IMPORTANT: You must read the following disclaimer before continuing. The following disclaimer applies to the supplemental base offering memorandum following this page (the "**Supplement**") and you are therefore advised to read this disclaimer page carefully before reading, accessing or making any other use of the Supplement. In accessing the Supplement, you agree to be bound by the following terms and conditions, including any modifications to them from time to time, each time you receive any information from us as a result of such access.

THE FOLLOWING SUPPLEMENT MAY NOT BE FORWARDED, PUBLISHED, OR DISTRIBUTED (IN WHOLE OR IN PART) OR DISCLOSED OTHER THAN AS PROVIDED BELOW AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER. YOU AGREE YOU WILL NOT FORWARD, REPRODUCE, COPY, DOWNLOAD OR PUBLISH THIS ELECTRONIC TRANSMISSION, THE SUPPLEMENT OR ANY PRICING SUPPLEMENT (ELECTRONICALLY OR OTHERWISE) TO ANY OTHER PERSON.

THIS SUPPLEMENT MAY ONLY BE DISTRIBUTED TO (I) PERSONS WHO ARE NOT U.S. PERSONS (AS DEFINED IN REGULATION S ("REGULATION S") UNDER THE U.S. SECURITIES ACT OF 1933 (THE "SECURITIES ACT")) OR PERSONS WHO ARE NOT ACTING FOR THE ACCOUNT OR BENEFIT OF A U.S. PERSON IN "OFFSHORE TRANSACTIONS" AS DEFINED IN, AND IN ACCORDANCE WITH, REGULATION S, OR (II) WITHIN THE UNITED STATES TO PERSONS REASONABLY BELIEVED TO BE QUALIFIED INSTITUTIONAL BUYERS ("QIBs") AS DEFINED IN RULE 144A UNDER THE SECURITIES ACT ("RULE 144A") THAT ARE ALSO QUALIFIED PURCHASERS ("QPs") AS DEFINED IN SECTION 2(A)(51) OF THE U.S. INVESTMENT COMPANY ACT OF 1940, AS AMENDED (THE "INVESTMENT COMPANY ACT"), IN RELIANCE ON RULE 144A OR ANOTHER EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, REGISTRATION UNDER THE SECURITIES ACT. ANY FORWARDING, DISTRIBUTION OR REPRODUCTION OF THE SUPPLEMENT IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS DIRECTIVE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS.

NOTHING IN THIS ELECTRONIC TRANSMISSION CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO. THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE SECURITIES ACT OR WITH ANY SECURITIES REGULATORY AUTHORITY OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS EXCEPT IN CERTAIN TRANSACTIONS EXEMPT FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT. IF YOU HAVE GAINED ACCESS TO THIS TRANSMISSION CONTRARY TO THE FOREGOING RESTRICTIONS YOU WILL BE UNABLE TO PURCHASE ANY SECURITIES ISSUED UNDER THE PROGRAMME DESCRIBED THEREIN.

In the United Kingdom, the attached document is being distributed only to and is directed only at (i) persons with professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 as amended (the "Order"), (ii) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order and (iii) persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000 (the "FSMA")) in connection with the issue or sale of any securities of the OPEC Fund may otherwise lawfully be communicated or caused to be communicated (all such persons in (i)-(iii) above being "relevant persons"). Any investment activity to which this communication relates will only be available to and will only be engaged with relevant persons. Any person who is not a relevant person should not act or rely on this communication. The attached Supplement may only

be provided to persons in the United Kingdom in circumstances where section 21(1) of the FSMA does not apply.

Confirmation of Your Representation: You have been sent the attached Supplement relating to a Global Medium Term Note Programme (the "Programme") established by the OPEC Fund for International Development (the "Issuer" or the "OPEC Fund") on the basis that you have confirmed to Goldman Sachs Bank Europe SE and to any additional Dealer appointed under the Programme from time to time by the OPEC Fund (each a "Dealer" and together the "Dealers"), being the senders of the attached that you are (i) a person that is outside the United States and is not a U.S. person (as defined in Regulation S); or (ii) a person that is both a QIB and a QP (a "QIB/QP") that is acquiring the securities for its own account or for the account of another QIB/QP. By accepting this electronic transmission and accessing the Supplement, you shall be deemed to have represented to the OPEC Fund and each Dealer that you are: (i) (A) either an institutional investor outside the United States that is not a U.S. person (as defined in Regulation S) or (B) a QIB/QP that is acquiring securities for your own account or for the account of another QIB/QP; (iii) if you are outside the U.S. (and the electronic mail addresses that you gave us and to which this Supplement has been delivered is not located in the U.S.), a person into whose possession this Supplement may lawfully be delivered in accordance with the laws of the jurisdiction in which you are located; and (v) that you consent to delivery of the Supplement by electronic transmission.

