# **FINAL TERMS**

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Instruments 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 more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97 (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; or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**EU PRIIPs Regulation**") for offering or selling the Instruments or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Instruments or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS - The Instruments 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 United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (the "FSMA") to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by the EU PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Instruments or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Instruments or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

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

Final Terms dated 14 November 2022

**OP** Corporate Bank plc

(Incorporated in Finland with limited liability)
(the "Bank" or the "Issuer")

Legal Entity Identifier: 549300NQ588N7RWKBP98

Issue of SEK 500,000,000 Floating Rate Notes due February 2026 (the "Instruments")

# under the EUR 20,000,000,000 Programme for the Issuance of Debt Instruments 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 base prospectus dated 17 December 2021 and the supplemental Base Prospectuses dated 16 February 2022, 23 March 2022, 5 May 2022, 2 August 2022, 24 August 2022 and 26 October 2022 which together constitute a base prospectus (the "Base Prospectus") for the purposes of Regulation (EU) 2017/1129 (the "Prospectus Regulation"). This document constitutes the Final Terms of the Instruments described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus as so supplemented in order to obtain all the relevant information. Full information on the Bank and the offer of the Instruments is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented.

The Base Prospectus, and the supplemental Base Prospectuses have been published on the websites of OP Corporate Bank plc <a href="https://www.op.fi/op-financial-group/debt-investors/issuers/op-corporate-bank-plc/emtn-base-prospectuses">www.op.fi/op-financial-group/debt-investors/issuers/op-corporate-bank-plc/emtn-base-prospectuses</a>) and the Irish Stock Exchange plc trading as Euronext Dublin ("Euronext Dublin") (<a href="https://live.euronext.com/en/markets/dublin">https://live.euronext.com/en/markets/dublin</a>).

1.	Issuer:		OP Corporate Bank plc
2.	(i)	Series Number:	273
	(ii)	Tranche Number:	1
	(iii)	Date on which the Instruments become fungible:	Not Applicable
3.	Specified Currency or Currencies:		Swedish Kronor ("SEK")
4.	Aggregate Nominal Amount of Instruments:		
	(i)	Series:	SEK 500,000,000
	(ii)	Tranche:	SEK 500,000,000
5.	Issue Price:		100.00 per cent. of the Aggregate Nominal Amount
6.	(i)	Specified Denominations:	SEK 2,000,000 and integral multiples of SEK 1,000,000 in excess thereof up to and including SEK 3,000,000. No Definitive Instruments will be issued with a denomination above SEK 3,000,000.
	(ii)	Calculation Amount:	SEK 1,000,000
7.	(i)	Issue Date:	16 November 2022

**Issue Date** 

(ii)

Date:

Interest Commencement

8. Maturity Date: 16 February 2026

9. **Interest Basis:** 3 month STIBOR + 1.05 per cent. Floating Rate

Condition 5B. (*Interest – Floating Rate*)

(see paragraph 18 below)

10. Redemption/Payment Basis: Redemption at par

11. Change of Interest or Redemption/

Payment Basis:

Not Applicable

12. Put/Call Options: Not Applicable

Senior Preferred Instruments 13. Status of the Instruments:

Date Board approval for issuance of 14.

Instruments obtained:

Not Applicable

15. Method of distribution: Non-syndicated

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16. **Fixed Rate Instrument Provisions** Not Applicable

17. **Resettable Instrument Provisions** Not Applicable

18. **Floating Rate Instrument Provisions** 

Applicable

(i) Interest Period(s): Quarterly

(ii) Specified Interest Payment

Dates:

16 February, 16 May, 16 August and 16 November in each year, from and including the First Interest Payment Date, up to and including the Maturity Date, subject in each case to adjustment in accordance with the Business Day Convention

First Interest Payment Date: 16 February 2023 (iii)

**Business Day Convention:** Modified Following Business Day Convention (iv)

(v) Additional Business

Centre(s):

**TARGET** 

(vi) Manner in which the Rate(s)

of Interest is/are to be

determined:

Screen Rate Determination

Party responsible for (vii)

calculating the Rate(s) of Interest and/or Interest

Not Applicable

Amount(s) (if not the Fiscal Agent):

