

## 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.

Final Terms dated 31 October 2023

### **MUNICIPALITY FINANCE PLC (Kuntarahoitus Oyj)**

Issue of EUR 50,000,000 4.287 per cent. Callable Notes due 2 November 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**

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 and the supplement to the Offering Circular dated 7 September 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 as so supplemented in order to obtain all the relevant information.

The Offering Circular and the supplement thereto have been published on the Issuer's website ([www.munifin.fi](http://www.munifin.fi)).

In accordance with Regulation (EU) 2017/1129, no prospectus is required in connection with the issuance of the Notes described herein.

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|----|------|----------------|--|
| 1. | (i)  | Issuer:        | Municipality Finance Plc (Kuntarahoitus Oyj)         |
|    | (ii) | Guarantor:     | The Municipal Guarantee Board (Kuntien takauskeskus) |
| 2. | (i)  | Series Number: | EMTN052/2023   |

	(ii) Tranche Number:	1
3.	Specified Currency or Currencies:	Euro (“EUR”)
4.	Aggregate Nominal Amount:	
	(i) Series:	EUR 50,000,000
	(ii) Tranche:	EUR 50,000,000
5.	(i) Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denominations:	EUR 100,000
	(ii) Calculation Amount:	EUR 100,000
7.	(i) Issue Date:	2 November 2023
	(ii) Interest Commencement Date:	2 November 2023
8.	Maturity Date:	2 November 2043
9.	Interest Basis:	4.287 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 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**

15.	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	4.287 per cent. per annum payable annually in arrear

(ii)	Interest Payment Date(s):	2 November in each year commencing on 2 November 2024 up to and including the Maturity Date, subject to adjustment, for payment purposes only, in accordance with the Following Business Day Convention
(iii)	Fixed Coupon Amount:	EUR 4,287 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**

20.	<b>Call Option</b>	Applicable
(i)	Optional Redemption Date(s):	2 November 2029
(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)	Due date for redemption (if less than Condition 7.04(iv) ( <i>Optional Early Redemption (Call)</i> )):	5 Business Days prior to the Optional Redemption Date
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>	
	(i) 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):	Not Applicable
24.	<b>Early Redemption Options</b>	
	(i) Notice period on redemption for tax reasons (if different from Condition 7.02 ( <i>Early Redemption or Substitution for Taxation Reasons</i> )):	Not Applicable – in line with Conditions
	(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.	<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.
26.	New Global Note:	Yes
27.	New Safekeeping Structure:	Not Applicable

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|-----|---|--|
| 28. | Business Centre(s) or other special provisions relating to Payment Dates:   | TARGET2                                    |
| 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: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: | Not Applicable                             |
| 31. | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:  | Not Applicable                             |
| 32. | Substitution or variation following an MREL Disqualification Event:   | Not Applicable                             |
|     | (i) Notice period on substitution or variation following an MREL Disqualification Event redemption (if different from Condition 10 ( <i>Substitution or Variation</i> )):   | Not Applicable – in line with Condition 10 |
| 33. | Other terms or special conditions:  | Not Applicable                             |

**DISTRIBUTION**

- |     |  |  |
|-----|--|--|
| 34. | (i) If syndicated, names of Managers and underwriting commitments: | Not Applicable   |
|     | (ii) Date of Subscription Agreement:                               | Not Applicable   |
|     | (iii) Stabilisation Manager(s) (if any):                           | Not Applicable   |
| 35. | If non-syndicated, name of Dealer:                                 | DekaBank Deutsche Girozentrale, Mainzer Landstrasse 16, 60325 Frankfurt am Main, Germany |

36. U.S. Selling Restrictions: Reg S Compliance Category 2, TEFRA D
37. 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 Helsinki Stock Exchange maintained by Nasdaq Helsinki with effect from 2 November 2023

### 2. RATINGS

The Notes to be issued are expected to be rated:

Moody's Investors Service España , S.A. ("**Moody's**"): Aa1

S&P Global Ratings Europe Limited, Stockholm Branch ("**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 issues 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 26 October 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 recognized 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: XS2712590186

Common Code: 271259018

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

CFI code:	As updated 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