# SUPPLEMENT NUMBER 3 DATED 12 JUNE 2018 TO THE BASE PROSPECTUS DATED 16 FEBRUARY 2018



# **OP CORPORATE BANK PLC**

(incorporated with limited liability in the Republic of Finland)

# EUR 20,000,000 Programme for the Issuance of Debt Instruments

This supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the Base Prospectus dated 16 February 2018, as supplemented by supplemental prospectuses dated 2 March 2018 and 8 May 2018 (together, the "**Base Prospectus**") prepared by OP Corporate Bank plc (the "**Bank**" or "**OP Corporate Bank**") in connection with its Programme for the Issuance of Debt Instruments (the "**Programme**") for the issuance of up to EUR 20,000,000,000 in aggregate principal amount of instruments (the "**Instruments**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the Central Bank of Ireland (the "**CBI**"), as competent authority under Directive 2003/71/EC, as amended (the "**Prospectus Directive**"), as a base prospectus supplement for the purposes of Article 16 of the Prospectus Directive. The CBI only approves this Supplement as meeting the requirements imposed under Irish and European law pursuant to the Prospectus Directive.

# **IMPORTANT NOTICES**

OP Corporate Bank accepts responsibility for the information contained in this Supplement and declares 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 does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Instruments issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus.

## **RECENT DEVELOPMENTS**

### **OP** Corporate Bank

On 6 June 2018, the Bank announced that its Board of Directors has appointed Katja Keitaanniemi as President and CEO of OP Corporate Bank, effective as of August 2018. Hannu Jaatinen will remain the acting President and CEO of the Bank until Ms Keitaanniemi takes up her duties.

The subsection "*Information on OP Corporate Bank plc – President and CEO of the Bank*" on page 86 of the Base Prospectus shall be deemed to be updated accordingly.

#### **OP** Cooperative

#### President

The subsection "*Management of OP Cooperative – President*" on page 95 of the Base Prospectus is deleted and replaced with the following:

"The duty of the President is to administer the OP Cooperative's day-to-day administration in accordance with the guidelines and regulations set by the Executive Board. At its meeting on 20 March 2018, the Supervisory Board appointed OP Financial Group's CFO Harri Luhtala as temporary President of the OP Cooperative, pending appointment of a permanent President in June 2018. Based on a decision made by the Supervisory Board of OP Cooperative on 6 June 2018, Harri Luhtala will continue as the President of OP Cooperative. Mr Luhtala's office address is: OP Cooperative, Gebhardinaukio 1, FI-00510 Helsinki, Finland."

#### **Reorganisation of Management**

On 6 June 2018, the Supervisory Board of OP Cooperative announced a decision to reorganise the Executive Board and areas of responsibility of the senior management. The following changes are made in the "*Information on OP Financial Group and the OP Cooperative*" section of the Base Prospectus as a result of such announcement:

#### Line of Business and Main Markets

The below is added at the end of the second paragraph in the subsection "*Line of Business and Main Markets*" on page 93 of the Base Prospectus:

"Based on a decision made by the Supervisory Board of OP Cooperative on 6 June 2018, the core of OP Financial Group's business is banking and insurance business. Banking will be divided into two areas of responsibility. The first one comprises private customer services and cooperation with the Member Cooperative Banks. The second area of responsibility in banking is Corporate and Institutional Customers. Insurance Business includes non-life and life insurance business for private and corporate customers, as well as health and wellbeing."

## Executive Board

Changes in the Executive Board will take effect on 11 June 2018, whereupon the Executive Board will comprise the following members:

Timo Ritakallio, President and Group Executive Chair, Executive Board Chair Tony Vepsäläinen, Group Services, Executive Board Vice Chair Olli Lehtilä, Insurance Customers Harri Luhtala, Finance and Group Treasury Juho Malmberg, Technology and Development Harri Nummela, Banking, Private and SME customers Tiia Tuovinen, Legal Services and Compliance

Katja Keitaanniemi will join the Executive Board in August 2018 as Executive Vice President, OP Financial Group's Banking, Corporate and Institutional Customers.

The subsection "*Management of OP Cooperative – Executive Board*" on pages 94-95 of the Base Prospectus shall be deemed to be updated accordingly.