# FINAL TERMS

17 August 2023

MIFID II PRODUCT GOVERNANCE / 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 Directive 2014/65/EU (as amended, "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.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and, with effect from such date, 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 MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, 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 Regulation (EU) 2017/1129 of the European Parliament and of the Council (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 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.

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 UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended ("EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "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 UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK 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.

Amounts payable under the Notes will be calculated by reference to NIBOR which is provided by Norske Finansielle Referanser AS ("NoRe"). As at the date of these Final Terms, NoRe appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority pursuant to Article 36 of Regulation (EU) 2016/1011 (the "Benchmarks Regulation").

# LANDSBANKINN HF.

#### LEI: 549300TLZPT6JELDWM92

# Issue of NOK 1,000,000,000 Senior Preferred Floating Rate Notes due August 2025

# under the €2,000,000,000

# **Euro Medium Term Note Programme**

# 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 8 June 2023 and the supplement to it dated 31 July 2023 which together constitute a base prospectus for the purposes of the Prospectus Regulation (the "Base Prospectus"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus. Full information on the Bank and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at www.centralbank.ie.

1 (a) Series Number: 27

(b) Tranche Number: 1

(c) Date on which the Notes will be Not Applicable consolidated and form a single

10 100000 0 1000

Series:

2 Specified Currency or Currencies: Norwegian Kroner ("NOK")

3 Aggregate Nominal Amount:

(a) Series: NOK 1,000,000,000 (b) Tranche: NOK 1,000,000,000

4 Issue Price: 100.000 per cent. of the Aggregate Nominal Amount

5 (a) Specified Denominations: NOK 2,000,000 and integral multiples of NOK 1,000,000 in

excess thereof up to and including NOK 3,000,000. No Notes in definitive form will be issued with a denomination above

NOK 3,000,000.

(b) Calculation Amount: NOK 1,000,000

6 (a) Issue Date: 21 August 2023

(b) Interest Commencement Date: Issue Date

7 Maturity Date: Interest Payment Date falling in or nearest to August 2025

8 Interest Basis: 3 month NIBOR + 3.05 per cent. Floating Rate

(see paragraph 16 below)

9 Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption,

the Notes will be redeemed on the Maturity Date at 100.00 per

cent, of their nominal amount

10 Change of Interest Basis:

Not Applicable

11 Put/Call Options:

Not Applicable

12 (a) Status of the Notes:

Senior Preferred

(If Senior Preferred Notes or Senior Non-Preferred Notes include:)

(i) Redemption upon

Applicable - Condition 5.4A applies

occurrence of a MREL
Disqualification Event:

(ii) Substitution or variation:

Applicable - Condition 5.11A applies

(If Senior Preferred Notes include:)

(i) Unrestricted Events of

Not Applicable – Condition 8.2 applies

Default:

# PROVISIONS RELATING TO INFLATION LINKED ANNUITY NOTES

13 Inflation Linked Annuity Notes

Not Applicable

# PROVISIONS RELATING TO INFLATION LINKED EQUAL PRINCIPAL PAYMENT NOTES INCLUDING NOTES WITH ONE PAYMENT OF PRINCIPAL ON MATURITY DATE

14 Inflation Linked Equal Principal

Not Applicable

Payment Notes:

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15 Fixed Rate Note Provisions Not Applicable

16 Floating Rate Note Provisions Applicable

(a) Specified Period(s)/Specified Inter-Interest Payment Dates: May

Interest will be payable quarterly in arrears on 21 February, 21 May, 21 August and 21 November in each year, up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (c)

below

(b) Effective Interest Payment Date:

Not Applicable

(c) Business Day Convention:

Modified Following Business Day Convention

(d) Additional Business Centre(s):

Not Applicable

(e) Manner in which the Rate of Interest and Interest Amount is Screen Rate Determination

to be determined:

(f) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Fiscal Agent):

Not Applicable

(g) Screen Rate Determination:

Index Determination:

Not Applicable

Reference Rate:

3 month NIBOR

Reference Bank(s):