Under no circumstances shall the attached Supplement constitute an offer to sell or the solicitation of an offer to buy, and there shall not be a sale of the securities being offered, in any jurisdiction in which such offer, solicitation or sale would be unlawful. Recipients of the attached Supplement are reminded that any subscription or purchase for securities under the Programme may only be made on the basis of the information contained in the Base Offering Memorandum (as defined in the attached Supplement), as supplemented by the attached Supplement, and as completed by the relevant pricing supplement.

Manufacturer target market (MiFID II/UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No EEA PRIIPs key information document (KID) as not available to retail in EEA. No UK PRIIPs key information document (KID) as the OPEC Fund is exempt from the UK PRIIPs Regulation.

This Supplement has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of transmission and consequently neither the Dealers, nor any person who controls any of them, nor any director, officer, employee or agent of any of them, nor any affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the Supplement distributed to you in electronic format and any hard copy of this Supplement made available to you on request from the Dealers.

You are reminded that the Supplement has been delivered to you on the basis that you are a person into whose possession the Supplement may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located and you may not nor are you authorised to deliver the Supplement to any other person.

The attached Supplement does not constitute, and may not be used in connection with, an offer or solicitation in any place where offers or solicitations are not permitted by law. If a jurisdiction requires that the offering be made by a licensed broker or dealer and the Dealers or any affiliate of the Dealers is a licensed broker or dealer in that jurisdiction, the offering shall be deemed to be made by the Dealers or such affiliate on behalf of the OPEC Fund in such jurisdiction.

ACTIONS THAT YOU MAY NOT TAKE: If you receive this Supplement by e-mail, you should not reply by e-mail, and you may not purchase any securities by doing so. Any reply e-mail communications, including those you generate by using the "*Reply*" function on your email software, will be ignored or rejected.

You are responsible for protecting against viruses and other destructive items. Your use of this Supplement in electronic form is at your own risk and it is your responsibility to take precautions to ensure that it is free from viruses and other items of a destructive nature.

NOT FOR GENERAL DISTRIBUTION IN THE UNITED STATES



The OPEC Fund for International Development

(established pursuant to the Agreement Establishing the OPEC Fund for International Development)

Global Medium Term Note Programme

This Supplement (the "Supplement") to the Base Offering Memorandum dated 31 May 2022 (the "Base Offering Memorandum", which definition includes the Base Offering Memorandum and all information incorporated by reference therein), as supplemented by the supplement to the Base Offering Memorandum dated 21 October 2022 (the "First Supplement", which definition incudes the First Supplement and all information incorporated therein), is prepared in connection with the Global Medium Term Note Programme (the "Programme") established by the OPEC Fund for International Development. Terms defined in the Base Offering Memorandum and the First Supplement have the same meaning when used in this Supplement.

The OPEC Fund is an exempt issuer pursuant to Article 1(2) of Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus Regulation"). Accordingly, this Supplement has not been reviewed or approved by the FCA as competent authority under the UK Prospectus Regulation.

The purpose of this Supplement is to: (a) incorporate by reference the Special Purpose Interim Financial Statements of the Ordinary Capital Resources (OCR) as at 30 September 2022 in the Base Offering Memorandum; (b) update the section headed "Equity, Capitalisation and Indebtedness" in the Base Offering Memorandum; (c) update the section headed "Selected Financial Information" in the Base Offering Memorandum; (d) update the section headed "Operating and Financial Review" in the Base Offering Memorandum; and (e) update the section headed "Description of the Issuer" in the Base Offering Memorandum.

