### **APPLICABLE FINAL TERMS**

## Final terms dated 9 June 2022

# **OP Mortgage Bank**

Legal entity identifier (LEI): 743700IJXAGL8TGFRC33

Issue of €1,000,000,000 Floating Rate Covered Notes due September 2023 (the Notes)
under the €20,000,000,000 Euro Medium Term Covered Note Programme
(under the Finnish Act on Mortgage Credit Banks (*Laki kiinnitysluottopankkitoiminnasta* 688/2010))

### 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 2 November 2021 which, as supplemented by a supplement to the Base Prospectus dated 9 February 2022, 14 March 2022 and 4 May 2022 (the **Supplements**), 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 Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus, as so supplemented in order to obtain all the relevant information. Full information on the Issuer and the offer of the Notes 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 Supplements are available for viewing at and copies may be obtained during normal business hours from the registered office of the Issuer and the specified offices of the Paying Agents for the time being in London and Luxembourg.

#### IMPORTANT - PROHIBITION OF SALES TO EEA RETAIL INVESTORS

The Notes 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 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 (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 (the PRIIPs Regulation) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

# IMPORTANT - PROHIBITION OF SALES TO UK RETAIL INVESTORS

The Notes 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 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 (the EUWA); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (FSMA) and any rules or regulations made under 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 the Prospectus Regulation as it forms part of domestic law by virtue of the EUWA (the UK Prospectus Regulation).

Consequently no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the **UK PRIIPs Regulation**) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes 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 ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (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 Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

1 Issuer: OP Mortgage Bank

2 (a) Series Number: 28

(b) Tranche Number: 1

(c) Date on which Notes become Not applicable

fungible:

3 Specified Currency or Currencies: EUR

4 Aggregate Nominal Amount: €1,000,000,000

(a) Series: €1,000,000,000

(b) Tranche Number: €1,000,000,000

5 Issue Price: 101.273 per cent. of the Aggregate Nominal Amount

6 (a) Specified Denominations:

€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000

(b) Calculation Amount: €1,000

7 Issue Date: 13 June 2022

8 Interest Commencement Date:

(a) Period to (and including) Issue Date

Maturity Date

(b) Period from (but excluding) Maturity Date

Maturity Date to (and including) Final Extended Maturity Date:

Maturity Date: 13 September 2023

10 Final Extended Maturity Date: 12 September 2024

11 Interest Basis:

9

(a) Period to (and including) 3-month EURIBOR + 1 per cent. Floating Rate

Maturity Date: (see paragraph 17 below)

(b) Period from (but excluding) 1-month EURIBOR + 1 per cent. Floating Rate

Maturity Date to (and including) (see paragraph 19 below) Final Extended Maturity Date:

12 Redemption/Payment Basis: Redemption at par

13 Change of Interest Basis: Paragraph 17 (Floating Rate Note Provisions) is applicable

for the period from and including the Issue Date to but excluding the Maturity Date and paragraph 19 (Floating Rate Note Provisions) is applicable for the period from and including the Maturity Date to but excluding the Final

**Extended Maturity Date** 

14 Put/Call Options: Not Applicable

Date of Board approval for issuance Not Applicable 15 of Notes obtained:

## Provisions relating to Interest (if any) payable (to Maturity Date)

16 **Fixed Rate Note Provisions** 

Period to (and including) Maturity

Date:

Not Applicable

**Floating Rate Note Provisions** 17

Period to (and including) Maturity

Date:

**Applicable** 

(i) Specified Period(s)/Specified

Interest Payment Dates:

Quarterly, in arrear, on 13 June, 13 September, 13 December and 13 March to and including the Maturity Date. The first

Interest Payment Date is 13 September 2022.

(ii) Business Day Convention: Modified Following Business Day Convention, adjusted

(iii) Additional Business Centre(s): Not Applicable

(iv) Manner in which the Rate of Interest and Interest Amount is

to be determined:

Screen Rate Determination

(v) Party responsible for calculating the Rate of Interest and Interest

Amount (if not the Agent):

Not Applicable

(vi) Screen Rate Determination:

Date(s):

Reference Rate: 3-month EURIBOR (or any successor or replacement rate)

Interest Determination

to the start of each Interest Period

Relevant Screen Page:

Reuters Page EURIBORo1 (or any successor or replacement

The second day on which the TARGET2 System is open prior

page)

(vii) ISDA Determination: Not Applicable (viii) Linear Interpolation Not Applicable

(ix) Margin(s): +1 per cent. per annum

(x) Minimum Rate of Interest: Not Applicable Not Applicable (xi) Maximum Rate of Interest: Actual/360 (xii) Day Count Fraction: (xiii) Benchmark Discontinuation Not Applicable