Not Applicable

Interest Determination

Second Oslo business day prior to the start of each Interest

Date(s):

Period

Relevant Screen Page:

Refinitiv's screen "OIBOR" page

Relevant time:

12.00 a.m. Oslo Time

Relevant Financial Centre:

Oslo

Calculation Method:

Not Applicable

Observation Method:

Not Applicable

Observation Look-back

Not Applicable

Period:

D:

Not Applicable

Rate Cut-off Date:

Not Applicable

(h) ISDA Determination:

Not Applicable

Linear Interpolation: (i)

Not Applicable

Margin(s): (j)

+ 3.05 per cent. per annum

Minimum Rate of Interest:

Maximum Rate of Interest:

Not Applicable

(m) Day Count Fraction:

Not Applicable Actual/360

17 **Reset Note Provisions:**  Not Applicable

Zero Coupon Note Provisions 18

Not Applicable

# PROVISIONS RELATING TO REDEMPTION

19 Issuer Call: Not Applicable

20 Final Redemption Amount: NOK 1,000,000 per Calculation Amount

NOK 1,000,000 per Calculation Amount

Early Redemption Amount payable 21 on redemption for taxation reasons, upon the occurrence of a Capital

Event or on an event of default:

22 Clean-up Redemption Option Not applicable

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

23 Form of Notes: (a) Form:

Bearer Notes

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon

an Exchange Event

(b) New Global Note:

No

24 Additional Financial Centre(s):

Not Applicable

25 Talons for future Coupons to be

No

attached to Definitive Notes:

# THIRD PARTY INFORMATION

The description of the rating in paragraph 2 of Part B of these Final Terms has been extracted from the website of S&P (as defined below). The Issuer confirms that such information has been accurately reproduced and that, so far as the Issuer is aware and is able to ascertain from information published by S&P, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of LANDSBANKINN HF.:

By:

Lilia B. Finarsdoi

CEO

By:

Duly authorised

Hreiðar Bjarnason Managing Director, CFO

Finance

#### PART B - OTHER INFORMATION

# 1 LISTING AND ADMISSION TO TRADING

(i) Listing and Admission to trading

Application has been made by the Bank (or on its behalf) to Euronext Dublin for the Notes to be admitted to the Official List and trading on the Regulated Market with effect from on or about the Issue Date

(ii) Estimate of total expenses related to admission to trading:

EUR 1,000

#### 2 RATINGS

Ratings:

The Notes to be issued are expected to be rated:

BBB by S&P Global Ratings Europe Limited ("S&P").

According to S&P's rating definitions, obligations rated "BBB" exhibits adequate protection parameter. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial

commitment on the obligation.

S&P is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the "EU CRA

Regulation").

# 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealer, so far as the Bank is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Bank and its affiliates in the ordinary course of business.

4 YIELD (Fixed Rate Notes and Reset Notes only)

Indication of yield:

Not Applicable

5 HISTORIC INTEREST RATES (Floating Rate Notes only)

Details of historic NIBOR rates can be obtained from Refinitiv.

6 PERFORMANCE OF INDEX, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING (

Not Applicable

# 7 OPERATIONAL INFORMATION

(i) ISIN:

XS2671007644

(ii) Common Code:

267100764

(iii) CFI:

As set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

(iv) FISN:

As set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

(v) Any Clearing System(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

(vi) Delivery:

Delivery against payment

(vii) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

(viii) Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

# 8 DISTRIBUTION

(i) Method of distribution:

Non-syndicated

(ii) If syndicated, names of Managers:

Not Applicable

(iii) Stabilisation Manager(s) (if any):

Not Applicable

(iv) If non-syndicated, name of relevant Dealer:

Nordea Bank Abp

(v) U.S. Selling Restrictions:

Reg. S Compliance Category 2; TEFRA D

# 9 REASON FOR THE OFFER AND ESTIMATED NET PROCEEDS

(i) Reason for the offer:

General corporate purposes

(ii) Estimated net proceeds:

NOK 998,000,000