The OPEC Fund accepts responsibility for the information contained in this Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

The Base Offering Memorandum, the First Supplement, this Supplement and the documents incorporated by reference in the Base Offering Memorandum and the First Supplement will be made available on the website of the OPEC Fund at https://opecfund.org/investor-relations/overview.

Neither the content of the OPEC Fund's website (save as expressly stated above or in the Base Offering Memorandum or the First Supplement) nor any other website nor the content of any website accessible from hyperlinks on the OPEC Fund's website nor any other website is incorporated into, or forms part of, this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Offering Memorandum and the First Supplement. To the extent that there is any inconsistency between: (a) any statement in this Supplement or any statement incorporated by reference into the Base Offering Memorandum by this Supplement; and (b) any other statement in, or incorporated by reference in, the Base Offering Memorandum or the First Supplement, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Offering Memorandum and the First Supplement has arisen since the date of the Base Offering Memorandum.

Prospective investors should have regard to the factors described under the section headed "Risk Factors" in this Base Offering Memorandum.

Arranger and Dealer

Goldman Sachs Bank Europe SE

The date of this Supplement is 13 January 2023

A. DOCUMENTS INCORPORATED BY REFERENCE

The following information is deemed to have replaced the section entitled "A. Documents Incorporated by Reference" on page 1 of the First Supplement in its entirety:

The section of the Base Offering Memorandum entitled "Documents Incorporated by Reference" is supplemented as follows:

- (1) The following additional item is deemed inserted in the list set forth on page x of the Base Offering Memorandum and is deemed incorporated by reference therein:
 - Special Purpose Interim Financial Statements of the Ordinary Capital Resources (OCR) as at 30 September 2022 (the "Special Purpose Interim Financial Statements"), found at: https://opecfund.org/publications);
- (2) The following paragraphs are deemed to have replaced the paragraph on page x of the Base Offering Memorandum beginning with "The OCR financial statements incorporated by reference above have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board." and is deemed incorporated by reference therein:

The OCR Financial Statements incorporated by reference above have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). A summary of the relevant significant accounting policies is included in the relevant Notes to the OCR Financial Statements. The auditors of the OPEC Fund were KPMG Austria GmbH, Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Porzellangasse 51, 1090 Vienna, Austria and the auditors have audited the OCR Financial Statements for each of the years ended 31 December 2020 and 31 December 2021. The audits were performed in accordance with Austrian standards on auditing. These standards require the audit to be conducted in accordance with International Standards on Auditing.

The Special Purpose Interim Financial Statements incorporated by reference above have been prepared in accordance with the OPEC Fund's accounting and reporting policies applicable to OCR as outlined in Note 2 of the notes to the Special Purpose Interim Financial Statements. The basis of accounting under these accounting and reporting policies is not fully consistent with the policies applied in preparing the year-end OCR Financial Statements, and the basis of accounting under these accounting and reporting policies as at 30 September 2022 and 30 September 2021 is not fully consistent either. Therefore, numbers reported may not be fully comparable, as further described in "Operating and Financial Review—Basis of Financial Presentation".

B. EQUITY, CAPITALISATION AND INDEBTEDNESS

The following information is deemed to have replaced the section entitled "C. Equity, Capitalisation and Indebtedness" on pages 1 to 3 of the First Supplement in its entirety:

The section of the Base Offering Memorandum entitled "Equity, Capitalisation and Indebtedness" is supplemented as follows:

(1) The following paragraphs and corresponding tables are deemed inserted to the end of the section entitled "Equity, Capitalisation and Indebtedness" on pages 68 to 70 of the Base Offering Memorandum:

The following tables set forth the equity and liabilities of the OCR as at 30 September 2022, derived from the Special Purpose Interim Financial Statements incorporated by reference in this Supplement. This information should be read in conjunction with "Selected Financial Information", "Operating and Financial Review" and the Special Purpose Interim Financial Statements.

	As at 30 September 2022 (unaudited)
	(U.S.\$ millions)
Member Country Contributions	3,104.1
Allowance for MCC Obligations	(602.5)
Reserves	3,437.1
Total Equity	5,938.8
The following table sets forth the liabilities of the OCR as at 30 September 2022.	As at 30 September 2022 (unaudited)
	(U.S.\$
	millions)
Accounts Payable	0.9
Trade Finance Guarantees Provision	1.6
Post-Employment Benefits	185.3
Total Liabilities ⁽¹⁾	187.8

Note:

The following table sets forth the equities and liabilities of the OCR as at 30 September 2022.

