

**Certificate of Approval of a Base Prospectus¹
pursuant to Prospectus Regulation (EU) 2017/1129 of European Parliament and
of the Council
Certificate Reference P004399907**

To:

AGENCIJA ZA TRG VREDNOSTNIH PAPIRJEV, Slovenia
Autoriteit Financiële Markten, The Netherlands
Autorité des marchés financiers (AMF), France
CONSOB -Commissione Nazionale per la Società e la Borsa-, Italy
Central Bank of Ireland, Ireland
Česká národní banka, a.s., Czech Republic
Comisión Nacional del Mercado de Valores, Spain
Comissao do Mercado de Valores Mobiliários - CMVM, Portugal
Commission de Surveillance du Secteur Financier, Luxembourg
Croatian Financial Services Supervisory Agency (HANFA), Croatia
Cyprus Securities and Exchange Commission (CSEC), Cyprus
Financial Services and Markets Authority, Belgium
Financial Supervision Authority, Estonia
Financial Supervision Commission (FSC), Bulgaria
Financial Supervisory Authority, Iceland
Financial Supervisory Authority, Romania
Finansinspektionen (FI), Sweden
Finanssivalvonta (Fiva), Finland
Finanstilsynet, Norway
Finanstilsynet (Danish FSA), Denmark
Finansu un Kapitāla Tirgus Komisija, Latvia
Finanzmarktaufsicht (FMA), Austria
Finanzmarktaufsicht Liechtenstein, Liechtenstein
Hellenic Republic Capital Market Commission, Greece
Komisja Nadzoru Finansowego, Poland
Lietuvos Bankas, Lithuania

¹ This Certificate of Approval relates to a Prospectus which does not consist of separate parts, as referred to in Article 10 of Prospectus Regulation (EU) 2017/1129.

Magyar Nemzeti Bank, Hungary
Malta Financial Services Authority (MFSA), Malta
Národná banka Slovenska, Slovakia

From:

Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin)

Federal Financial Supervisory Authority, Germany

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council and was approved by us on 2022-11-10.

Name of Issuer(s):

Bitpanda Issuance GmbH

LEI:

98450091EDBK0A7DA884

Registered Office(s):

Berlin

Type of Securities (if applicable):

Programme for the issuance of Bonds secured by Crypto-Assets [Prospectus Identifier: 45707779]

References to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up:

Annex 6, Annex 14, Annex 15, Annex 17, Annex 21, Annex 22, Annex 28

Name of the Guarantor(s) (if any):

n.a.

We have authorised, in accordance with Article 18 of Prospectus Regulation (EU) 2017/1129, the omission of the information required under the above mentioned Annex/Annexes on the following grounds:

No

Yours faithfully,

Engelter

This CoA is valid without signature

For and on behalf of the:

Division WA 33 / Directorate Prospectuses, Supervision of Financial Analysts
Federal Financial Supervisory Authority
Securities Supervision / Asset Management

Date:

10.11.2022

Attachments:

(1) Base Prospectus