

# FINAL TERMS

10 December 2014

**LANDSBANKINN HF.**  
**Issue of ISK 200,000,000 Fixed Rate Covered Bonds**  
**under the ISK 100,000,000 Covered Bond Programme**

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Covered Bonds (the **Terms and Conditions**) set forth in the Base Prospectus dated 9 December 2014. This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of Article 5(4) of the Prospectus Directive, as amended (which includes the amendments made by Directive 2010/73/EU) and Article 45 of Act on Securities Transactions and must be read in conjunction with the Base Prospectus and any supplements if applicable which constitute a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer and the offer of the Covered Bonds is only available on the basis of the combination of these Final Terms and the Base Prospectus and any supplements, if applicable. A copy of said Base Prospectus is available for viewing at the issuer's website, [www.landsbankinn.is/sertryggd-skuldabref](http://www.landsbankinn.is/sertryggd-skuldabref).

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|------------------------------------------------------------------|-------------------------------------------------------------|
| <b>1. Issuer:</b>                                                | Landsbankinn hf.                                            |
| <b>2.</b>                                                        |                                                             |
| i. Series Number:                                                | 3                                                           |
| ii. Tranche Number:                                              | 1                                                           |
| <b>3. Specified Currency of Currencies:</b>                      | ISK                                                         |
| <b>4. Aggregate Nominal Amount:</b>                              |                                                             |
| i. Series:                                                       | ISK 200,000,000                                             |
| ii. Tranche:                                                     | ISK 200,000,000                                             |
| <b>5. Issue Price:</b>                                           | 99,203 per cent. of the Aggregate Nominal Amount            |
| <b>6. Specified Denominations:</b>                               |                                                             |
| i. Specified Denominations:                                      | ISK 20,000,000                                              |
| ii. Calculation Amount:                                          | ISK 20,000,000                                              |
| <b>7.</b>                                                        |                                                             |
| i. Issue Date:                                                   | 23 October 2014                                             |
| ii. Interest Commencement date:                                  | Issue date                                                  |
| <b>8.</b>                                                        |                                                             |
| i. Maturity Date:                                                | 23 October 2017                                             |
| ii. Extended Maturity Date:                                      | Applicable<br>The Extended Maturity Date is 23 October 2020 |
| <b>9.</b>                                                        |                                                             |
| i. Interest Basis to Maturity Date:                              | 6.00 per cent. Fixed Rate                                   |
| ii. Interest Basis from Maturity Date to Extended Maturity Date: | 6.50 per cent. Fixed Rate                                   |

<b>10. Redemption/Payment Basis:</b>	Redemption at par
<b>11. Change of Interest Basis or Redemption/Payment Basis:</b>	Not Applicable
<b>12. Investor Put/Issuer Call:</b>	Applicable
<b>13. Status of the Covered Bond:</b>	Senior
<b>14. Approval for Issuance of the Covered Bonds:</b>	Date of the Board approval for Issuance of Covered Bonds obtained: 10 May 2012 and 23 May 2013
<b>15. Method of Distribution:</b>	Non-syndicated
<b>16. Calculation Agent:</b>	Issuer

#### PROVISIONS RELATING TO INFLATION LINKED ANNUITY COVERED BONDS

<b>17. Inflation Linked Annuity Covered Bonds:</b>	Not Applicable
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#### PROVISIONS RELATING TO INFLATION LINKED EQUAL PRINCIPAL PAYMENT COVERED BONDS INCLUDING COVERED BONDS WITH ONE PAYMENT OF PRINCIPAL ON MATURITY DATE

<b>18. Inflation Linked Equal Principal Payment Covered Bonds:</b>	Not Applicable
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#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

<b>19. Fixed Rate Covered Bond Provisions:</b>	Applicable
i. Rate of Interest to Maturity Date:	6.00 per cent. per annum payable annually in arrears
ii. Rate of Interest from Maturity Date to Extended Maturity Date:	6.50 per cent. per annum payable annually in arrears
iii. Interest Payment Date:	24 October in each year up to and including the Maturity Date
iv. Day Count Fraction:	30/360
v. Other terms relating to the method of calculating interest for Fixed Rate Covered Bonds:	None
<b>20. Floating Rate Covered Bond Provisions:</b>	Not Applicable
<b>21. Zero Coupon Covered Bond Provisions:</b>	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

<b>22. Issuer Call:</b>	Not Applicable
<b>23. Investor Put:</b>	If the ISD System Covered Bonds have not been admitted to trading on Nasdaq Iceland on or before 15 December 2014 any Covered Bondholder of tranche 1 of the series

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with the symbol code LBANK CB 17 has the option to sell its ISD System Covered Bonds to the Issuer at a nominal yield of 6.30%, provided that it sends a duly completed and signed notice of exercise to the Issuer on or before 22 December 2014. In this event the Issuer shall redeem the respective Covered bonds before 31 December 2014. Any put notice sent by a Covered Bondholder pursuant to this paragraph shall be irrevocable.

