

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

20 September 2023



**Slovenská sporiteľňa, a.s.**

Name of the Notes: Dlhopisy SLSP FIX1 2034

issued under the Debt Securities Issuance Programme in accordance with the base prospectus dated 7 June 2023.

Issue Price: 97.55%

ISIN: SK4000021879

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 22,000,000

**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 7 June 2023 (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 and also in conjunction with the base prospectus of the Issuer dated 28 March 2022 as amended (the **Previous Prospectus**), whereby the Notes will be subject to the conditions set out in section 8 (*Conditions of the Notes*) of the Previous Prospectus (the **Original Terms**), while this part of the Previous Prospectus together with section 10 "*Form of Final Terms – Part A: Provisions supplementing the Terms of the Notes*" of the Previous Prospectus are together included in the Prospectus by reference in accordance with section 4 (*Documents incorporated by reference*) of the Prospectus. These Final Terms must therefore be read together with the Original Terms stated in the Previous Prospectus as well as in conjunction with all other parts of the Prospectus. The Final Terms, including the defined terms used, must be read in conjunction with section 8 (*Conditions of the Notes*) of the Previous Prospectus and 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). Previous Prospectus as supplemented is 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 and also the Previous Prospectus as supplemented.

The Prospectus was approved by the National Bank of Slovakia by its decision 100-000-526-237 / NBS1-000-085-959 dated 13 June 2023. The Supplement to the Prospectus No. 1 was approved by the National Bank of Slovakia by its decision 100-000-545-544 / NBS1-000-087-145 dated 17 July 2023. The Supplement to the Prospectus No. 2 was approved by the National Bank of Slovakia by its decision 100-000-553-775 / NBS1-000-087-894 dated 7 August 2023.

The Previous Prospectus was approved by the National Bank of Slovakia by its decision 100-000-278-357 / NBS1-000-070-816 dated 31 March 2022. The Supplement to the Previous Prospectus No. 1 was approved by the National Bank of Slovakia by its decision 100-000-381-497 / NBS1-000-075-965 dated 30 August 2022. The Supplement to the Previous Prospectus No. 2 was approved by the National Bank of Slovakia by its decision 100-000-418-197 / NBS1-000-078-072 dated 10 November 2022. The Supplement to the Previous Prospectus No. 3 was approved by the National Bank of Slovakia by its decision 100-000-421-980 / NBS1-000-078-375 dated 23 November 2022. The Supplement to the Previous Prospectus No. 4 was approved by the National Bank of Slovakia by its decision 100-000-452-136 / NBS1-000-080-387 dated 16 January 2023.

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 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 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 to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (as **Distributor**) should take into consideration the manufacturers' 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 each manufacturer's target market assessment) and determining appropriate distribution channels.

#### **Prohibition of Sales to Retail Investors in the European Economic Area**

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 any Member State of the European Economic Area (**EEA**). Consequently no key information document required by Regulation (EU) No 1286/2014, as amended (**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. 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 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments, as amended (**MiFID II**); (ii) a customer within the meaning of Directive (EU) 2016/97, 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 Regulation.

#### **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 together with paragraphs 1 – 13 of Section 8. (Conditions of the Notes) shall constitute the terms and conditions of the relevant issue of the Notes.*

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

Type of Notes:	preferred unsubordinated and unsecured bonds (in Slovak: <i>prioritné nepodriadené a nezabezpečené dlhopisy</i> ) (the <b>preferred Senior Notes</b> )
ISIN:	SK4000021879
CFI:	DBFNFB
FISN:	Slospo/4.875 BD 20341011

Common Code:	–
Depository:	Centrálny depozitár cenných papierov SR, a.s., with its registered office at ul. 29. augusta 1/A, 814 80 Bratislava, Slovak Republic
Principal Amount:	EUR 100,000
Currency:	EUR
Name:	Dlhopisy SLSP FIX1 2034
Aggregate Amount of the Issue:	EUR 1,000,000
Estimated Net Proceeds from the Issue:	EUR 970,500
Aggregate Amount of the Offer:	EUR 1,000,000
Issue Price in %:	97.55%
Information about the Accrued Interest:	EUR -1,869.86
Issue Date:	27 September 2023
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, IČO: 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.
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#### 4. Interest

Determination of Interest:	The Notes bear a fixed interest rate throughout their life, in the amount of 4.875% p. a.
Yield to Maturity:	5.171% p. a.
Interest Payment Frequency:	annually
Interest Payment Date(s):	11 October in each year
First Interest Payment Date:	11 October 2024
Convention:	Act/Act (ICMA)
Screen Page:	–
Relevant Value:	–

#### 5. Maturity

Method of Redemption:	in single instalment (bullet)
Maturity Date:	11 October 2034
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 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

Financial Centre:	Bratislava, TARGET
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#### 8. Taxation

Gross-up:	The Issuer will not be obliged to pay any additional sums to the recipient for the reimbursement of these withholdings, taxes, levies or charges.
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**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:	20 September 2023
Offer Termination Date:	20 September 2023
Description of the Application Procedure:	Applications should be made through the Treasury and Investments department of the Issuer.
Settlement Date:	27 September 2023
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 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.
Issue Price:	97.55%
Information on Accrued Interest:	EUR -1,869.86
Yield to Maturity:	5.171% p. a.
Estimated Net Proceeds:	EUR 970,500
Prohibition of Sales to Retail Investors in the European Economic Area:	yes
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 21,000,000 has already been admitted to trading on this market

## 9.2 Additional Information

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 20 September 2023.

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Róbert Herbec  
Authorised Person  
Slovenská sporiteľňa, a.s.

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Katarína Podolská  
Authorised Person  
Slovenská sporiteľňa, a.s.