	As at 30 September 2022 (unaudited)
	(U.S.\$ millions)
Total Equity	5,938.8
Total Liabilities	187.8
Equity + Liabilities	6,126.5

Save as disclosed in the above note, there have been no material changes in the equity, capitalisation or liabilities of the OCR since 30 September 2022.

⁽¹⁾ As of 1 December 2022, total liabilities increased by U.S.\$50 million, reflecting the sale of U.S.\$50 million Floating Rate Notes due December 2025 and the application of proceeds therefrom.

C. SELECTED FINANCIAL INFORMATION

The following information is deemed to have replaced the section entitled "D. Selected Financial Information" on pages 3 to 7 of the First Supplement in its entirety:

The section of the Base Offering Memorandum entitled "Selected Financial Information" is supplemented as follows:

(1) The following paragraphs are deemed to have replaced the first two paragraphs on page 71 of the Base Offering Memorandum:

The following selected financial data has been derived from the OCR Financial Statements and the Special Purpose Interim Financial Statements. The following selected financial data should be read in conjunction with "Operating and Financial Review", the OCR Financial Statements and the Special Purpose Interim Financial Statements incorporated by reference herein.

In 2021, the OPEC Fund updated the format of the OCR financial statements for presentation purposes and further alignment with IFRS requirements. The format of the financial statements as at and for the year ended 31 December 2020 has been adjusted to provide comparative figures according to IAS 8, which correspond to the presentation of the financial statements as at and for the year ended 31 December 2021. For additional information regarding the changes in the format of the OCR Financial Statements, see "Operating and Financial Review—Basis of Financial Presentation".

Furthermore, the Special Purpose Interim Financial Statements have been prepared in accordance with the OPEC Fund's accounting and reporting policies applicable to OCR, as outlined in Note 2 of the notes to the Special Purpose Interim Financial Statements. The basis of accounting under these accounting and reporting policies is not fully consistent with the policies applied in preparing the year-end OCR Financial Statements, and the basis of accounting under these accounting and reporting policies as at 30 September 2022 and 30 September 2021 is not fully consistent. Therefore, numbers reported may not be fully comparable; for additional information regarding these departures, see "Operating and Financial Review—Basis of Financial Presentation".

(2) The following paragraphs and corresponding tables are deemed inserted to the end of the section entitled "Selected Financial Information" on pages 71 to 74 of the Base Offering Memorandum:

Statement of Financial Position Data

The following table presents the OPEC Fund's Statement of Financial Position data as at the dates indicated.

	As at 30 September (unaudited)		As at 31 December
	2022	2021	2021
	(U.S.\$ millions)	
Assets			
Cash Balances	86.2	634.3	432.0
Treasury Investments at FVTPL	857.0	947.7	926.4
Derivatives (not hedge accounting)	15.8	9.1	4.2
Accounts Receivable	60.2	40.8	47.9

	As at 30 September (unaudited)		As at 31 December	
	2022	2021	2021	
	(1)	U.S.\$ millions)		
Sovereign Loans at amortized cost	3,363.9	2,925.5	3,040.3	
Non-Sovereign Loans at amortized cost	962.2	756.3	916.9	
Trade Finance Facility Loans at amortized				
cost	462.6	388.9	403.5	
Equity Investments at FVTOCI	113.9	99.0	110.3	
Property and Equipment	204.8	195.8	203.9	
Total Assets	6,126.5	5,997.3	6,085.4	
Other Liabilities				
Accounts Payable	0.9	4.4	6.3	
Trade Finance Guarantees Provision	1.6	2.0	3.1	
Post-Employment Benefits	185.3	226.9	184.3	
Total Liabilities	187.8	233.3	193.7	
Equity				
Member Country Contributions	3,104.1	3,104.1	3,104.1	
Allowance for MCC Obligations	(602.5)	(685.3)	(680.5)	
Net Member Country Contributions	2,501.6	2,418.8	2,423.7	
Reserves	3,437.1	3,345.2	3,468.1	
Total Equity	5,938.8	5,764.0	5,891.8	
Total Liabilities and Equity	tal Liabilities and Equity		6,085.4	

As at 30 September

Income Statement Data

The following table presents the OPEC Fund's Income Statement data for the periods indicated.

