

**Final Terms**

**PROHIBITION OF SALES TO RETAIL INVESTORS IN THE EUROPEAN ECONOMIC AREA OR 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 investor in the European Economic Area ("**EEA**") or in the United Kingdom ("**UK**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") or the PRIIPs Regulation as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation and/or UK PRIIPs Regulation. 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 the Directive 2014/65/EU, as amended ("**MiFID II**"); or (ii) a customer within the meaning of Directive (EU) 2016/97 (IDD), as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II.

**MiFID II Product Governance / Eligible Counterparties and Professional Investors 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 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 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 Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**Slovenská sporiteľňa, a.s.**

**Dlhopisy SLSP Green SP FIX1 2028 (the "Notes") (to be consolidated and form a single series with the existing EUR 100,000,000 Dlhopisy SLSP Green SP FIX1 2028 Notes due 2028 issued on 16 June 2021)**

issued pursuant to the

**Multi Issuer EMTN Programme**

of

**Banca Comercială Română S.A., Česká spořitelna, a.s., Erste Group Bank AG, Erste & Steiermärkische Bank d.d. and Slovenská sporiteľňa, a.s.**

Issue Price: 98.35 per cent.

Issue Date: 29 October 2021

Series No.: 11

Tranche No.: 2

## IMPORTANT NOTICE

These Final Terms have been prepared for the purpose of Article 8 of the Regulation (EU) 2017/1129, as amended and must be read in conjunction with the base prospectus consisting of separate documents (i.e. (i) the securities note dated 3 December 2020 and its supplement date 20 May 2021 (the "**Securities Note**") and (ii) the registration document of Slovenská sporiteľňa, a.s. (the "**Issuer**") dated 3 December 2020 and its supplement dated 20 May 2021) (the "**Prospectus**") pertaining to the Multi Issuer EMTN Programme (the "**Programme**"). The Prospectus and any supplements thereto are available for viewing in electronic form on the Issuer's website ("[www .slsp.sk/en/investors/bonds](http://www.slsp.sk/en/investors/bonds)"). Full information on the Issuer and the Notes is only available on the basis of the combination of the Prospectus, any supplements thereto and these Final Terms.

## PART A. – TERMS AND CONDITIONS OF THE NOTES

This Part A. of the Final Terms shall be read in conjunction with the set of Terms and Conditions of the Notes that applies to Notes with a fixed interest rate (the "**Terms and Conditions**") and that is set forth in the Securities Note as Option I. Capitalised terms not otherwise defined in these Final Terms shall have the meanings specified in the Terms and Conditions of the Notes when used in these Final Terms.

All references in this Part A. of the Final Terms to sections and paragraphs are to sections and paragraphs of the Terms and Conditions of the Notes.

The blanks in the provisions of the Terms and Conditions of the Notes, which are applicable to the Notes shall be deemed to be completed by the information contained in these Final Terms as if such information were inserted in the blanks of such provisions. All provisions in the Terms and Conditions of the Notes corresponding to items in these Final Terms which are either not selected or completed or which are deleted shall be deemed to be deleted from the Terms and Conditions of the Notes applicable to the Notes.

### ISSUER, CURRENCY, DENOMINATION, FORM, CERTAIN DEFINITIONS (§ 1)

#### Issuer

- Erste Group Bank AG
- Banca Comercială Română S.A.
- Česká spořitelna, a.s.
  - issued in the Czech Republic
  - issued outside the Czech Republic
- Erste & Steiermärkische Bank d.d.
- Slovenská sporiteľňa, a.s.

#### Currency and Denomination

Specified Currency

Euro ("EUR")

Aggregate Principal Amount

EUR 30,200,000

Aggregate Principal Amount in words

Euro thirty million two hundred thousand

The Notes will be consolidated and form a single series with the Issuer's issue of EUR 100,000,000 Dlhopisy SLSP Green SP FIX1 2028 Notes due 2028 issued on 16 June 2021.

Specified Denomination

EUR 100,000

#### Form of the Notes

- Bearer form, Permanent Global Note in classical global note-format (CGN)
- Domestic Notes form governed by Romanian law, registered form (book entry, dematerialised, nominative) (in Romanian "*obligațiuni corporative, guvernate de legea română, sub formă de întregistrare (prin înscriere în cont, dematerializate, nominative)*")
- Book-entry notes (in Czech "*zaknihované dluhopisy*") under the Czech Act on Bonds (Act No. 190/2004 Coll., as amended) issued as book-entry securities

- Certificated notes (in Czech "*listinné dluhopisy*") which are issued to the order of the respective Holder under the Czech Act on Bonds (Act No. 190/2004 Coll., as amended) and which are represented by the Global Note which is an immobilised security
- Dematerialised registered book-entry notes (in Croatian "*nematerijalizirani vrijednosni papiri na ime*") issued as dematerialised registered book-entry securities
- Book-entry notes (in Slovak "*zaknihované cenné papiere*") issued in bearer form (in Slovak "*na doručiteľa*")

#### **Business Day**

- Specified Currency is not Euro
  - Relevant Financial Centre
  - TARGET

#### **STATUS (§ 2)**

- Preferred Senior Notes
- Non-Preferred Senior Notes
- Subordinated Notes

#### **INTEREST (§ 3)**

##### **Fixed Rate Notes (Option I)**

Interest Commencement Date	16 June 2021
Rate of Interest	0.375 per cent. <i>per annum</i>
<input type="checkbox"/> Short or long first or last Interest Period	
Regular interest payments	annually
Interest Payment Dates	16 June in each year
First Interest Payment Date	16 June 2022
Last Interest Payment Date	16 June 2028
Day Count Fraction	