- 24. Final Redemption Amount of each Covered Bond:** ISK 20,000,000 per Covered Bond of ISK 20,000,000 Specified Denomination
- 25. Early Redemption Amount of each Covered Bond payable on redemption and/or the method of calculating the same (if required or if different from that set out in Condition 6.8.7 (a):** Redemption at par

#### GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

- 26. New Global Covered Bond** No
- 27. Form of Covered Bonds:** VS System Covered Bonds
- 28. Additional Financial Centre(s) or other special provisions relating to Payment Days:** Not Applicable
- 29. Talons for future Coupons or Receipts to be Attached to definitive Covered Bonds (and dates on which such Talons mature):** No
- 30. Details relating to Partly Paid Covered Bonds:**  
amount of each payment comprising the Issue Price and date on which each payment is to be made and consequence of failure to pay, including any right of the Issuer to forfeit the Covered Bonds and interest due on late Payment: Not Applicable
- 31. Details relating to Instalment Covered Bonds:**
- i. Instalment Amount(s): Not Applicable
  - ii. Instalment Date(s): Not Applicable
- 32. Redenomination applicable:** Redenomination not applicable
- 33.** (a) Swap Provider Not Applicable  
(b) Nature of Swap Not Applicable
- 34. Other final terms:** Not Applicable

#### DISTRIBUTION

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- i. If syndicated, names of Managers: Not Applicable
- ii. Stabilizing Manager (if any): Not Applicable

**36. If non-syndicated, name of relevant Dealer:** Landsbankinn hf.

**37. Additional selling restrictions:** Not Applicable

#### **LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprise the final terms required for the Covered Bonds described herein to be admitted to trading pursuant to the ISK 100,000,000,000 Covered Bond Programme of Landsbankinn hf.

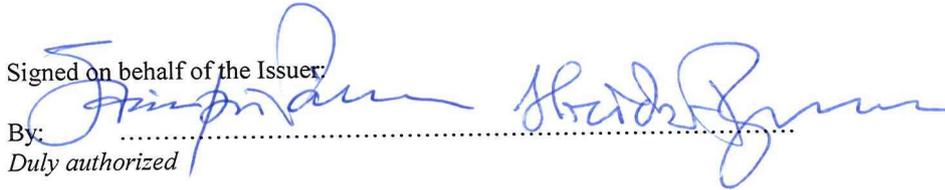
#### **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:

*Duly authorized*

A handwritten signature in blue ink, appearing to be 'Hinnþráður', is written over a horizontal dotted line. The signature is fluid and cursive.

## **PART B – OTHER INFORMATION**

### **1. LISTING**

- i. Listing: Nasdaq Iceland
- ii. Admission to trading: Application has been made for the Covered Bonds to be admitted to trading on Nasdaq Iceland.

### **2. RATING**

Not Applicable

### **3. NOTIFICATION**

Not Applicable

### **4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

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

### **5. USE OF PROCEEDS, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- i. Use of proceeds: For general funding purposes of the Issuer
- ii. Estimated net proceeds: ISK 197,951,000
- iii. Estimated total expenses: ISK 455,000

### **6. YIELD** (*Fixed Rate Covered Bonds Only*)

Indication of yield: 6.30%  
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### **7. HISTORIC INTEREST RATES** (*Floating Rate Covered Bonds Only*)

Not Applicable

### **8. PERFORMANCE OF CPI, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

### **9. OPERATIONAL INFORMATION**

- i. ISIN Code IS0000025278
- ii. Common Code LBANK CB 17
- iii. Any Clearing system(s) other than Euroclear Bank S.A./N.V. or Clearstream Banking, société anonyme (together with the address of each such clearing system) and the relevant identification number(s): Icelandic Securities Depository Ltd.  
Laugavegur 182, 105 Reykjavik, Iceland  
Reg. No. 500797-3209

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|-------------------------------------------------------------------------------------|--------------------------|
| iv. Delivery:                                                                       | Delivery against payment |
| v. Names and addresses of additional<br>Paying Agent(s) (if any):                   | Not Applicable           |
| vi. Intended to be held in a manner<br>which would allow Eurosystem<br>eligibility: | No                       |