

## FINAL TERMS

Bonum Bank Plc

EUR 25,000,000 Floating Rate Notes Due April 2022 (to be consolidated and form a single Series with the existing EUR 75,000,000 Floating Rate Notes Due April 2022, issued on 18 April 2019)

Under the EUR 750,000,000 Programme for the Issuance of Notes

Terms and Conditions

**PROHIBITION OF SALES TO EEA AND 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 European Economic Area (the “**EEA**”) or in the United Kingdom (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 (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 point e) of Article 2 of Regulation (EU) 2017/1129 (as amended) (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 or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the 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 in 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 Lead Manager(s) 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 Lead Manager(s) target market assessment) and determining appropriate distribution channels.

These Final Terms have been drawn in accordance with the Prospectus Regulation (EU) 2017/1129 and they are to be read together with the Base Prospectus regarding programme for the Issuance of Notes by the Bonum Bank Plc (the “**Issuer**”) dated 15 April 2020 and the supplement to it dated 2 September 2020 (the “**Base Prospectus**”) (the “**Programme**”), save in respect of the Conditions which are set forth in the base prospectus dated 30 November 2018 and supplemented on 8 March 2019 (the “**2018 Programme**”), and are incorporated by reference into the Base Prospectus. Unless otherwise stated in these Final Terms, the General Terms and Conditions of the 2018 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 2 September 2020 and these Final Terms are available at the web page of the Issuer at <https://www.poppankki.fi/en/pop-pankki-ryhma/bonum-bank-plc/investor-relations> and at request from the Issuer 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 AND THE AMOUNT OF THE SUBSCRIPTION FEE, IF APPLICABLE.**

|   |                                       |
|---|---------------------------------------|
| Name and number of the Series of Notes: | Bonum Bank Plc.’s Senior Notes 2/2019 |
| Notes and their form:                   | Senior unsecured notes                |
| Tranche number:                         | 2                                     |

|   |  |
|---|--|
| Lead Manager(s):  | Swedbank AB (publ)<br>c/o Swedbank AB (publ), Finnish Branch<br>Mannerheimintie 14 B<br>00100 Helsinki<br>Finland  |
| Subscription place(s) of this Tranche of Notes:   | Not applicable   |
| Issuer Agent and Paying Agent:  | Danske Bank A/S, Finland Branch<br>Televisiokatu 1<br>00075 DANSKE BANK<br>Finland   |
| Interests of the Lead Manager(s)/other subscription place/other parties taking part in the issue: | The customary sector connected commercial interest   |
| Principal and currency of the Notes:  | EUR 25,000,000   |
| Number of book-entry units:   | 250  |
| Priority of the Notes:  | The Notes constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and rank <i>pari passu</i> among themselves and (save for certain obligations required to be preferred by law) equally with all other senior unsecured obligations of the Issuer. |
| Form of the Notes:  | Book-entry securities of Euroclear Finland's Infinity book-entry security system   |
| Denomination of book-entry unit:  | EUR 100,000  |
| The minimum amount of Notes to be offered for subscription:                                       | EUR 100,000  |
| Subscription fee:   | The Lead Manager(s) do not charge the costs related to issuing the Notes to the Noteholders  |
| Payment of subscription:  | Subscriptions shall be paid for as instructed in connection with the subscription  |
| Issue date:   | 9 September 2020   |
| Issue price:  | The issue price is fixed: 100.218 per cent. plus accrued interest from 18 July 2020.   |
| Amount and manner of redemption:  | The nominal amount of principal of the Note<br><br>The Notes will be repaid in one instalment on the Maturity Date.  |
| Maturity Date:  | 18 April 2022  |
| Interest:   | Condition 8.2 (Floating reference interest rate):  |

|                                     |  |
|-------------------------------------|--|
|                                     | EURIBOR of 3 months  |
|                                     | Margin 0.88 per cent. p.a.   |
|                                     | Interest payment date(s): 18 April, 18 July, 18 October and 18 January each year commencing on 18 October 2020 until the Maturity Date.  |
| Day Count Fraction                  | Actual/360   |
| Minimum/maximum amount of interest: | Applicable: minimum interest rate 0.0 per cent. p.a.   |
| Business day convention:            | Modified Following, adjusted   |
| Business day:                       | A day on which Helsinki and TARGET2 is operating.  |
| 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 9 September 2020.   |
| Relevant benchmark                  | EURIBOR is provided by EMMI, the European Money Markets Institute. As at the date hereof, EMMI 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. |
| ISIN code of the Series of Notes:   | FI4000378740   |

## Other Information

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

|  |  |
|--|--|
| Decisions and authority based on which Notes are issued:   | Based on the authorization dated 28 August 2020 of the Issuer's board of director's  |
| Subscription period:   | 2 September 2020   |
| Condition for executing the issue:   | Not applicable   |
| Yield:   | The effective interest yield to the investor on the issue date, when the issue price is 100 per cent, is three months' EURIBOR plus 0.75 per cent. |
| An estimate of the principal accruing to the Issuer under the Notes and the planned use of proceeds: | 100 per cent of the principal of the Notes, at maximum. The Notes are a part of the funding of the Issuer.   |
| Credit rating of the Notes:  | Not applicable   |
| Listing:   | Shall be applied for listing on the Helsinki Stock Exchange  |
| Estimated time of listing:   | September 2020   |

In Espoo, on 7 September 2020

BONUM BANK PLC