

**FINAL TERMS** (in Slovak: *konečné podmienky*)

21 January 2025



**Slovenská sporiteľňa, a.s.**

Name of the Notes: Dlhopisy SLSP FIX4 2028

issued under the Debt Securities Issuance Programme in accordance with the base prospectus dated 12 June 2024.

Issue Price: 99.79%

ISIN: SK4000026464

Tranche: 2 which will be fungible with the previous tranche and constitute together with it a single issue of the Notes in the aggregate amount of up to EUR 22,300,000

**Important notice**

These Final Terms prepared under Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/ EC (the **Prospectus Regulation**), shall be assessed and construed in conjunction with the base prospectus dated 12 June 2024 (the **Prospectus**) to the debt securities issuance programme, which will be continuously or repeatedly issued by Slovenská sporiteľňa, a.s. (the **Issuer**) and any of amendment thereto in order to obtain all relevant information. The Final Terms, including the defined terms used, must be read in conjunction with section 8 (*Conditions of the Notes*) of the Prospectus.

The risk factors related to the Issuer and the Notes are listed in section 2 of the Prospectus “*Risk Factors*”.

The Prospectus and any Supplements to the Prospectus are available in electronic form in the separate sections of the Issuer's website [www.slsp.sk/sk/investori/dlhopisy](http://www.slsp.sk/sk/investori/dlhopisy) and/or [www.slsp.sk/en/investors/bonds](http://www.slsp.sk/en/investors/bonds). The information regarding the Issuer, the Notes and their offer is only complete when read in conjunction with these Final Terms and the Prospectus and the relevant Supplements to the Prospectus.

A Summary of the Issue is attached to these Final Terms.

The Prospectus was approved by the National Bank of Slovakia by its decision 100-000-719-816 / NBS1-000-099-453 dated 17 June 2024. The Supplement to the Prospectus No. 1 was approved by the National Bank of Slovakia by its decision 100-000-749-290 / NBS1-000-101-180 dated 12 August 2024. The Supplement to the Prospectus No. 2 was approved by the National Bank of Slovakia by its decision 100-000-812-939 / NBS1-000-104-782 dated 11 December 2024. The Supplement to the Prospectus No. 3 was approved by the National Bank of Slovakia by its decision 100-000-829-581 / NBS1-000-105-684 dated 14 January 2025.

If the Final Terms are translated into another language and there are any interpretation discrepancies between the Final Terms in Slovak and the Final Terms translated into another language, the Slovak language version of the Final Terms shall prevail.

**MiFID II Product Governance / Eligible Counterparties, Professional Investors and Retail Investors Target Market**

Solely for the purpose of the Issuer's (as a product manufacturer) 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, professional clients and non-professional (retail) clients, each as defined Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments, as amended (**MiFID II**) and (ii) all channels for distribution of the Notes are appropriate, including investment advice, non-advised sales and only execution services. Any person subsequently offering, selling or recommending the Notes (a **Distributor**) should take into consideration manufacturer's target market assessment, however subject to MiFID II rules, a Distributor is responsible for undertaking its own target market assessment in respect of the Notes (by

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either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**Prohibition of Sales to Retail Investors in the United Kingdom**

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 client (investor) in the United Kingdom. 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 the Commission Delegated 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 (**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 the UK Prospectus Regulation. 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 United Kingdom has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

**PART A: PROVISIONS SUPPLEMENTING THE CONDITIONS OF THE NOTES**

*This part of the Final Terms in conjunction with points 1 through 13 of section 8 (Conditions of the Notes) shall together constitute the terms and conditions of the relevant issue of the Notes.*

**1. Currency, Denomination, Form, Certain Definitions**

|                       |  |
|-----------------------|--|
| Type of the Notes:    | preferred unsubordinated and unsecured bonds (in Slovak: <i>prioritné nepodriadené a nezabezpečené dlhopisy</i> ) (the <b>preferred Senior Notes</b> )   |
| ISIN:                 | SK4000026464   |
| CFI:                  | DBFNFB   |
| FISN:                 | Slospo/3.45 BD 20281206  |
| Common Code:          | –  |
| Principal Amount:     | EUR 50,000   |
| Currency:             | EUR  |
| Name:                 | Dlhopisy SLSP FIX4 2028  |
| Aggregate Amount:     | EUR 5,000,000  |
| Issue Date:           | 28 January 2025  |
| Admission to Trading: | The Issuer will submit an application to Burza cenných papierov v Bratislave, a.s., with its registered office at Vysoká 17, 811 06 Bratislava, Slovak Republic, Identification No.: 00 604 054, for the admission of the Notes to trading on its regulated market: regulated free market. Estimate of aggregate expenses regarding the admission to trading: EUR 5,000. |