Nine months ended 30
September
(unaudited)

	(unauditeu)	
	2022	2021
	(U.S.\$ millions)	
Income		
Interest Income from Development Financing		
Sovereign Loans	81.3	73.8
Non-Sovereign Loans	33.5	27.5
Trade Finance Loans	11.5	9.9

Nine months ended 30 September (unaudited)

	2022	2021
	(U.S.\$ millions)	
Interest Income from Development Financing	126.5	111.2
Fees and Dividend Income		
Fee Income from Loans	5.0	5.0
Fee Income from Guarantees	4.0	3.5
Dividends Income from Equity Investments	2.1	4.6
Total Fees and Dividend Income	11.2	13.1
Other Income		
Net (loss)/gain from Treasury Investments at FVTPL	(59.2)	3.5
Currency Valuation	11.3	14.1
Other Income	9.6	0.1
Total Other Income	(38.3)	17.7
Provisions for Impairment		
Sovereign Loans	(16.0)	_
Non-Sovereign Loans	(22.3)	_
Trade Finance Loans	2.2	_
Trade Finance Guarantees	1.5	_
Total Provisions for Impairment(1)	(34.6)	_
Expenses		
General Administrative Expenses	(50.3)	(37.2)
Depreciation on Property and Equipment	(2.8)	(2.6)
Total Expenses	(53.1)	(39.8)
Net Profit	11.4	102.2

Note:

Statement of Cash Flows Data

The following table presents the OPEC Fund's Statement of Cash Flows data for the periods indicated.

⁽¹⁾ In 2021, the Provision for Impairment calculation was performed only for the year-end financial reporting.

Nine months ended 30 September (unaudited)

	2022	2021
	(U.S.\$ millions)	
Cash Flows from Operating Activities		
Interest and other charges on Sovereign Loans	75.9	70.4
Interest and other charges on Non-Sovereign Loans	31.1	30.4
Interest and other charges on Trade Finance Loans	9.5	13.3
Fees on Trade Finance Guarantees	3.2	2.1
Dividends and other gain from Equity Investments	2.1	5.6
Investment rebates and fees	0.7	1.3
Interest on time deposits	1.2	0.7
Administrative expenses	(43.4)	(39.5)
Realized Gains/(Losses) on FX Hedging Contracts	28.1	(1.0)
Others	7.1	2.1
Cash Flows from Operating Activities	115.5	85.4
Cash Flows from Investing Activities		
Funding into External Portfolio Investments	_	(400.0)
Withdrawals from External Portfolio Investments	8.2	545.0
Sovereign Loan disbursements	(573.7)	(311.7)
Sovereign Loan repayments	216.8	223.3
Non-Sovereign Loan disbursements	(187.3)	(107.7)
Non-Sovereign Loan repayments	96.8	94.2
Trade Finance Loan disbursements	(329.4)	(193.9)
Trade Finance Loan repayments	261.4	331.2
Private Sector Equity Investments acquired	(1.5)	(4.9)
Private Sector Equity Investments sold	1.4	13.5
Purchase of Equipment and Software	(3.7)	(0.1)
Cash Flows from Investment Activities	(511.0)	188.9
Cash Flows from Financing Activities		
Member Countries' Contributions	78.0	38.7
Cash Transfer to SCR on behalf of MCs	(25.4)	(24.0)
Grants disbursements	(3.1)	(2.3)
Cash Flows from Financing Activities	49.5	12.4
Total Cash Flow in the Period		
Total Cash Flow in the Period	(346.0)	286.7

Nine months ended 30 September (unaudited)

	2022	2021
- -	(U.S.\$ millions)	
Total FX Variation on Non-USD Cash Flows	0.2	_
Total Net Cash Flow in the Period	(345.8)	286.7
Changes in Cash and Cash Equivalents		
Opening Balance of Cash and Bank Accounts	432.0	347.6
Closing Balance of Cash and Bank Accounts	86.2	634.3
Net (Decrease)/Increase in Cash and Cash Equivalents	(345.8)	286.7

