

The Notes are offered to the public (including, without limitation, to investors classifying as private clients (*Privatkundinnen und -kunden*) within the meaning of the Swiss Financial Services Act (the "**FinSA**")) in Switzerland only.

EU MIFID II 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 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 manufacturer's 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 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 13 June 2023

MUNICIPALITY FINANCE PLC (*Kuntarahoitus Oyj*)

Issue of CHF 150,000,000 1.625 per cent. Notes due 16 June 2028

Guaranteed by

THE MUNICIPAL GUARANTEE BOARD (*Kuntien takauskeskus*)

under the €45,000,000,000

Programme for the Issuance of Debt Instruments

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 9 May 2023 (the "**Offering Circular**"). This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Offering Circular and the Swiss prospectus dated 13 June 2023 (including all documents set out or incorporated by reference therein) prepared for the admission to trading and listing of the Notes on SIX Swiss Exchange (the "**Swiss Prospectus**") in order to obtain all the relevant information.

The Offering Circular has been published on the Issuer's website (www.munifin.fi). Copies of the Swiss Prospectus (including all documents incorporated by reference therein) are available for viewing at, and copies may be obtained from, the offices of BNP Paribas (Suisse) SA and 2, place de Hollande, 1204 Geneva, Switzerland.

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| 1. | (i) | Issuer: | Municipality Finance Plc (<i>Kuntarahoitus Oyj</i>) |
| | (ii) | Guarantor: | The Municipal Guarantee Board (<i>Kuntien takauskeskus</i>) |

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| 2. | (i) Series Number: | EMTN 028/2023 |
| | (ii) Tranche Number: | 1 |
| 3. | Specified Currency or Currencies: | Swiss Francs ("CHF") |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | CHF 150,000,000 |
| | (ii) Tranche: | CHF 150,000,000 |
| 5. | (i) Issue Price: | 100.322 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denominations: | CHF 5,000 and integral multiples thereof |
| | (ii) Calculation Amount: | CHF 5,000 |
| 7. | (i) Issue Date: | 16 June 2023 |
| | (ii) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 16 June 2028 |
| 9. | Interest Basis: | 1.625 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: | Not Applicable |
| 13. | (i) Status of the Notes: | Senior Notes |
| | (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

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| 15. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate of Interest: | 1.625 per cent. per annum payable annually in arrear |

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| (ii) | Interest Payment Date(s): | 16 June in each year commencing 16 June 2024, adjusted for payment purposes only in accordance with the Following Business Day Convention. |
| (iii) | Fixed Coupon Amount: | CHF 81.25 per Calculation Amount |
| (iv) | Broken Amount(s): | Not Applicable |
| (v) | Day Count Fraction: | 30/360 |
| (vi) | Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable |
| 16. | Floating Rate Note Provisions | Not Applicable |
| 17. | Zero Coupon Note Provisions | Not Applicable |
| 18. | Index-Linked Interest Note Provisions | Not Applicable |
| 19. | Dual Currency Note Provisions | Not Applicable |
| PROVISIONS RELATING TO REDEMPTION | | |
| 20. | Call Option | Not Applicable |
| 21. | Put Option | Not Applicable |
| 22. | Final Redemption Amount of each Note | CHF 5,000 per Calculation Amount |
| 23. | Early Redemption Amount | |
| | 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 |
| 24. | Early Redemption Options | |
| (i) | Notice period on redemption for tax reasons (if different from Condition 7.02 (<i>Early Redemption or</i> | As set out in the Conditions |

Substitution for Taxation Reasons)):

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| (ii) | Early redemption following an MREL Disqualification Event: | Not Applicable |
| (iii) | Notice period on MREL Disqualification Event redemption (if different from Condition 7.07): | Not Applicable - in line with conditions |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. Form of Notes:

Bearer Notes:

The Notes will be in bearer form and will be represented by a permanent global note (the "**Permanent Global Note**") in substantially the form appended to the supplemental paying agency agreement in respect of the Notes dated 13 June 2023 (the "**Supplemental Agency Agreement**") between, amongst others, the Issuer, the Guarantor and BNP Paribas (Suisse) SA as the principal paying agent in Switzerland in respect of this Series of Notes (the "**Swiss Principal Paying Agent**").

The Notes and all rights in connection therewith are documented in the Permanent Global Note which will be deposited by the Swiss Principal Paying Agent with SIX SIS Ltd or any other intermediary in Switzerland recognised for such purposes by SIX Swiss Exchange (SIX SIS Ltd or any such other intermediary, the "**Intermediary**").

Once the Permanent Global Note is deposited with the Intermediary and entered into the accounts of one or more participants of the Intermediary, the Notes will constitute intermediated securities (*Bucheffekten*) ("**Intermediated Securities**") in accordance with the provisions of the Swiss Federal Intermediated Securities Act (*Bucheffektengesetz*).

Each Holder (as defined below) shall have a quotal (pro rata) co-ownership interest (*Miteigentumsanteil*) in the Permanent Global Note to the extent of his claim against the

Issuer, provided that for so long as the Permanent Global Note remains deposited with the Intermediary, the co-ownership interest shall be suspended and the Notes may only be transferred or otherwise disposed of in accordance with the provisions of the Swiss Federal Intermediated Securities Act (*Bucheffektengesetz*) by the entry of the transferred Notes in a securities account of the transferee.

The records of the Intermediary will determine the number of Notes held through each participant in that Intermediary. In respect of the Notes held in the form of Intermediated Securities, the holders of the Notes (the "**Holders**") will be the persons holding the Notes in a securities account.

Neither the Issuer, nor the Holders shall at any time have the right to effect or demand the conversion of the Permanent Global Note (*Globalurkunde*) into, or the delivery of, uncertificated securities (*Wertrechte*) or Definitive Notes (*Wertpapiere*).

