

**THE DOCUMENT IS A TRANSLATION OF A FINAL TERMS MADE UNDER THE SOLE RESPONSIBILITY OF THE ISSUER AND FOR INFORMATION PURPOSES ONLY.**

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

4 October 2022



**Slovenská sporiteľňa, a.s.**

Aggregate Amount of the Offer: EUR 21,000,000

Name of the Notes: Dlhopisy SLSP FIX1 2034

issued under the Debt Securities Issuance Programme in accordance with the base prospectus dated 28 March 2022.

Issue Price: 99.431%

ISIN: SK4000021879

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 (the **Prospectus**) to the debt securities issuance programme, which will be continuously or repeatedly issued by Slovenská sporiteľňa, a.s. (the **Issuer**) and any amendment thereto in order to obtain all relevant information. The Final Terms, including the used defined terms, must be read in conjunction with the Section 8. (*Conditions of the Notes*) contained in 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 Prospectus Supplements are available in electronic form on 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 and the Offer of the Notes is only complete when read in conjunction with these Final Terms and the Prospectus. Summary of the Issue is attached to these Final Terms.

The Prospectus was approved by the National Bank of Slovakia by its decision 100-000-278-357 / NBS1-000-070-816 dated 31 March 2022. The Prospectus Supplement 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.

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

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**UK MiFIR 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 only eligible counterparties as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (**UK MiFIR**); 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 manufacturers' target market assessment; however, a Distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**MiFID II 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 investor in the European Economic Area (**EEA**). Consequently no key information document required by Regulation (EU) No 1286/2014, as amended (the **PRIPs 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 PRIPs 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 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 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 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 Bonds or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Bonds or otherwise making them available to any retail investor in the UK 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

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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 21,000,000
Estimated Net Proceeds from the Issue:	EUR 20,860,000
Aggregate Amount of the Offer:	EUR 21,000,000
Issue Price in %:	99.431%
Information about the Accrued Interest:	–
Issue Date:	11 October 2022
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:	4.939% p. a.
Interest Payment Frequency:	annually
Interest Payment Date(s):	11 October in each year
First Interest Payment Date:	11 October 2023
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:	4 October 2022
Offer Termination Date:	4 October 2022
Description of the Application Procedure:	Applications should be made through the Treasury department of the Issuer.
Settlement Date:	11 October 2022
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.
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, bonds of the same class as the Notes to be offered or admitted to trading are already admitted to trading:	–

**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:	–

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Credit Rating Assigned to the Notes:	The Notes are not rated.
Information on other advisors:	–

In Bratislava on 4 October 2022.

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Róbert Herbec  
Authorised Person  
Slovenská sporiteľňa, a.s.

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Katarína Podolská  
Authorised Person  
Slovenská sporiteľňa, a.s.