D. OPERATING AND FINANCIAL REVIEW

The following information is deemed to have replaced the section entitled "E. Operating and Financial Review" on pages 7 to 9 of the First Supplement in its entirety:

The section of the Base Offering Memorandum entitled "Operating and Financial Review" is supplemented as follows:

(1) The following paragraphs are deemed to have replaced the section entitled "Operating and Financial Review—Basis of financial presentation" on page 75 of the Base Offering Memorandum in its entirety and are deemed incorporated by reference therein:

Basis of financial presentation

The OCR Financial Statements are prepared in accordance with IFRS issued by the International Accounting Standard Board. The financial statements have been completed according to the historical cost convention, taking into account the revaluation of financial assets and liabilities at fair value through other comprehensive income and through profit or loss in the income statement. The OPEC Fund measures and reports its loan portfolio at amortized cost in accordance with IFRS 9 (Classification and Measurement of Financial Assets), while equity investments are measured at fair value through other comprehensive income ("FVTOCI") and treasury investments (Liquidity Portfolio) at fair value through profit and loss ("FVTPL"). The OPEC Fund's financial year begins on 1 January and ends on 31 December each year. The OPEC Fund's functional and reporting currency is the U.S. dollar.

The Special Purpose Interim Financial Statements are prepared in accordance with the OPEC Fund's accounting and reporting policies applicable to OCR. These policies depart from the basis of preparation applied for the year-end OCR Financial Statements in particular as follows:

- IAS 34, Interim Financial Statements was not applied for preparation of the Special Purpose Interim Financial Statements as of 30 September 2022 or 30 September 2021, respectively;
- For property recognised at fair value in accordance with IAS 16 in the OCR Financial Statements (2021 OCR Financial Statements, Note 2.6), fair value has not been remeasured as of 30 September 2022 or 30 September 2021, respectively;

- Valuation of treasury investments measured at fair value through FVTPL was performed as of 30 September 2022 but not as of 30 September 2021;
- Valuation of equity investments accounted for as FVTOCI (2021 OCR Financial Statements, Note 2.9) was performed as of 30 September 2022 but not as of 30 September 2021;
- Provisions for impairment of loan portfolio, including changes in exposure and other ECL
 parameters, were updated as of 30 September 2022. The net effect of applying ECP provisioning
 policy to the OCR loans and guarantee portfolios is presented in Note 18 to the Special Purposes
 Interim Finance Statements;
- The present value of the defined benefit obligation from staff retirement and medical benefit plans (2021 OCR Financial Statements, Note 2.11) was not remeasured as at 30 September 2022 or 30 September 2021, respectively; and
- As at 30 September, the administrative expenses incurred during the nine months then ended to be allocated to SCR were reflected in the Special Purpose Interim Financial Statements as other income based on the prorated estimated expenses for the financial year 2022. As at 30 September 2021, administrative expenses reported comprised expenses to be allocated to SCR as at 31 December 2021.
- (2) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—Interest Income from Development Financing" on pages 76 to 77 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

The OPEC Fund's interest income from development financing increased to U.S.\$126.3 million for the nine months ended 30 September 2022 from U.S.\$111.2 million for the nine months ended 30 September 2021. This increase was primarily the result of an increase in interest income from loans which reflects the portfolio growth.

(3) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—Fees and Dividend Income" on page 77 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

The OPEC Fund's fees and dividend income decreased to U.S.\$11.2 million for the nine months ended 30 September 2022 from U.S.\$13.1 million for the nine months ended 30 September 2021. This decrease was primarily the result of decreases in the amount of dividend income from equity investments.

(4) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—Other Income" on page 77 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

The OPEC Fund's other income decreased to a loss of U.S.\$38.3 million for the nine months ended 30 September 2022 from a gain of U.S.\$17.7 million for the nine months ended 30 September 2021. This decrease was primarily the result of a mark to market loss from Treasury investments reported at fair value through the income statement.

(5) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—Provisions for Impairment" on page 77 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

The OPEC Fund's net total provisions for impairment consisted of a loss of U.S.\$34.6 million for the nine months ended 30 September 2022. Expected credit loss was not calculated for the nine months ended 30 September 2021 and as a result, the income stated for the nine months ended 30 September 2021 does not comprise any impairment charges. Therefore, there is no direct comparison with net total provisions for impairment for the nine months ended 30 September 2022 available.