## 2. Status

|         |   |
|---------|---|
| Status: | Obligations from the Notes constitute direct, general, unsecured, unconditional and unsubordinated obligations of the Issuer which rank <i>pari passu</i> among themselves and always rank at least <i>pari passu</i> with any other direct, general, unsecured, unconditional and unsubordinated obligations of the Issuer, present and future, save for those obligations of the Issuer as may be stipulated by a mandatory provision of law. Each Holder acknowledges and explicitly agrees that if the Issuer gets into a crisis situation under Act No. 371/2014 Coll. on the resolution of crisis situations on the financial market, as amended, including related regulations, the obligations of the Issuer from the Notes may be subject to measures for resolution of the crisis situation of the Issuer or its group, mainly to the capitalisation measure, as a result of which the obligations from the Notes may be modified or terminated, or converted into registered capital of the Issuer. This can result in the Holders losing a part or their whole investment in the Notes. The Holders do not have the right to set-off their claims under the Notes against the Issuer and at the same time the Issuer does not have the right to set-off its claims against the claims of the Holders. |
|---------|---|

## 4. Interest

|                                |  |
|--------------------------------|--|
| Determination of Interest:     | The Notes bear a fixed interest rate throughout their life, in the amount of 3.45% p. a. |
| Interest Payment Frequency:    | annually   |
| Interest Payment Date(s):      | 6 December in each year  |
| First Interest Payment Date:   | 6 December 2025  |
| Day Count Fraction Convention: | Act/Act (ISDA)   |
| Rounding:                      | upwards  |
| Screen Page:                   | —  |
| Relevant Value:                | —  |

## 5. Maturity

|                       |  |
|-----------------------|--|
| Method of Redemption: | in single instalment (bullet)  |
| Maturity Date:        | 6 December 2028  |
| Repurchase:           | The Issuer may buy back all or only some of the Notes only if the conditions under the requirements of the CRR applicable and effective at that time related to the eligible liabilities and their buy-back are satisfied, including obtaining an authorisation of the competent supervisory |

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|  | authority or resolution authority. The Issuer may also buy back all or some of the Notes with the remaining maturity of less than one year provided that they are not included in the minimum requirement for eligible liabilities due to this shorter maturity. The Notes purchased by the Issuer shall cease to exist. |
| Early Redemption of the Notes Decided by the Issuer:   | The Issuer may not, on the basis of its decision, redeem the Notes early.  |
| Early Redemption of the Notes with Target Redemption upon Reaching the Target Interest Amount: | The Notes do not have a target redemption upon reaching a certain amount of interest.  |

**6. Payments**

|                          |                                     |
|--------------------------|-------------------------------------|
| Entitlement Date:        | the thirtieth calendar day          |
| Financial Centre:        | Bratislava, T2                      |
| Business Day Convention: | Following Business Day (unadjusted) |

**PART B: PROVISIONS SUPPLEMENTING CONDITIONS OF THE OFFER AND OTHER INFORMATION**

**9.1 Conditions of the Offer**

|   |   |
|---|---|
| Type of Offer:                            | in an offer that is not subject to the obligation to publish the Prospectus   |
| Form of Offer:                            | as a non-syndicated issue   |
| Offer is Addressed to:                    | qualified investors   |
| Offer Commencement Date:                  | 21 January 2025   |
| Offer Termination Date:                   | 21 January 2025   |
| Description of the Application Procedure: | Applications should be made through the Treasury and Investments department of the Issuer.  |
| Settlement Date:                          | 28 January 2025   |
| Minimum and Maximum Amount of the Order:  | –   |
| Expenses Charged to Investors:            | No expenses will be charged to investors with regard to the subscription of the Notes.  |
| Manner of Satisfying Orders:              | in accordance with the allocation policy of the Issuer  |
| Distribution Method:                      | No arrangements have been agreed on as regards the subscription of the issue of the Notes with any entities on the basis of a firm commitment, placement without firm commitment or “best efforts” arrangement and the distribution of the Notes is arranged by the Issuer. |

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| Issue Price:  | 99.79%  |
| Information on Accrued Interest:  | EUR 25,014.37   |
| Yield to Maturity:  | 3.507% p. a.  |
| Estimated Net Proceeds:   | EUR 4,989,500   |
| Prohibition of Sales to Retail Investors in the European Economic Area:   | No  |
| Prohibition of Sales to Retail Investors in the United Kingdom:   | yes   |
| All regulated markets or equivalent markets in which, to the Issuer's knowledge, notes of the same class as the Notes to be offered or admitted to trading are already admitted to trading: | regulated free market of the Bratislava Stock Exchange; the original tranche of the Notes in the amount of EUR 17,300,000 has already been admitted to trading on this market |

## **9.2 Additional Information**

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|--|--|
| Stabilisation Manager:   | No Stabilisation Manager has been appointed in connection with the issue of the Notes. |
| Description of other Interests:  | —  |
| Third-party Information and Experts' Reports:                            | —  |
| Provisions Relating to Sustainable Notes, Including the Use of Proceeds: | —  |
| Credit Rating Assigned to the Notes:                                     | The Notes are not rated.   |
| Information on other advisors:   | —  |

In Bratislava on 21 January 2025.

\_\_\_\_\_  
Róbert Herbec  
Authorised Person  
Slovenská sporiteľňa, a.s.

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Katarína Podolská  
Authorised Person  
Slovenská sporiteľňa, a.s.

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