## **FINAL TERMS OF THE NOTES**

Terms and Conditions

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 European Economic Area (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 the Insurance Mediation Directive (Directive 2002/92/EC (as amended)), 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 Directive. 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.

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 Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds is eligible counterparties and professional clients only, each as defined in MiFID II/Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Covered Bonds (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 Covered Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

These Final Terms have been drawn in accordance with Article 5, paragraph 4 of the Prospectus Directive of the EU (2003/71/EC, as amended) and they are to be read together with the General Terms and Conditions of the Programme included in the Base Prospectus regarding programme for the Issuance of Notes by Oma Savings Bank Plc dated 12 March 2019 and the supplement to it dated 22 March 2019 (the "Base Prospectus") (the "Programme"). Unless otherwise stated in these Final Terms, the General Terms and Conditions of the Programme shall apply.

The complete information regarding the Issuer and the Notes can be found in the Base Prospectus, including documents incorporated into it by reference, and in these Final Terms.

The Base Prospectus, the supplement dated 22 March 2019 and the Final Terms are available at the web page of Oma Savings Bank Plc at sijoittaminen.omasp.fi/en/financing-and-bonds and at request from Oma Savings Bank Plc or at the subscription places mentioned in the Final Terms.

EVEN THOUGH THE AMOUNT TO BE REPAID IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE NOTES IS THE NOMINAL VALUE OF THE NOTES, THE INVESTOR MAY LOSE PART OF THE SUBSCRIPTION PRICE, IF THE NOTES ARE SUBSCRIBED ABOVE NOMINAL VALUE.

Name and number of the Series of Notes: Oma Savings Bank Plc's Covered Bonds 1/2019

Notes and their form: Covered Bonds

Tranche number:

Lead Manager(s): Tranche 1: Danske Bank A/S, 2-12 Holmens Kanal,

1092 Copenhagen K, Denmark;

Landesbank Baden-Württemberg, Am Hauptbahnhof

2, 70173 Stuttgart, Germany;

OP Corporate Bank plc, Gebhardinaukio 1, 00510

Helsinki, Finland

Subscription place(s) of each Tranche of Notes: Tranche 1: Not applicable

Issuer Agent and Paying Agent:

OP Corporate Bank plc, Gebhardinaukio 1, 00510

Helsinki, Finland

Calculation Agent

The Issuer acts as the calculation agent

Interests of the Lead Manager(s)/other subscription place/other parties taking part in the issue:

Tranche 1: The customary sector connected

commercial interest

Currency of the Notes:

**EUR** 

Maximum principal amount of this Series of Notes:

EUR 500,000,000.

Principal amount of each Tranche of Notes:

Tranche 1: EUR 300,000,000.

Number of book-entry units of each Tranche of

Tranche 1: 3,000

Notes:

Priority of the Notes:

Same as with all other obligations of the Issuer in respect of mortgage-backed notes covered in accordance with the MCBA (including pursuant to Sections 25 and 26 of the MCBA) as well as all Derivative Transactions and Bankruptcy Liquidity

Loans.

Form of the Notes:

Book-entry securities of Euroclear Finland's Infinity

book-entry security system.

Denomination of book-entry unit:

EUR 100,000

Payment of subscription:

Subscriptions shall be paid for as instructed in

connection with the subscription

Issue Date of each Tranche of Notes:
Issue Price of each Tranche of Notes:

Tranche 1: 3 April 2019 Tranche 1: 99.707 %

Amount and manner of redemption:

The nominal amount of principal of the Notes.

The Notes will be repaid in one instalment.

Maturity Date:

3 April 2024

**Extended Final Maturity:** 

Extended Final Maturity Date:

Applicable

In accordance with Condition 4, if the Issuer notifies the Issuer Agent that it will not redeem a Series of Covered Bonds in full on the Maturity Date or within two Business Days thereafter, the maturity of the nominal amount outstanding of the Covered Bonds will be extended automatically to the Extended Final Maturity Date. In that event, the interest rate payable on, and the Interest Periods and Interest Payment Dates, in respect of the Covered Bonds, will change from those that applied up to the Maturity Date and the Issuer may redeem all or part of the nominal amount outstanding of those Covered Bonds on any Interest Payment Date falling in any month after the Maturity Date up to and including the Extended Final Maturity Date, all in accordance with Condition 4.1.

3 April 2025

Interest:

Condition 8.1 (Fixed rate interest):

Interest rate 0.125 % per annum

Interest Payment Date(s): on 3 April in each year, commencing on 3 April 2020 until the Maturity Date

Day Count Fraction:

Actual/actual (ICMA)

Minimum/maximum amount of interest: Not applicable

Business Day Convention: Following, unadjusted

Delivery of book-entry securities:

The time when the book-entry securities are recorded

in the book-entry security accounts specified by the

subscribers is estimated to be:

Tranche 1: 3 April 2019

Prohibition of Sales to EEA Retail Investors: Applicable

ISIN code of the Series of Notes: FI4000378674

Extended Final Maturity Interest Provisions: Applicable (from and including) the Maturity Date to

(but excluding) the Extended Final Maturity Date

a) Fixed Rate Provisions: Not Applicable

b) Floating Rate Provisions: Applicable

i) Rate of interest: EURIBOR of 1 months

Margin 0.15 %

ii) Interest Payment Date(s): 3rd day of each month, commencing on 3 May 2024

iii) Day Count Fraction: Actual/360

iv) Minimum/maximum amount of interest: Minimum of 0.000 %

v) Business Day Convention: Modified Following, adjusted

## Other Information

This information of the Series of the Notes is presented in connection with the issue of each Tranche of the Series of Notes.

Decisions and authority based on which Notes are

issued:

Based on the resolution of the Issuer's Board of Directors dated on 19 February 2019 in respect of

Tranche 1

Subscription period: Tranche 1: 27 March 2019

Yield: Tranche 1: The effective interest yield to the investor

on the Issue Date, when the issue price is 99.707 per

cent, is 0.184 per cent

Credit rating of the Notes: Expected AAA (S&P)

Listing: Shall be applied for listing on the Helsinki Stock

Exchange

Estimated time of listing: Tranche 1: April 2019

Estimate of the total expenses related to the

admission to trading:

Tranche 1: EUR 1,500 + VAT

In Helsinki, on 28 March 2019

OMA SAVINGS BANK PLC

Helena Juutilainen Chief Legal Counsel Tony Tötterström

Treasurer