(6) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—General Administrative Expenses" on page 78 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

The OPEC Fund's general administrative expenses increased to U.S.\$50.3 million for the nine months ended 30 September 2022 from U.S.\$37.2 million for the nine months ended 30 September 2021, primarily due to the fact that for the nine months ended 30 September 2021, an increase in the fair value of the assets for the post-employment benefit plans was included in general administrative expenses.

(7) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Income Statement—Net Profit" on page 77 of the Base Offering Memorandum:

Nine Months Ended 30 September 2022 and 2021

Mainly for the reasons set forth above, the OPEC Fund's net profit decreased to U.S.\$11.4 million for the nine months ended 30 September 2022 from U.S.\$102.2 million for the nine months ended 30 September 2021.

(8) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Balance Sheet—Assets" on page 78 of the Base Offering Memorandum:

As of 30 September 2022 and 31 December 2021

As of 30 September 2022, the OPEC Fund's total assets were U.S.\$6,126.5 million, compared to total assets of U.S.\$6,085.4 million as of 31 December 2021. This increase resulted mainly from an increase in loan portfolios.

(9) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Balance Sheet—Liabilities" on page 78 of the Base Offering Memorandum:

As of 30 September 2022 and 31 December 2021

As of 30 September 2022, the OPEC Fund's total liabilities were U.S.\$187.8 million, compared to total liabilities of U.S.\$193.7 million as of 31 December 2021. This decrease resulted mainly from a decrease in accounts payable liabilities and Trade Finance Guarantee Provision which was partially offset by an increase in post-employment benefits liabilities.

(10) The following paragraphs are deemed inserted to the end of the section entitled "Operating and Financial Review—Balance Sheet—Equity" on pages 78 to 79 of the Base Offering Memorandum:

As of 30 September 2022 and 31 December 2021

As of 30 September 2022, the OPEC Fund's total equity was U.S.\$5,938.8 million, compared to total equity of U.S.\$5,891.8 million as of 31 December 2021. This increase resulted mainly from payments of called contributions received from member countries, which decreased the allowance for MCC obligations.

(11) The following paragraph is deemed inserted to the end of the section entitled "Operating and Financial Review—Asset Quality" on page 79 of the Base Offering Memorandum:

As of 30 September 2022, principal repayments of U.S.\$7.4 million of the OPEC Fund's assets were categorised as non-performing or in non-accrual status.

E. DESCRIPTION OF THE ISSUER

The following information is deemed to have replaced the section entitled "E. Operating and Financial Review" on pages 7 to 9 of the First Supplement in its entirety:

The section of the Base Offering Memorandum entitled "Description of the Issuer" is supplemented as follows:

(1) The following paragraphs and corresponding tables are deemed inserted to the end of the section entitled "Description of the Issuer—Operations of the OPEC Fund—Operating Activities" on pages 82 to 83 of the Base Offering Memorandum:

The following tables show a breakdown of the OPEC Fund's loans outstanding by region and sector, and by sovereign and non-sovereign operations as of 30 September 2022:

OCR Loans Outstanding by Region

Region	As of 30 Septe	As of 30 September 2022 ⁽¹⁾	
	(outstanding \$ million)	(per cent.)	
Asia Pacific	1,221.4	24.9	
East and South Africa	509.8	10.4	
Latin America and Caribbean	1,102.6	22.4	
Middle East, Central Europe and North Africa	1,554.2	31.7	
West and Central Africa	522.0	10.6	

Note:

OCR Loans Outstanding by Sector

	Sector	As of 30 Septe	As of 30 September 2022 ⁽¹⁾	
	(outstanding \$ million)	(per cent.)		
Agriculture		281.5	5.7	
Energy		1,013.4	20.6	
Transport and Storage		1,188.7	24.2	
Financial Institutions		1,099.4	22.4	
Water and Sanitation		271.7	5.5	
Education		145.4	3.0	
Health		165.8	3.4	

⁽¹⁾ Excludes Equity Investments and Trade Finance Guarantees

	Sector As of 30 Sept	As of 30 September 2022 ⁽¹⁾	
	(outstanding \$ million)	(per cent.)	
Multisector	465.6	9.5	
Trade Finance	228.2	4.7	
Other	50.3	1.0	