Provisions relating to Interest (if any) payable from Maturity Date up to Final Extended Maturity Date

**Fixed Rate Note Provisions** 18

> Period from (but excluding) Maturity Date to (and including) Final Extended Maturity Date:

Not Applicable

**Floating Rate Note Provisions** 19

> Period from (but excluding) Maturity Date to (and including) Final Extended Maturity Date:

Applicable

Specified Period(s)/Specified Interest Payment Dates:

12 day of each month from (but excluding) the Maturity Date to and including the earlier of (i) the Extended Interest Payment Date on which the Notes are to be redeemed in

full and (ii) the Final Extended Maturity Date

(ii) Business Day Convention: Modified Following Business Day Convention, adjusted

(iii) Additional Business Centre(s): Not Applicable

(iv) Manner in which the Rate of Interest and Interest Amount is to be determined:

Screen Rate Determination

(v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Agent): Not Applicable

(vi) Screen Rate Determination:

Reference Rate: 1-month EURIBOR (or any successor or replacement rate)

Interest Determination The second day on which the TARGET2 System is open prior
 Date(s): to the start of each Extended Interest Period

• Relevant Screen Page: Reuters Page EURIBORo1 (or any successor or

replacement rate)

(vii) ISDA Determination: Not Applicable(viii) Linear Interpolation Not Applicable

(ix) Margin(s): +1 per cent. per annum

(x) Minimum Rate of Interest: Not Applicable(xi) Maximum Rate of Interest: Not Applicable(xii) Day Count Fraction: Actual/360

**Provisions relating to Redemption** 

Issuer Call: Not ApplicableInvestor Put: Not Applicable

Final Redemption Amount of each

Note:

€1,000 per Calculation Amount

23 Early Redemption Amount of each Note payable on redemption for taxation reasons: €1,000 per Calculation Amount

# **General Provisions applicable to the Notes**

24 Form of Notes:

(a) Form: Temporary Global Note exchangeable for a Permanent

Global Note which is exchangeable for Definitive Notes only

upon an Exchange Event

(b) New Global Note: Yes

25 Additional Financial Centre(s): Not Applicable

Talons for future Coupons to be attached to Definitive Notes

No

27 Prohibition of Sales to EEA Retail

Investors

Applicable

	Investors	
29	U.S. Selling Restrictions:	Regulation S, Category 2, TEFRA D
30	Green Note:	No
THIRD PARTY INFORMATION  Not Applicable		
Signed on behalf of the Issuer:		
Ву:		Ву:
Duly at	uthorised	Duly authorised

Applicable

Prohibition of Sales to UK Retail

28

### **PART B - OTHER INFORMATION**

# **Listing and Admission to Trading**

(a) Listing and Admission to trading: Application has been made by the Issuer (or on its

> behalf) for the Notes to be admitted to trading on Euronext Dublin's regulated market and listing on the Official List of Euronext Dublin with effect from 13

June 2022.

(b) Estimate of total expenses related to €1,000

admission to trading:

**Ratings** 

Ratings: The Notes to be issued are expected to be assigned

the following rating:

Moody's: Aaa

S&P: AAA

#### Interests of Natural and Legal Persons involved in the Issue 3

Save for any fees payable to the Dealer so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

#### **Estimated Net Proceeds** 4

Estimated Net Proceeds: EUR 1,012,730,000

#### Yield to Maturity Date (Fixed Rate Notes only) 5

Indication of yield: Not Applicable

# **Operational Information**

(a) ISIN Code: XS2490807133

(b) Common Code: 249080713

(c) Any clearing system(s) other than Euroclear Not Applicable

Bank SA/NV and Clearstream Banking, société anonyme and the relevant

identification number(s):

Delivery against payment

(d) Delivery:

(e) Names and addresses of additional Paying

Agent(s) (if any):

Not Applicable

(f) Intended to be held in a manner which would

allow Eurosystem eligibility:

Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognized as eligible

collateral for Eurosystem monetary policy and intra day

credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(g) Relevant Benchmark:

EURIBOR is provided by European Money Markets Institute. As at the date hereof, European Money Markets Institute appears in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 (Register of administrators and benchmarks) of the Benchmark Regulation.

(h) Trade Date: 7 June 2022

# 7 Distribution

(a) If syndicated, names of Managers: Not Applicable(b) Stabilising Manager(s) (if any): Not Applicable

If non-syndicated, name and address of relevant Dealer:

OP Corporate Bank plc Gebhardinaukio 1 Fl-00510 Helsinki Finland

# 8 Reasons for the Offer

the Issuer for general corporate purposes.