#### **FINAL TERMS**

MiFID II product governance / Professional investors and eligible counterparties only target market – Solely for the purposes of each manufacturers' 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 Directive 2014/65/EU (as amended, "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 2 December 2022

# **OP Corporate Bank plc**

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

Legal Entity Identifier: 549300NQ588N7RWKBP98

Issue of NOK 1,200,000,000 Fixed Rate Senior Preferred Instruments due December 2029 (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>).

Issuer: OP Corporate Bank plc
 (i) Series Number: 278
 (ii) Tranche Number: 1
 (iii) Date on which the Instruments become fungible:

3. Specified Currency or Currencies: NOK 4. Aggregate Nominal Amount of Instruments: Series: NOK 1,200,000,000 (i) (ii) Tranche: NOK 1,200,000,000 5. **Issue Price:** 100 per cent. of the Aggregate Nominal Amount NOK 2,000,000 and integral multiples of NOK 6. (i) **Specified Denominations:** 2,000,000 in excess thereof Calculation Amount: (ii) NOK 2,000,000 7. Issue Date: 7 December 2022 (i) (ii) **Interest Commencement** 7 December 2022 8. Maturity Date: 7 December 2029 9. **Interest Basis:** 4.40 per cent. Fixed Rate Condition 5A. (*Interest – Fixed Rate*) (see paragraph 16 below) 10. Redemption/Payment Basis: Redemption at par 11. Change of Interest or Redemption/ Not Applicable Payment Basis: 12. Put/Call Options: Not Applicable Status of the Instruments: **Senior Preferred Instruments** 13. 14. Date Board approval for issuance of Not Applicable Instruments obtained: 15. Method of distribution: Non-syndicated PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE 16. **Fixed Rate Instrument Provisions** Applicable 4.40 per cent. per annum payable in arrear on each (i) Rate of Interest: **Interest Payment Date** (ii) Interest Payment Date(s): 7 December in each year, commencing on

7 December 2023

(iii) NOK 88,000 per Calculation Amount Fixed Coupon Amount:

Fixed Coupon Amount for a (iv) short or long Interest Period ("Broken Amount(s)"):

Not Applicable

(v) Day Count Fraction: Actual/Actual (ICMA)

17. **Resettable Instrument Provisions**  Not Applicable

**Floating Rate Instrument** 18.

**Provisions** 

Not Applicable

19. **Zero Coupon Instrument** 

**Provisions** 

Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

20. **Call Option** Not Applicable

21. **Final Redemption Amount** NOK 2,000,000 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:

NOK 2,000,000 per Calculation Amount

#### GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS

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

> Temporary Global Instrument exchangeable for a Permanent Global Instrument which 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 provisions relating to payment dates: Oslo, Target2 and Helsinki

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

mature):

No

27.	Redenomination, renominalisation and reconventioning provisions (Condition 16):	n Not Applicable	
28.	Substitution or variation (Conditio 9):	on	
	Substitution or variation following Capital Event:	g a Not Applicable	
	Substitution or variation following an MREL Disqualification Event:		
29.	Prohibition of Sales to EEA Retail Investors:	il Not Applicable	
30.	Prohibition of Sales to UK Retail Investors:	Not Applicable	
31.	Green Bond:	No	
Signed on behalf of the Bank:			
By: Duly au	thorised	By: Duly authorised	•••

#### 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 7 December

2022.

Estimate of total expenses related to

admission to trading:

EUR 1,000

#### 2. **RATINGS**

The Instruments to be issued are expected to be rated:

S&P Global Ratings Europe Limited: AA-

Moody's Investors Service (Nordics) AB: Aa3

S&P and Moody's established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "EU CRA Regulation"). As of the date of these Final Terms, S&P and Moody's appear on the list of registered credit rating agencies on the ESMA website <a href="https://www.esma.europa.eu">www.esma.europa.eu</a>. The rating S&P and Moody's have given to the Instruments is endorsed by S&P Global Ratings UK Limited and Moody's Investors Service, which are established in the UK and registered under Regulation (EU) No 1060/2009 as it forms part of the domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "UK CRA Regulation").

## 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: NOK 1,200,000,000

# 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. **YIELD**

Indication of yield: 4.40 per cent. per annum

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

future yield.

#### 6. **OPERATIONAL INFORMATION**

Trade Date: 28 November 2022 ISIN: XS2562985205 Common Code: 2562985205 FISN: OP CORPORATE BA/4.4EMTN 20291207, 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: DTFXFB, 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 Not Applicable Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Delivery: Delivery against payment Names and addresses of additional Paying Not Applicable Agent(s) (if any): New Global Instrument intended to be No. Whilst the designation is specified as "no" at the date of these Final Terms, should the held in a manner which would allow Eurosystem eligibility: 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.

## 7. **DISTRIBUTION**

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

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

Not Applicable (iii) Date of Subscription Agreement:

If non-syndicated, name and address of Skandinaviska Enskilda Banken AB (publ)

Kungsträdgårdsgatan 8 Dealer:

106 40 Stockholm.

Sweden

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