Note:

OCR Loans Outstanding by Operations

	Sector	As of 30 September 2022 ⁽¹⁾	
		(outstanding \$ million)	(per cent.)
Sovereign		3,590	73
Non-Sovereign		1,320	27
Note:			

- (1) Excludes Equity Investments and Trade Finance Guarantees
- (2) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer— Operations of the OPEC Fund—Sovereign Operations" on page 83 of the Base Offering Memorandum:
 - Sovereign lending operations accounted for 73 per cent. of the OPEC Fund's cumulative sovereign and non-sovereign loans as of 30 September 2022 (as compared with 71 per cent. as of ended 31 December 2021) and are the OPEC Fund's main financing operation. Total sovereign loans outstanding as of 30 September 2022 was U.S.\$3,590.0 million (compared to U.S.\$3,167.0 million as of 31 December 2021), which include sovereign trade finance operations.
- (3) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer— Operations of the OPEC Fund—Non-Sovereign Operations—Trade Finance Facility" on page 85 of the Base Offering Memorandum:
 - As of 30 September 2022, total non-sovereign loans outstanding was U.S.\$1,320.0 million, and total equity investments outstanding were U.S.\$113.9 million (compared to U.S.\$1,291.0 million and U.S.\$110.3 million, respectively, as of 31 December 2021).
- (4) The following sentence is deemed inserted to the end of the last paragraph in the section entitled "Description of the Issuer—Operations of the OPEC Fund—Non-Sovereign Operations—Guarantees" on page 85 of the Base Offering Memorandum:
 - As of 30 September 2022, guarantee exposure was U.S.\$442.0 million compared to U.S.\$353.0 million as of 31 December 2021.

⁽¹⁾ Excludes Equity Investments and Trade Finance Guarantees

- (5) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer— Operations of the OPEC Fund—Liquidity Portfolio" on page 85 of the Base Offering Memorandum:
 - As of 30 September 2022, the OPEC Fund's liquidity portfolio was U.S.\$943.2 million, including U.S.\$524.9 million in U.S. Treasuries and U.S.\$86.2 million in cash and cash equivalents. The overall loss on the liquidity portfolio in the first nine months of 2022 was 4.87 per cent.
- (6) The following paragraphs are deemed inserted to the end of the section entitled "Description of the Issuer—Risk Management—Certain Risk Management Considerations—Non-Performing Loans" on page 91 of the Base Offering Memorandum:
 - The overall NPL ratio of the operations portfolio stood at 1.4 per cent. as of 30 September 2022.
 - The overall provisioning rate against the OPEC Fund's loan portfolio increased to 2.5 per cent. as of 30 September 2022 from 2.2 per cent. as of 31 December 2021.
- (7) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer— Risk Management—Certain Risk Management Considerations—Currency Risk" on page 93 of the Base Offering Memorandum:
 - As of 30 September 2022, the residual currency risk amounted to EUR 10.0 million compared to EUR 5.5 million as of 31 December 2021.
- (8) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer—Risk Management—Certain Risk Management Considerations—Liquidity Risk" on page 93 of the Base Offering Memorandum:
 - As of 30 September 2022, the required PML was estimated at U.S.\$566 million, compared to available Treasury assets of U.S.\$943 million.
- (9) The following paragraph is deemed inserted to the end of the section entitled "Description of the Issuer— Risk Management—Certain Risk Management Considerations—Capital Adequacy" on page 94 of the Base Offering Memorandum:
 - As of 30 September 2022, the CAR and CUR stood at 63 per cent. and 47 per cent. respectively.
- (10) The following paragraph is deemed to have replaced the last paragraph of the section entitled "Description of the Issuer—Independent Auditors" on page 94 of the Base Offering Memorandum:
 - In accordance with internal policy, the OPEC Fund's auditors are rotated on a five-year basis. Within the five-year period, the auditors are renewed on an annual basis. As the current auditors were appointed in 2017, the OPEC Fund was required to appoint new auditors for the financial year ended 31 December 2022. A competitive selection process was undertaken for the selection of the new auditors and PwC Wirtschaftsprüfung GmbH, Donau-City-Strasse 7, 1220 Vienna, Austria, was appointed as the OPEC Fund's new auditors.