

## FINAL TERMS

**EU MiFID II product governance / Professional investors and ECPs 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, "**EU 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 manufacturers' target market assessment; however, a distributor subject to EU MiFID II 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.

**UK MiFIR product governance / Professional investors and ECPs only target market** – Solely for the purposes of the 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 manufacturer's 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 manufacturer's target market assessment) and determining appropriate distribution channels.

**Singapore Securities and Futures Act Product Classification** – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act 2001 (the "**SFA**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018).

Final Terms dated 8 March 2023

### MUNICIPALITY FINANCE PLC (Kuntarahoitus Oyj)

Issue of EUR 100,000,000 Callable Fixed Rate Notes due 10 March 2043

Guaranteed by

### THE MUNICIPAL GUARANTEE BOARD (Kuntien takauskeskus)

**under the €45,000,000,000**

### Programme for the Issuance of Debt Instruments

#### PART A – CONTRACTUAL TERMS

This document constitutes the final terms relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Offering Circular dated 4 May 2022 and the supplemental Offering Circular dated 7 September 2022 (together, the "**Offering Circular**"). These Final Terms contain the final terms of the Notes and must be read in conjunction with such Offering Circular.

- |    |      |                 |  |
|----|------|-----------------|--|
| 1. | (i)  | Issuer:         | Municipality Finance Plc (Kuntarahoitus Oyj)         |
|    | (ii) | Guarantor:      | The Municipal Guarantee Board (Kuntien takauskeskus) |
| 2. | (i)  | Series Number:  | EMTN 018/2023  |
|    | (ii) | Tranche Number: | 1  |

3.	Specified Currency or Currencies:	Euro (" <b>EUR</b> ")
4.	Aggregate Nominal Amount:	EUR 100,000,000
5.	(i) Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	EUR 100,000
	(ii) Calculation Amount:	EUR 100,000
7.	(i) Issue Date:	10 March 2023
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	10 March 2043
9.	Interest Basis:	4.47 per cent. Fixed Rate (further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Issuer Call  <i>(further particulars specified below)</i>
13.	(i) Status of the Notes:	Senior
	(ii) Status of the Guarantee:	Senior
	(iii) Date Board approval for issuance of Notes and Guarantee obtained:	Not Applicable
14.	Method of distribution:	Non-syndicated

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

15.	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	4.47 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	10 March in each year commencing 10 March 2024 up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	EUR 4,470 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	<b>Floating Rate Note Provisions</b>	Not Applicable

- |     |  |                |
|-----|--|----------------|
| 17. | <b>Zero Coupon Note Provisions</b>           | Not Applicable |
| 18. | <b>Index-Linked Interest Note Provisions</b> | Not Applicable |
| 19. | <b>Dual Currency Note Provisions</b>         | Not Applicable |

**PROVISIONS RELATING TO REDEMPTION**

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|-----|--|--|
| 20. | <b>Call Option</b>   | Applicable   |
|     | (i) Optional Redemption Date(s):   | The Issuer may redeem all (but not part) of the Notes on 10 March 2025 |
|     | (ii) Optional Redemption Amount(s) and method, if any, of calculation of such amount(s):   | EUR 100,000 per Calculation Amount                                     |
|     | (iii) If redeemable in part:   |  |
|     | (a) Minimum Redemption Amount:   | Not Applicable   |
|     | (b) Maximum Redemption Amount:   | Not Applicable   |
|     | (iv) Notice period (if other than as set out in the Conditions):   | Five TARGET Business Days  |
| 21. | <b>Put Option</b>  | Not Applicable   |
| 22. | <b>Final Redemption Amount of each Note</b>  | EUR 100,000 per Calculation Amount                                     |
| 23. | <b>Early Redemption Amount</b>   |  |
|     | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions): | As set out in the Conditions   |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- |     |                            |   |
|-----|----------------------------|---|
| 24. | <b>Form of Notes:</b>      | <b>Bearer Notes:</b>  |
|     |                            | Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note |
| 25. | New Global Note:           | Yes   |
| 26. | New Safekeeping Structure: | No  |

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|-----|---|---------------------|
| 27. | Business Centre(s) or other special provisions relating to Payment Dates:   | TARGET Business Day |
| 28. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No                  |
| 29. | Details relating to Partly Paid Notes:  | Not Applicable      |
| 30. | Details relating to Instalment Notes:   | Not Applicable      |
| 31. | Other terms or special conditions:  | Not Applicable      |

#### **DISTRIBUTION**

- |     |  |  |
|-----|--|--|
| 32. | (i) If syndicated, names and address of Managers and underwriting commitments: | Not Applicable   |
|     | (ii) Date of Subscription Agreement:   | Not Applicable   |
|     | (iii) Stabilising Manager(s) (if any):   | Not Applicable   |
| 33. | If non-syndicated, name and address of Dealer:                                 | <b>Goldman Sachs Bank Europe SE</b><br>Marienturm<br>Taunusanlage 9-10<br>60329 Frankfurt am Main<br>Germany |
| 34. | TEFRA:   | The D Rules are applicable   |
| 35. | Additional selling restrictions:   | Not Applicable   |

#### **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for the issue and admission to trading on the Helsinki Stock Exchange maintained by Nasdaq Helsinki of the Notes described herein pursuant to the €45,000,000,000 Programme for the Issuance of Debt Instruments of Municipality Finance Plc (Kuntarahoitus Oyj) guaranteed by The Municipal Guarantee Board (Kuntien takauskeskus).

**RESPONSIBILITY**

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

**SIGNED** on behalf of the Issuer:

By: ..... By:.....

**SIGNED** on behalf of the Guarantor:

By: .....

## **PART B – OTHER INFORMATION**

### **1. LISTING**

- (i) Listing: Nasdaq Helsinki
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the Helsinki Stock Exchange maintained by Nasdaq Helsinki with effect from the Issue Date.

### **2. RATINGS**

Ratings: Not Applicable

### **3. OPERATIONAL INFORMATION**

Trade Date: 28 February 2023

Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

ISIN Code: XS2595681375

Common Code: 259568137

FISN: As set out on the website of the Association of National Number Agencies (ANNA)

CFI code: As set out on the website of the Association of National Number Agencies (ANNA)

CUSIP No: Not Applicable

Any clearing system(s) other than Euroclear, Clearstream, Luxembourg and DTC and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable