

## **FINAL TERMS**

**MiFID II PRODUCT GOVERNANCE / TARGET MARKET – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Covered Bonds has led to the conclusion that: (i) the target market for the Covered Bonds 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 Covered Bonds to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Covered Bonds (a "distributor") should take into consideration the manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Covered Bonds (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels.**

12 January 2023

## LANDSBANKINN HF.

**Legal entity identifier (LEI): 549300TLZPT6JELDWM92**

**Issue of ISK 3,840,000,000 Fixed Rate Covered Bonds  
under the EUR 2,500,000,000  
Covered Bond Programme**

### PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") which are the 2022 ISK/2021 Terms and Conditions which are incorporated by reference in the Base Prospectus dated 11 November 2022. This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus dated 11 November 2022 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the "**Base Prospectus**"), including the 2022 ISK/2021 Terms and Conditions incorporated by reference in the Base Prospectus. 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. The Base Prospectus is available for viewing at the Issuer's website, [www.landsbankinn.is/fjarfestar](http://www.landsbankinn.is/fjarfestar) or [www.landsbankinn.com/ir](http://www.landsbankinn.com/ir).

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|---|---|
| <b>1. Issuer:</b>   | Landsbankinn hf.  |
| <b>2. (i) Series Number:</b>  | 11  |
| <b>(ii) Tranche Number:</b>   | 12  |
| <b>(iii) Date on which the Covered Bonds will be consolidated and form a single Series:</b> | The Covered Bonds will be consolidated and form a single Series with LBANK CB 27 (ISIN: IS0000033777) on the Issue Date |
| <b>3. Specified Currency or Currencies:</b>   | ISK   |
| <b>4. Aggregate Nominal Amount:</b>   |   |
| <b>(i) Series:</b>  | 18,760,000,000  |
| <b>(ii) Tranche:</b>  | 3,840,000,000   |
| <b>5. Issue Price:</b>  | 89.263 per cent. of the Aggregate Nominal Amount plus accrued interest from 20 September 2022                           |
| <b>6. Specified Denominations:</b>  |   |
| <b>(i) Specified Denominations:</b>   | 20,000,000  |
| <b>(ii) Calculation Amount:</b>   | 20,000,000  |
| <b>7. (i) Issue Date:</b>   | 17 January 2023   |
| <b>(ii) Interest Commencement Date:</b>   | 20 September 2022   |
| <b>8. (i) Maturity Date:</b>  | 20 September 2027   |

- |      |   |   |
|------|---|---|
| (ii) | Extended Maturity Date:   | Applicable<br><br>The Extended Maturity Date is 20 September 2030                 |
| 9.   | (i) Interest Basis to Maturity Date:                              | 4.60 per cent. Fixed Rate   |
|      | (ii) Interest Basis from Maturity Date to Extended Maturity Date: | 5.10 per cent. Fixed Rate   |
| 10.  | <b>Redemption/Payment Basis:</b>                                  | Redemption at par   |
| 11.  | <b>Change of Interest Basis or Redemption/Payment Basis:</b>      | Not Applicable  |
| 12.  | <b>Issuer Call:</b>   | Not applicable  |
| 13.  | <b>Status of the Covered Bonds:</b>                               | Senior  |
| 14.  | <b>Approval for Issuance of the Covered Bonds:</b>                | Date of Board approval for issuance of Covered Bonds obtained:<br>19 October 2022 |
| 15.  | <b>Calculation Agent:</b>   | Issuer  |

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

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|-----|--|----------------|
| 16. | <b>Inflation Linked Annuity Covered Bonds:</b> | Not Applicable |
|-----|--|----------------|

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

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|-----|--|----------------|
| 17. | <b>Inflation Linked Equal Principal Payment Covered Bonds:</b> | Not Applicable |
|-----|--|----------------|

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

- |     |  |   |
|-----|--|---|
| 18. | <b>Fixed Rate Covered Bond Provisions:</b>   | Applicable  |
|     | (i) Rate(s) of Interest to Maturity Date:  | 4.60 per cent. per annum payable in arrears on each Interest Payment Date |
|     | (ii) Rate(s) of Interest from Maturity Date to Extended Maturity Date:   | 5.10 per cent. per annum payable annually in arrears                      |
|     | (iii) Interest Payment Date(s):  | 20 September in each year up to and including the Maturity Date           |
|     | (iv) Fixed Coupon Amount(s) for Covered Bonds in definitive form (and in relation to Covered Bonds in global form see Conditions): | Not Applicable  |

- |            |   |                |
|------------|---|----------------|
| (v)        | Broken Amount(s) for Covered Bonds in definitive form (and in relation to Covered Bonds in global form see Conditions): | Not Applicable |
| (vi)       | Day Count Fraction:   | 30/360         |
| (vii)      | Determination Date(s):  | Not Applicable |
| <b>19.</b> | <b>Floating Rate Covered Bond Provisions:</b>   | Not Applicable |
| <b>20.</b> | <b>Zero Coupon Covered Bond Provisions:</b>   | Not Applicable |

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

- |            |   |                                 |
|------------|---|---------------------------------|
| <b>21.</b> | <b>Issuer Call:</b>   | Not Applicable                  |
| <b>22.</b> | <b>Final Redemption Amount of each Covered Bond:</b>                      | Not Applicable                  |
| <b>23.</b> | <b>Early Redemption Amount of each Covered Bond payable on redemption</b> | As set out in Condition 8.7 (a) |

#### **GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS**

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|------------|--|-------------------|
| <b>24.</b> | <b>New Global Covered Bond:</b>  | No                |
| <b>25.</b> | <b>Form of Covered Bonds:</b>  | CSD Covered Bonds |
| <b>26.</b> | <b>Additional Financial Centre(s) or other special provisions relating to Payment Days:</b>                                      | Not Applicable    |
| <b>27.</b> | <b>Talons for future Coupons or Receipts to be Attached to definitive Covered Bonds (and dates on which such Talons mature):</b> | No                |
| <b>28.</b> | <b>Details relating to Instalment Covered Bonds:</b>   |                   |
| (i)        | Instalment Amount(s):  | Not Applicable    |
| (ii)       | Instalment Date(s):  | Not Applicable    |

#### **DISTRIBUTION**

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|------------|--|----------------|
| <b>29.</b> | (i) Method of distribution:            | Non-syndicated |
|            | (ii) If syndicated, names of Managers: | Not Applicable |

- (iii) Stabilisation Manager (if any): Not Applicable
30. **If non-syndicated, name of relevant Dealer:** Landsbankinn hf.
31. **U.S. selling restrictions:** Reg. S. Compliance Category 2;  
TEFRA Not Applicable
32. **Relevant Benchmark:** Not Applicable

**RESPONSIBILITY**

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

Signed on behalf of the Issuer:

By: .....

*Duly authorised*

By: .....

*Duly authorised*

## PART B - OTHER INFORMATION

### 1. LISTING

- (i) Listing: Nasdaq Iceland Main Market
- (ii) Admission to trading: Application has been made for the Covered Bonds to be admitted to trading on the Nasdaq Iceland Main Market with effect from Issue Date.
- (iii) Estimate of total expenses 250,000  
related to admission to trading

### 2. RATING

The Covered Bonds to be issued have been rated:  
A by S&P Global Ratings

### 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. REASON FOR THE OFFER, USE OF PROCEEDS, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reason for the offer: General corporate purposes
- (ii) Use of proceeds: For general funding purposes of the Issuer
- (iii) Estimated net proceeds: 3,484,857,200

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

Indication of yield: 7.39 per cent per annum

Note: 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 (*Inflation Linked Annuity Covered Bonds and Inflation Linked Equal Principal Payment Covered Bonds Only*)

Not Applicable

### 9. OPERATIONAL INFORMATION

- (i) ISIN: IS0000033777
- (ii) Common Code: Not Applicable
- (iii) CFI: D-B-F-S-F-R
- (iv) FISN: LANDSBANKINN/BD 4.60 20270920
- (v) 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): CSD. The Issuer shall be entitled to obtain certain information from the register maintained by the relevant CSD for the purpose of performing its obligations under the issue of CSD Covered Bonds. The CSD Agent shall be entitled to obtain such information as is required to perform its duties under the Terms and Conditions of the Covered Bonds and rules and regulations of, and applicable to, the relevant CSD.
- (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