(viii) Screen Rate Determination:

• Reference Rate: 3 month STIBOR (or any successor or

replacement rate)

• Relevant Time: 11.00 a.m. Stockholm time

• Index Determination: Not Applicable

Interest Determination The second Stockholm Business Day prior to the

Date(s): first day of each Interest Period

• Relevant Screen Page: Reuters page "SIDE" (or any successor or

replacement page)

Observation Look-

back Period:

Not Applicable

• Overnight Rate: Not Applicable

Index Determination: Not Applicable

Observation Method: Not Applicable

(ix) Swap-related (ISDA): Not Applicable

(x) ISDA Benchmarks Not Applicable

Supplement:

(xi) Linear Interpolation: Not Applicable

(xii) Margin(s): + 1.05 per cent. per annum

(xiii) Minimum Rate of Not Applicable

Interest:

(xiv) Maximum Rate of Not Applicable

Interest:

(xv) Day Count Fraction: Actual/360, adjusted

(xvi) Benchmark Discontinuation Not Applicable

(Condition 5G):

(condition 50).

19. **Zero Coupon Instrument** Not Applicable

**Provisions** 

# PROVISIONS RELATING TO REDEMPTION

20. **Call Option** Applicable

Early redemption following an MREL Disqualification

Event:

Applicable

21. Final Redemption Amount

SEK 1,000,000 per Calculation Amount

22. Early Redemption Amount

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption: SEK 1,000,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS

23. Form of Instruments: **Bearer Instruments**:

Temporary Global Instrument exchangeable for a Permanent Global Instrument which is exchangeable for Definitive Instruments in the limited circumstances specified in the Permanent

Global Instrument

24. New Global Instrument: Yes

25. Financial Centre(s) or other special TARGET provisions relating to payment dates:

26. Talons for future Coupons to be attached to Definitive Instruments (and dates on which such Talons mature):

No

27. Redenomination, renominalisation and reconventioning provisions (Condition 16):

Not Applicable

28. Substitution or variation (Condition 9):

Substitution or variation following a Capital Event:

Not Applicable

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Substitution or variation following an MREL Disqualification Event:

**Applicable** 

29.	Prohibition of Sales to EEA Retail Investors:	Applicable
30.	Prohibition of Sales to UK Retail Investors:	Applicable
31.	Green Bond:	No
Signed	on behalf of the Bank:	
-	uthorised	By:

#### Part B – Other Information

# 1. LISTING AND ADMISSION TO TRADING

Admission to trading: Application has been made to Euronext Dublin for

the Instruments to be admitted to the Official List and to trading on the Regulated Market of Euronext Dublin with effect from the Issue Date.

Estimate of total expenses related to

admission to trading:

EUR 1.000

#### 2. RATINGS

The Instruments to be issued will not be separately rated.

# 3. REASONS FOR THE OFFER AND ESTIMATED NET AMOUNT OF PROCEEDS

Reasons for the offer:

The proceeds of the issue of the Instruments will

be used by the Bank for general corporate

purposes.

Estimated net proceeds: SEK 500,000,000

# 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Subscription and Sale" in the Base Prospectus, so far as the Bank is aware, no person involved in the offer of the Instruments has an interest material to the offer

# 5. OPERATIONAL INFORMATION

Trade Date: 4 November 2022

ISIN: XS2554866249

Common Code: 255486624

FISN: OP CORPORATE BA/VAREMTN 20260216, as

updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that

assigned the ISIN

CFI code: DTVXFB, as updated, as set out on the website of

the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that

assigned the ISIN

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Not Applicable Agent(s) (if any):

New Global Instrument intended to be held in a manner which would allow Eurosystem eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Instruments are capable of meeting them the Instruments may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Instruments 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.

#### 6. **DISTRIBUTION**

(i) If syndicated, names of Managers: Not Applicable

(ii) Stabilising Manager(s) (if any): Not Applicable

(iii) Date of Subscription Agreement: Not Applicable

If non-syndicated, name and address of

Dealer:

Danske Bank A/S Holmens Kanal 2-12 DK-1092 Copenhagen K

Denmark

U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D