

## EXECUTION VERSION

### FINAL TERMS

**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 ("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 (as amended, "MiFID II"); or (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 Regulation (EU) 2017/1129 (the "Prospectus Regulation"). Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, 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 United Kingdom ("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 domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); (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 Directive (EU) 2016/97, 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 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 domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of 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.

**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 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.

**UK MIFIR 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 only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("UK MiFIR"); 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") 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.

**SINGAPORE SECURITIES AND FUTURES ACT PRODUCT CLASSIFICATION** – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act (Chapter 289 of Singapore) (the "SFA"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and "Excluded Investment Products" (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

24 May 2021

SBB Treasury Oyj

Legal Entity Identifier (LEI): 5493003HHOCW6FIMH724

Issue of EUR750,000,000 1.125 per cent. Social Bonds due 26 November 2029  
guaranteed by Samhällsbyggnadsbolaget i Norden AB (publ)  
under the €8,000,000,000  
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 (the "Conditions") set forth in the Base Prospectus dated 14 May 2021 which constitutes 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 the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus has been published on the website of the Irish Stock Exchange plc trading as Euronext Dublin ("Euronext Dublin") at <https://live.euronext.com>.

1. (a) Issuer: SBB Treasury Oyj
- (b) Guarantor: Samhällsbyggnadsbolaget i Norden AB (publ)
2. (a) Series Number: 27
- (b) Tranche Number: I
- (c) Date on which the Notes will be consolidated and form a single Series: Not Applicable
3. Specified Currency or Currencies: Euro ("EUR")
4. Aggregate Nominal Amount:
  - (a) Series: EUR750,000,000
  - (b) Tranche: EUR750,000,000
5. Issue Price: 98.617 per cent. of the Aggregate Nominal Amount
6. (a) Specified Denominations: EUR100,000 and integral multiples of EUR1,000 in excess thereof up to and including EUR199,000. No Notes in definitive form will be issued with a denomination above EUR199,000.
- (b) Calculation Amount (in relation to calculation of interest in global form see Condition 5 (*Interest*)): EUR1,000
7. (a) Issue Date: 26 May 2021
- (b) Interest Commencement Date: Issue Date
8. Maturity Date: 26 November 2029
9. Interest Basis: 1.125 per cent. Fixed Rate  
(see paragraph 14 below)

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| 10. | Redemption Basis:  | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 11. | Change of Interest Basis:  | Not Applicable   |
| 12. | Put/Call Options:  | Issuer Call<br><br>Issuer Par Call<br>Change of Control Put<br>Clean-up Call<br>(see paragraphs 18, 19, 21 and 22 below)                               |
| 13. | (a) Status of the Notes:   | Senior   |
|     | (b) Status of the Guarantee:   | Senior   |
|     | (c) Date Board approval for issuance of Notes or the Guarantee obtained: | 24 May 2021, in respect of issuance of the Notes by the Issuer only  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|---|---|
| 14. | Fixed Rate Note Provisions  | Applicable  |
|     | (a) Rate(s) of Interest:  | 1.125 per cent. per annum payable in arrear on each Interest Payment Date   |
|     | (b) Interest Payment Date(s):   | 26 November in each year from and including 26 November 2021 up to and including the Maturity Date<br><br>There will be a short first coupon from and including the Interest Commencement Date to but excluding 26 November 2021 (the "Short First Coupon") |
|     | (c) Fixed Coupon Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): | EUR11.25 per Calculation Amount other than in respect of the Short First Coupon (as to which see 14(d) below)   |
|     | (d) Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions):       | In respect of the Short First Coupon, EUR5.67 per Calculation Amount, payable on the Interest Payment Date falling on 26 November 2021  |
|     | (e) Day Count Fraction:   | Actual/Actual (ICMA)  |
|     | (f) Determination Date(s):  | 26 November in each year  |
|     | (g) Step Up Rating Change and/or Step Down Rating Change:   | Not Applicable  |

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|-----|-------------------------------|----------------|
| 15. | Floating Rate Note Provisions | Not Applicable |
| 16. | Zero Coupon Note Provisions   | Not Applicable |

**PROVISIONS RELATING TO REDEMPTION**


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|-----|--------------------------------------|--|
| 17. | Notice periods for Condition 7.2:    | Minimum period: 30 days<br>Maximum period: 60 days   |
| 18. | Issuer Call:                         | Applicable   |
|     | (a) Optional Redemption Date(s):     | Any date from (and including) the Issue Date to (but excluding) the Par Call Commencement Date (as defined in paragraph 19(a) below) |
|     | (b) Optional Redemption Amount:      | Make-whole Amount  |
|     | (A) Reference Bond                   | DBR 0.000% due 15 August 2029 (DE0001102473)   |
|     | (B) Redemption Margin                | 0.250 per cent.  |
|     | (C) Quotation Time                   | 11:00 a.m. (Central European Time)   |
|     | (c) If redeemable in part:           |  |
|     | (i) Minimum Redemption Amount:       | EUR10,000,000  |
|     | (ii) Maximum Redemption Amount:      | EUR750,000,000   |
|     | (d) Notice periods:                  | Minimum period: 10 days<br>Maximum period: 60 days   |
| 19. | Issuer Par Call:                     | Applicable   |
|     | (a) Par Call Period:                 | From (and including) 26 August 2029 (the " <b>Par Call Commencement Date</b> ") to (but excluding) the Maturity Date                 |
|     | (b) Notice Periods:                  | Minimum period: 10 days<br>Maximum period: 60 days   |
| 20. | Investor Put:                        | Not Applicable   |
| 21. | Change of Control Put                | Applicable   |
|     | Change of Control Redemption Amount: | EUR1,000 per Calculation Amount  |