No physical delivery of the Notes shall be made unless and until Definitive Notes (*Wertpapiere*) shall have been printed. Notes may only be printed, in whole, but not in part, if the Swiss Principal Paying Agent determines, in its sole discretion, that the printing of Definitive Notes (*Wertpapiere*) is necessary or useful. Should the Swiss Principal Paying Agent so determine, it shall provide for the printing of Definitive Notes (*Wertpapiere*), with Coupons attached, in accordance with the rules and regulations of the Intermediary and without cost to the Holders. If printed, the Definitive Notes (*Wertpapiere*) shall be executed by affixing thereon the facsimile signature of one authorised officer of the Issuer.

Upon delivery of the Definitive Notes (*Wertpapiere*), the Permanent Global Note will immediately be cancelled by the Swiss Principal Paying Agent and the Definitive Notes (*Wertpapiere*) shall be delivered to the

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| | | <p> Holders against cancellation of the Notes and Coupons in the Holders' securities accounts.</p> |
| 26. | New Global Note: | No |
| 27. | New Safekeeping Structure: | Not Applicable |
| 28. | Business Centre(s) or other special provisions relating to Payment Dates: | TARGET Business Day and Zurich |
| 29. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 30. | Details relating to Partly Paid Notes: | Not Applicable |
| 31. | Details relating to Instalment Notes: | Not Applicable |
| 32. | Substitution or variation following an MREL Disqualification Event: | Not Applicable |
| 33. | Other terms or special conditions: | <p>Payments</p> |

The receipt by the Swiss Principal Paying Agent of the due and punctual payment of the funds in Swiss Francs in Geneva, in the manner provided in the Conditions and these Final Terms, shall release the Issuer from its obligations under the Notes for the payment of interest and principal due on the respective Interest Payment Dates and on the Maturity Date to the extent of such payment.

For the purposes of this Series of Notes only, Condition 11 (*Payments*) shall be amended and supplemented accordingly.

Paying Agent in Switzerland

In respect of this Series of Notes, the Issuer will at all times maintain a Paying Agent having a specified office in Switzerland and will at no time maintain a Paying Agent having a specified office outside Switzerland.

For the purposes of this Series of Notes only, Condition 13 (*The Paying Agents and the*

Registrars) shall be amended and supplemented accordingly.

Notices

So long as the Notes are listed on the SIX Swiss Exchange and so long as the rules of the SIX Swiss Exchange so require, all notices in connection with the Notes, the Issuer (with respect to the Notes) and/or the guarantor (with respect to the Notes) will be published, and need only to be published, without cost to the Holders, in electronic form by delivery by the Swiss Principal Paying Agent to the online information system of SIX Swiss Exchange for publication via the website designated by SIX Swiss Exchange for these purposes (<https://www.six-group.com/en/products-services/the-swiss-stock-exchange.html>, where notices are currently published under <https://www.six-group.com/en/products-services/the-swiss-stock-exchange/market-data/news-tools/official-notices.html#/>), rather than by publication as required by the Conditions and, in any case, such notices shall be deemed to have been given to the Holders in accordance with the Conditions on the date of delivery to the SIX Swiss Exchange.

For the purpose of this Series of Notes only, Condition 16 (*Notices*) shall be amended and supplemented accordingly.

DISTRIBUTION

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| 34. | (i) | If syndicated, names of Managers and underwriting commitments: | Not Applicable |
| | (ii) | Date of Subscription Agreement: | 13 June 2023 |
| | (iii) | Stabilisation Manager(s) (if any): | Not Applicable |
| 35. | | If non-syndicated, name of Dealer: | BNP Paribas (Suisse) SA 2, place de Hollande 1204 Geneva Switzerland |

36. U.S. Selling Restrictions: Reg S Compliance Category 2; TEFRA D in accordance with usual Swiss practice
37. Additional selling restrictions: Not Applicable

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

The Notes have been provisionally admitted to trading on SIX Swiss Exchange with effect from 14 June 2023. Application for definitive listing on SIX Swiss Exchange Ltd will be made as soon as is reasonably practicable thereafter. The last trading day is expected to be the second business day prior to the Maturity Date.

2. RATINGS

The Notes to be issued are expected to be rated:

Moody's Investors Service (Nordics) AB ("**Moody's**"): Aa1

S&P Global Ratings Europe Limited ("**S&P**"): AA+

Moody's and S&P are established in the EEA and registered under Regulation (EC) No 1060/2009, as amended. Ratings they issue are endorsed by Moody's Investors Service Ltd and S&P Global Ratings UK Limited respectively, which are both established in the United Kingdom and registered under Regulation (EC) No 1060/2009 on credit rating agencies as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018

3. OPERATIONAL INFORMATION

Trade Date 17 May 2023

Intended to be held in a manner which would allow Eurosystem eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them, the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met

ISIN Code: CH1244321779

Common Code: 262921107

FISN: Muni Fin/1.625 EMTN 20280616 Sr Gtd, as updated, as set out on the website of the Association of National Number Agencies (ANNA)

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| CFI code: | DTFTFB, as updated, as set out on the website of the Association of National Number Agencies (ANNA) |
| Any clearing system(s) other than Euroclear, Clearstream, Luxembourg and DTC and the relevant identification number(s): | SIX SIS Ltd, Olten, Switzerland Swiss Security Number (<i>Valorenummer</i>): 124.432.177 |
| Delivery: | Delivery against payment |
| Names and addresses of additional Paying Agent(s) (if any): | <i>Swiss Principal Paying Agent:</i> BNP Paribas (Suisse) SA 2, place de Hollande 1204 Geneva Switzerland |