

FINAL TERMS

IMPORTANT – PROHIBITION OF SALES TO EEA RETAIL INVESTORS - 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"). 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 Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), 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 Regulation (EU) 2017/1129 (the "**EU Prospectus Regulation**"). 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.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – 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 (the "**UK**"). 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 (the "**EUWA**"); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (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 Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No. 1286/2014 as it forms part of 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 UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

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 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 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 of Singapore as amended from time to time (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) and "Excluded Investment Products" (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAAN16: Notice on Recommendations on Investment Products).

Final Terms dated 30 April 2024

HEMSÖ FASTIGHETS AB

Legal entity identifier (LEI): 549300VOTS5OZ82UTG69

Issue of NOK 450,000,000 Fixed Rate Notes due 3 March 2033 (to be consolidated and form a single Series with the existing NOK 250,000,00 Fixed Rate Note due 3 March 2033 issued on 3 March 2021)

under the EUR 6,000,000,000 Euro Medium Term Note Programme

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 base prospectus dated 27 November 2020 which are incorporated by reference in the base prospectus dated 8 November 2023. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the EU Prospectus Regulation and must be read in conjunction with the base prospectus dated 8 November 2023 which constitutes a base prospectus for the purposes of the EU Prospectus Regulation (the "**Base Prospectus**"), including the Conditions incorporated by reference in the Base Prospectus in order to obtain all the relevant information. The Base Prospectus has been published on the websites of Euronext Dublin (<https://live.euronext.com/en/markets/dublin>) and the Issuer (<https://www.hemsoe.com/>).

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|----|-------|--|---|
| 1. | (i) | Issuer: | Hemsö Fastighets AB |
| 2. | (i) | Series Number: | 59 |
| | (ii) | Tranche Number: | 2 |
| | (iii) | Date on which the Notes become fungible: | The Notes shall be consolidated, form a single series and be interchangeable for trading purposes with the existing NOK 250,000,000 issued on 3 March 2021 on the exchange of the Temporary Global Note for interests in the Permanent Global Note, as referred to in paragraph 25 below which is expected to occur on or about 14 June 2024. |
| 3. | | Specified Currency or Currencies: | Norwegian Kroner ("NOK") |
| 4. | | Aggregate Nominal Amount: | |
| | (i) | Series: | NOK 700,000,000 |
| | (ii) | Tranche: | NOK 450,000,000 |

5. Issue Price: 79,509 per cent. of the Aggregate Nominal Amount plus accrued interest from and including 3rd March 2024 to, but excluding, 3rd May 2024.
6. (i) Specified Denominations: NOK 2,000,000 and integral multiples of NOK 2,000,000 in excess thereof
- (ii) Calculation Amount: NOK 2,000,000
7. (i) Issue Date: 3 May 2024
- (ii) Interest Commencement Date: 3 March 2024
8. Maturity Date: 3 March 2033
9. Interest Basis: 2.380 per cent. Fixed Rate
(see paragraph 14 below)
10. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11. Change of Interest or Redemption/Payment Basis: Not Applicable
12. Put/Call Options: Change of Control Put Option
(further particulars specified in paragraphs 19 below)
13. (i) Status of the Notes: Senior
- (ii) Date Board approval for issuance of Notes obtained: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Note Provisions** Applicable
- (i) Rate of Interest: 2.380 per cent. per annum payable in arrear on each Interest Payment Date
- (ii) Interest Payment Date(s): 3 March in each year, commencing on 3 March 2024, up to and including the Maturity Date
- (iii) Fixed Coupon Amount: NOK 47,600 per Calculation Amount

- (iv) Broken Amount(s): Not Applicable
- (v) Day Count Fraction: 30/360
- (vi) Unmatured Coupons void: Not Applicable
- 15. **Floating Rate Note Provisions** Not Applicable
- 16. **Zero Coupon Note Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

- 17. **Call Option** Not Applicable
- 18. **Put Option** Not Applicable
- 19. **Change of Control Put Option** Applicable
- 20. **Clean-up Call Option:** Not Applicable
- 21. **Early Termination Amount** NOK 2,000,000 per Calculation Amount

Early Termination Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:

- 22. **Final Redemption Amount of each Note** NOK 2,000,000 per Calculation Amount
- 23. **Early Redemption Amount** NOK 2,000,000 per Calculation Amount

Early Redemption Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:

- 24. **Early Redemption Amount (Tax)**
 - (i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons: NOK 2,000,000 per Calculation Amount
 - (ii) Notice period: In line with Conditions

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 25. **Form of Notes:** Bearer Notes:

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/New Safekeeping Structure: Yes
27. Additional Financial Centre(s): Oslo and Stockholm
28. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No
29. Relevant Benchmarks: Not Applicable

Signed on behalf of Hemsö Fastighets AB:

By: *Nils Styf*
Duly authorised
Nils Styf



Rutger Källén

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Admission to Trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Dublin with effect from the Issue Date
- (ii) Estimate of total expenses related to admission to trading: EUR 1,000

2. RATINGS

The Notes to be issued will be unrated

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for the fees payable to the Dealers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer See "Use of Proceeds" wording in Base Prospectus
- (ii) Estimated net proceeds: NOK 359,575,500.00

5. YIELD

Indication of yield: 5.350 per cent.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. OPERATIONAL INFORMATION

ISIN: Temporary ISIN XS2813214041 to be consolidated and form a single series with the existing XS2307872395 on the exchange of the Temporary Global Note for interests in the Permanent Global Note, see Part A paragraph 2 above.

Common Code:	Temporary Common Code 281321404 to be consolidated and form a single series with the existing Common Code 230787239 on the exchange of the Temporary Global Note for interests in the Permanent Global Note, see Part A paragraph 2 above.
FISN:	See HEMSO FASTIGHET/2.38EMTN 20330303, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
CFI Code:	See DTFNFB, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
Any clearing system(s) other than Euroclear or Clearstream, Luxembourg	Not Applicable
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
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.

7. DISTRIBUTION

- (i) Method of Distribution: Non-syndicated







- (ii) If syndicated:
 - Names of Dealers Not Applicable
 - Stabilisation Not Applicable
 - Manager(s), if any:
- (iii) If non-syndicated, name of Dealer: Skandinaviska Enskilda Banken AB (publ)
- (iv) U.S. Selling Restrictions: Reg S Compliance Category 2; TEFRA D
- (v) Prohibition of Sales to EEA Retail Investors Applicable
- (vi) Prohibition of Sales to UK Retail Investors: Applicable

8. PROVISIONS RELATING TO GREEN/SUSTAINABILITY/SOCIAL BONDS

- (i) Green/Sustainability/Social Bonds: No
- (ii) Reviewer(s): Not Applicable
- (iii) Date of third-party opinion(s): Not Applicable

Titel	Signering Final Terms NOK 450 TAP
Filnamn	Hemsö_NOK_450m_TAP_execution_version.pdf
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Granskningsloggens datumformat	YYYY / MM / DD
Status	● Underskriven

Dokumenthistorik

 SKICKAT	2024 / 04 / 29 14:52:02 UTC+2	Skickat för underskrift till Nils Styf (nils.styf@hemso.se) and Rutger Källén (rutger.kallen@hemso.se) från marcus.gyllenhammar@hemso.se IP: 185.29.113.102
 VISAT	2024 / 04 / 29 14:52:53 UTC+2	Visats av Nils Styf (nils.styf@hemso.se) IP: 90.129.202.94
 UNDERTECKNAT	2024 / 04 / 29 15:01:56 UTC+2	Underskrivet av Nils Styf (nils.styf@hemso.se) IP: 90.129.202.94
 VISAT	2024 / 04 / 29 16:38:45 UTC+2	Visats av Rutger Källén (rutger.kallen@hemso.se) IP: 185.29.113.102
 UNDERTECKNAT	2024 / 04 / 29 16:38:56 UTC+2	Underskrivet av Rutger Källén (rutger.kallen@hemso.se) IP: 185.29.113.102
 SLUTFÖRT	2024 / 04 / 29 16:38:56 UTC+2	Dokumentet är klart.