

## FINAL TERMS

### 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 ECPs only target market** – Solely for the purposes of the 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 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 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 The Mortgage Society of Finland dated 28 June 2019 and the supplements to it dated 21 August 2019, 8 November 2019 and 5 March 2020 (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 supplements dated 21 August 2019, 8 November 2019 and 5 March 2020 and the Final Terms are available at the web page of The Mortgage Society of Finland at <http://www.hypo.fi/en/investor-relations/> and at request from The Mortgage Society of Finland or at the subscription places mentioned in the Final Terms.

Name and number of the Series of Notes:	The Mortgage Society of Finland's Covered Bond 1/2020
Notes and their form:	Covered Bonds
Tranche number:	1
Lead Manager:	Nordea Bank Abp Satamaradankatu 5 FI-00020 NORDEA, Helsinki, Finland
Subscription place(s) of this Series of Notes:	Not applicable
Issuer Agent and Paying Agent:	Nordea Bank Abp 2548 Asset Services Global FI Aleksis Kiven katu 3-5, VC 210 FI-00020 NORDEA, Helsinki, Finland Sähköposti: <a href="mailto:custody.thy@nordea.com">custody.thy@nordea.com</a>
Calculation Agent:	Not applicable
Interests of the Arranger/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 150,000,000

Number of book-entry units:	1,500
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
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 from the Noteholders
Payment of subscription:	Subscriptions shall be paid for as instructed in connection with the subscription
Issue date:	29 April 2020
Issue price:	The issue price is fixed: 99.993 per cent
Amount and manner of redemption:	The nominal amount of principal of the Note The Notes will be repaid in one instalment.
Issuer Call:	Not Applicable
Maturity Date:	29 April 2022
Extended Final Maturity:	Applicable
Extended Final Maturity Date:	29 April 2023
	In accordance with Condition 4, if the Issuer notifies the Issuer Agent that it will fail to redeem the Notes 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 an 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.
Interest:	Condition 8.1 (Fixed interest rate):  Interest rate 0.010 per cent p.a.  Interest payment date(s): 29 April each year commencing on 29 April 2021 until the Maturity Date
Reset Note provisions:	Not Applicable

Day Count Fraction	Actual/Actual (ICMA)
Minimum/maximum amount of interest:	Not applicable
Business Day convention:	Following, unadjusted
Business Day:	Helsinki and TARGET 2
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 29 April 2020
Relevant benchmark:	EURIBOR is provided by European Money Markets Institute. As at the date hereof, European Money Markets Institute 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
LEI code of the Issuer:	5493009ZDBVG2CO1O689
ISIN code of the Series of the Notes:	FI4000429410
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 month Margin 0.223 per cent p.a.
ii) Interest Payment Dates:	29 <sup>th</sup> day of each month, commencing on 29 April 2022
iii) Day Count Fraction:	Actual/360
iv) Minimum/maximum amount of interest:	Not applicable
v) Business Day Convention:	Modified Following, adjusted

### Other Information

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

Decisions and authority based on which Notes are issued:	Based on the resolution of the Issuer's Board of Directors dated on 21 April 2020
Subscription period:	23 April 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 0.010 per cent p.a.
An estimate of the principal accruing to the Issuer under the Notes:	100 per cent of the principal of the Notes, at maximum.

Credit rating of the Notes:

The Notes are expected to be rated AAA by S&P Global Ratings.

Listing:

Shall be applied for listing on the Helsinki Stock Exchange

Estimated time of listing:

April 2020

Use of proceeds:

The net proceeds from the issue of the Notes will be applied by the Issuer for its general corporate purposes, which include making a profit.

In Helsinki, on 23 April 2020

THE MORTGAGE SOCIETY OF FINLAND



Petteri Bollmann  
CFTO



Outi Wasenius  
Senior Manager