pages 263 to 266 (inclusive) of the Group’s Annual Report 2023, (iii) “*Legal matters*” set out on pages 38 and 39 of the June Interim 2024 Financial Information and (iv) “*Legal matters*” set out on page 38 of the September Interim 2024 Financial Information (which are, in each case, incorporated by reference into the Offering Memorandum), there are no governmental, legal or arbitration proceedings, including any which are pending or threatened, of which the Issuers or the Guarantor are aware, which may have, or have had during the 12 months prior to the date of this Offering Memorandum or in the recent past, a significant effect on the

financial position or profitability of any of GSK and/or GSK Capital plc and/or GSK Capital B.V. and/or the Group.”

3. Registered Office Address

Following a change in the registered office address of each Issuer on 11 September, 2024, each reference in the Offering Memorandum to “980 Great West Road, Brentford, Middlesex TW8 9GS, United Kingdom” shall be deemed to be replaced with “79 New Oxford Street, London WC1A 1DG, United Kingdom”.

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

Save as disclosed in this Supplement and the Offering Memorandum, none of the Issuers and the Guarantor is aware of any other significant new factor, material mistake or material inaccuracy relating to information included in the Offering Memorandum which is capable of affecting an informed assessment by investors of Notes issued under the Programme since the publication of the Offering Memorandum.