- Actual/Actual (ICMA)
  - Determination Date(s) one in each year (16 June)
- Actual/365 (Fixed)
- Actual/360
- 30/360, 360/360 or Bond Basis
- 30E/360 or Eurobond Basis

##### **Floating Rate Notes (Option II)**

##### **Fixed to Fixed Rate Notes (Option III)**

##### **Fixed to Floating Rate Notes (Option IV)**

#### **PAYMENTS (§ 4)**

- Payment Business Day
  - Business Days as defined in § 1 (6)

- Relevant Financial Centre
- TARGET
- Business Day Convention
  - Following Business Day Convention
  - Modified Following Business Day Convention
  - Preceding Business Day Convention
- Adjustment of Interest Periods
  - Adjusted
  - Unadjusted

**REDEMPTION (§ 5)**

**Redemption at Maturity**

Maturity Date 16 June 2028

**Early Redemption at the Option of the Issuer** no

Minimum Notice Period

Maximum Notice Period

Optional Redemption Date(s)

**Early Redemption for Regulatory Reasons** yes

Minimum Notice Period 30 calendar days

Maximum Notice Period 90 calendar days

**Early Redemption following an MREL disqualification event (§ 5 (3)(a)(ii))** no

**Early Redemption for Reasons of Taxation** yes

Minimum Notice Period 30 calendar days

Maximum Notice Period 90 calendar days

**PAYING AGENT AND CALCULATION AGENT (§ 6)**

- Principal Paying Agent
  - Erste Group Bank AG
  - Banca Comercială Română S.A.
  - Česká spořitelna, a.s.
  - Slovenská sporiteľňa, a.s.
  - Other
- Additional or other Fiscal and/or Paying Agent and specified office(s)
- Calculation Agent
  - Erste Group Bank AG
  - Banca Comercială Română S.A.
  - Česká spořitelna, a.s.
  - Slovenská sporiteľňa, a.s.

- Erste & Steiermärkische Bank d.d.
- Other

**Notices (§ 10)**

Notices be sent directly to the Holders

no

Website where Notices will be published

[www.slsp.sk/en/investors/bonds](http://www.slsp.sk/en/investors/bonds)

**NO AMENDMENT OF THE TERMS AND CONDITIONS (§ 11)**

- Applicable
- Not applicable

**APPLICABLE LAW, PLACE OF JURISDICTION AND ENFORCEMENT (§ 12)**

Governing Law

- German law (save for the provisions of § 2 which shall be governed by Austrian law)
- Austrian law
- Romanian law
- Croatian law
- Slovak law
- Czech law

## PART B. – OTHER INFORMATION

### ESSENTIAL INFORMATION

#### Interests of Natural and Legal Persons Involved in the Issue or the Offering

Save for the commercial interests of the Managers, so far as the Issuer is aware, no person involved in the issue or offering of the Notes has an interest material to the issue or the offering.

- Other Interests, including conflicts of interest

#### Use of Proceeds

The net proceeds will be allocated by the Issuer to Eligible Green Projects as set out in the Erste Group Sustainable Finance Framework.

#### Estimated net amount of the proceeds

EUR 29,701,700.00 (plus accrued interest from and including the Interest Commencement Date to but excluding the Issue Date amounting to EUR 41,887.00)

### INFORMATION CONCERNING THE SECURITIES TO BE OFFERED OR ADMITTED TO TRADING

#### Security Codes

- |  |              |
|--|--------------|
| <input checked="" type="checkbox"/> ISIN                       | SK4000019337 |
| <input checked="" type="checkbox"/> Common Code                | 235347377    |
| <input checked="" type="checkbox"/> German Security Code (WKN) | A3KSH0       |
| <input type="checkbox"/> Any Other Security Code               |              |

#### Issue Yield

0.63 per cent. *per annum* (in case there is no early redemption). The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

#### Issue charge

Not applicable

Representation of debt security holders including an identification of the organisation representing the investors and provisions applying to such representation. Indication of where the public may have access to the contracts relating to these forms of representation

Not applicable

Resolutions, authorisations and approvals by virtue of which the Notes will be created and/or issued

The issue of the Notes was authorised pursuant to the framework decision of the Issuer's Board of Directors dated 18 November 2020.

### PLACING AND UNDERWRITING

#### Method of Distribution

- Non-Syndicated
- Syndicated

#### Details with regard to the Manager (including the type of commitment)

- Manager
- Firm Commitment

Without Firm Commitment

Stabilising Manager

Not applicable

### **LISTING, ADMISSION TO TRADING AND DEALING ARRANGEMENTS**

#### **Listing**

Yes

- Vienna - Official Market
- Bucharest - Spot Regulated Market
- Prague - Regulated Market
- Bratislava - Regulated Market
- Zagreb - Official Market

#### **Expected Date of Admission**

29 October 2021

Estimate of the total expenses related to the admission to trading EUR 3,500

### **ADDITIONAL INFORMATION**

#### **Rating**

As at the date of these Final Terms the Notes have not been rated. The Issuer reserves the right to apply for a rating in future.

#### **Selling Restrictions**

TEFRA

TEFRA C

Non-TEFRA

Additional Selling Restrictions

Not applicable

Signed on behalf of the Issuer

\_\_\_\_\_  
By:

Róbert Herbec  
Duly authorised

\_\_\_\_\_  
By:

Katarína Podolská  
Duly authorised