

## FINAL TERMS

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes, from 1 January 2018, 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 (**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 Directive 2002/92/EC (**IMD**), 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 Directive 2003/71/EC (as amended, 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.

29 September 2017

### HOIST KREDIT AB (publ)

#### Issue of €250,000,000 1.125 per cent. Notes due 2021 under the €1,000,000,000 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 Offering Circular dated 16 March 2017, as supplemented by the supplements to it dated 9 May 2017 and 13 September 2017, which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Offering Circular**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Offering Circular. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Circular. The Offering Circular has been published on the website of the Central Bank of Ireland at <http://www.centralbank.ie/regulation/securities-markets/prospectus/Pages/approvedprospectus.aspx>.

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|----|--|------------------------|
| 1. | Issuer:  | Hoist Kredit AB (publ) |
| 2. | (a) Series Number:   | 3                      |
|    | (b) Tranche Number:  | 1                      |
|    | (c) Date on which the Notes will be consolidated and form a single Series: | Not Applicable         |
| 3. | Specified Currency or Currencies:  | euro (€)               |
| 4. | Aggregate Nominal Amount:  |                        |
|    | (a) Series:  | €250,000,000           |
|    | (b) Tranche:   | €250,000,000           |

5. Issue Price: 99.802 per cent. of the Aggregate Nominal Amount
6. (a) Specified Denominations: €100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000
- (b) Calculation Amount (in relation to calculation of interest on Notes in global form see Conditions): €1,000
7. (a) Issue Date: 4 October 2017
- (b) Interest Commencement Date: Issue Date
8. Maturity Date: 4 October 2021
9. Interest Basis: 1.125 per cent. Fixed Rate (see paragraph 14 below)
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: Make-Whole Redemption by the Issuer  
Change of Control Put  
(see paragraphs 20 and 22 below)
13. (a) Status of the Notes: Senior Notes
- (b) Date Board approval for issuance of Notes obtained: 15 March 2017

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

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): 4 October in each year, commencing on 4 October 2018, up to and including the Maturity Date
- (c) Fixed Coupon Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): €11.25 per Calculation Amount

- (d) Broken Amount(s) for Notes in definitive form (and in relation to Notes in global form see Conditions): Not Applicable
- (e) Day Count Fraction: Actual/Actual (ICMA)
- (f) Determination Date(s): 4 October in each year
- 15. Fixed Reset Note Provisions: Not Applicable
- 16. Floating Rate Note Provisions: Not Applicable
- 17. Zero Coupon Note Provisions: Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

- 18. Notice periods for Condition 7.2 and Condition 7.11: Minimum period: 30 days  
Maximum period: 60 days
- 19. Issuer Call: Not Applicable
- 20. Make-Whole Redemption by the Issuer: Applicable
  - (a) Make-Whole Redemption Date(s): Any Business Day prior to the Maturity Date
  - (b) Make-Whole Redemption Margin: 25 basis points
  - (c) Reference Bond: The 0 per cent. German government bond due October 2021 (ISIN: DE0001141745)
  - (d) Quotation Time: 5.00 p.m. Brussels time
  - (e) Reference Rate Determination Date: The third Business Day preceding the relevant Make-Whole Redemption Date
  - (f) If redeemable in part: Not Applicable, as the Notes are not redeemable in part only
  - (g) Notice periods: Minimum period: 30 days  
Maximum period: 60 days
- 21. Investor Put: Not Applicable
- 22. Change of Control Put: Applicable
  - Change of Control Redemption Amount: €1,010 per Calculation Amount
- 23. Final Redemption Amount: €1,000 per Calculation Amount
- 24. Early Redemption Amount payable on redemption for taxation reasons (including due to the occurrence of a Tax Event) or a Capital Event or on event of default: €1,000 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 only upon an Exchange Event

(b) New Global Note: Yes

26. Additional Financial Centre(s): Not Applicable

27. Talons for future Coupons to be attached to Definitive Notes: No

Signed on behalf of Hoist Kredit AB (publ):

By: .....   
Duly authorised **ANDERS CARLSSON**

  
**MAGNUS LINNORJAND**

## 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 of the Irish Stock Exchange and admitted to listing on the official list of the Irish Stock Exchange with effect from 4 October 2017.
- (ii) Estimate of total expenses related to admission to trading: €600

### 2. RATINGS

- Ratings: The Notes to be issued are expected to be rated Baa3 by Moody's Investors Services, Inc. (**Moody's**).
- Moody's is not established in the European Union but its ratings are endorsed by Moody's Investors Services Limited which is registered under the Regulation (EC) No. 1060/2009 (as amended) (the **CRA Regulation**).

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

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers 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 and its affiliates in the ordinary course of business.

### 4. YIELD

- Indication of yield: 1.176 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.

### 5. OPERATIONAL INFORMATION

- (i) ISIN: XS1692378323
- (ii) Common Code: 169237832
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment

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|------|---|---|
| (v)  | Names and addresses of additional Paying Agent(s) (if any):               | Not Applicable  |
| (vi) | 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. |

**6. DISTRIBUTION**

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|-------|---|--|
| (i)   | Method of distribution:                       | Syndicated   |
| (ii)  | If syndicated, names of Managers:             | Citigroup Global Markets Limited<br>Deutsche Bank AG, London Branch<br>Nordea Bank AB (publ) |
| (iii) | Date of Subscription Agreement:               | 29 September 2017  |
| (iv)  | Stabilisation Manager(s) (if any):            | Nordea Bank AB (publ)  |
| (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: | Not Applicable   |