22. Clean-up Call: Applicable
- (a) Notice Period: Minimum period: 30 days  
Maximum period: 60 days
- (b) Optional Redemption Amount: EUR1,000 per Calculation Amount
23. Final Redemption Amount: EUR1,000 per Calculation Amount
24. Early Redemption Amount payable on redemption for taxation reasons or on event of default: EUR1,000 per Calculation Amount

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

25. Form of Notes:
- (a) Form: Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes upon an Exchange Event
- (b) New Global Note: Yes
- (c) New Safekeeping Structure: No
26. Additional Financial Centre(s): Not Applicable
27. Talons for future Coupons to be attached to Definitive Notes: No

**SIGNED** on behalf of SBB Treasury Oyj as Issuer:

By:   
Duly authorised

**Ilija Batljan**

**SIGNED** on behalf of Samhällsbyggnadsbolaget i Norden AB (publ) as Guarantor:

By:   
Duly authorised

**Ilija Batljan**

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission to trading Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market (the "**Euronext Dublin Regulated Market**") of the Irish Stock Exchange plc trading as Euronext Dublin ("**Euronext Dublin**") and listing on the official list of Euronext Dublin with effect from the Issue Date.
- (ii) Estimate of total expenses related to admission to trading: EUR1,000

### 2. RATINGS

Ratings:

The Notes to be issued are expected to be rated:

S&P Global Ratings Europe Limited ("**S&P**"): BBB-

Fitch Ratings Ireland Limited ("**Fitch**"): BBB-

Each of S&P and Fitch is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended or superseded) (the "**CRA Regulation**")

S&P: An obligation rated 'BBB' exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to weaken the obligor's capacity to meet its financial commitments on the obligation. The minus (-) sign to shows relative standing within the rating category. (Source: [https://www.standardandpoors.com/en\\_US/web/guest/article/-/view/sourceId/504352](https://www.standardandpoors.com/en_US/web/guest/article/-/view/sourceId/504352))

Fitch: 'BBB' ratings indicate that expectations of default risk are currently low. The capacity for payment of financial commitments is considered adequate, but adverse business or economic conditions are more likely to impair this capacity. "+/-" modifiers indicate relative differences of probability of default or recovery for issues. (Source: <https://www.fitchratings.com/products/rating-definitions>)

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

Save for the fees payable to the Joint Lead Managers, so far as the Issuer and the Guarantor are aware, no person involved in the issue of the Notes has an interest material to the offer. The Joint Lead Managers (including for the avoidance of doubt their branches) and their 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 Issuer, the Guarantor and their affiliates in the ordinary course of business.

4. **REASONS FOR THE OFFER AND ESTIMATED NET AMOUNT OF PROCEEDS**

Reasons for the offer: The Issuer intends the Notes will be Social Bonds and the Issuer intends to apply a sum equal to the net proceeds from this offer of Notes specifically for Eligible Assets

Estimated net proceeds: EUR736,477,500

5. **YIELD (FIXED RATE NOTES ONLY)**

Indication of yield: 1.298 per cent. per annum.

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

6. **OPERATIONAL INFORMATION**

- (i) ISIN: XS2346224806
- (ii) Common Code: 234622480
- (iii) CFI: See 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: See 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) Names and addresses of the Registrar and Transfer Agent (if any): Not Applicable
- (ix) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

7. **DISTRIBUTION**

- |        |   |  |
|--------|---|--|
| (i)    | Method of distribution:                       | Syndicated   |
| (ii)   | If syndicated, names of Managers:             | Citigroup Global Markets Limited<br>Danske Bank A/S<br>Deutsche Bank Aktiengesellschaft<br>Goldman Sachs Bank Europe SE<br>J.P. Morgan AG<br>Nordea Bank Abp<br>Swedbank AB (publ) |
| (iii)  | Date of Subscription Agreement:               | 24 May 2021  |
| (iv)   | Stabilisation Manager(s) (if any):            | Not Applicable   |
| (v)    | If non-syndicated, name of relevant Dealer:   | Not Applicable   |
| (vi)   | U.S. Selling Restrictions:                    | Reg. S Compliance Category 2; TEFRA D  |
| (vii)  | Prohibition of Sales to EEA Retail Investors: | Applicable   |
| (viii) | Prohibition of Sales to UK Retail Investors:  | Applicable   |