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 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 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.

19 March 2018

#### ARION BANK HF

# Issue of EUR300,000,000 1.000 per cent. Notes due 2023 under the EUR2,000,000,000 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 set forth in the Base Prospectus dated 19 June 2017 and the supplement to it dated 6 March 2018 which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Bank and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on the Luxembourg Stock Exchange's website (www.bourse.lu).

1. (a) Series Number 17

(b) Tranche Number: 1

(c) Date on which the Notes will be consolidated and form a single Not Applicable Series:

2. Specified Currency or Currencies: EUR

3. Aggregate Nominal Amount:

(a) Series: EUR300,000,000
(b) Tranche: EUR300,000,000

4. Issue Price: 99.560 per cent. of the Aggregate

Nominal Amount

5. **Specified Denominations:** EUR100,000 and integral multiples of (a)

> EUR1,000 in excess thereof up to and including EUR199,000. No Notes in definitive form will be issued with a

denomination above EUR199,000.

(b) Calculation Amount (in relation to

calculation of interest in global form see Conditions).

EUR1,000

6. Issue Date: 20 March 2018 (a)

> (b) **Interest Commencement Date:** Issue Date

7. Maturity Date: 20 March 2023

8 **Interest Basis:** 1.000 per cent. Fixed Rate

9. 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

10. Not Applicable Change of Interest Basis:

11. Not Applicable Call Options:

12. Status of Notes: Unsubordinated

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

13. Fixed Rate Note Provisions **Applicable** 

> Rate(s) of Interest: 1.000 per cent. per annum payable in (a)

> > arrear on each Interest Payment Date

(b) Interest Payment Date(s): 20 March in each year up to and including

the Maturity Date

EUR 10.00 per Calculation Amount (c) Fixed Coupon Amount(s) for

Notes in definitive form (and in relation to Notes in global form

see Conditions)

Broken Amount(s) for Notes in Not Applicable (d)

> definitive form (and in relation to Notes global in form

Conditions)

Day Count Fraction: (e) Actual/Actual (ICMA)

(f) Determination Date(s): 20 March in each year 14. Fixed Reset Provisions: Not Applicable

15. Floating Rate Note Provisions: Not Applicable

16. Zero Coupon Note Provisions: Not Applicable

## PROVISIONS RELATING TO REDEMPTION

17. Issuer Call: Not Applicable

18. Final Redemption Amount: EUR1,000 per Calculation Amount

19. Early Redemption Amount: EUR1,000 per Calculation Amount

# GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. Form of Notes

(a) Form: Temporary Global Note exchangeable for

a Permanent Global Note which is exchangeable for Definitive Notes upon

an Exchange Event

(b) New Global Note: Yes

21. Additional Financial Centre(s): Not Applicable

22. Talons for future Coupons to be attached No to Definitive Notes:

Signed on behalf of ARION BANK HF.:

By: Eirîkur M. Jessya By:

Duly authorised

Duly authorised

Eiríkur Magnús Jenss; Head of Funding
Arion Bank

Stefán Pétursson CFO

#### PART B – OTHER INFORMATION

#### 1. LISTING AND ADMISSION TO TRADING

(i) Listing and Admission to trading

Application has been made by the Bank (or on its behalf) for the Notes to be admitted to trading on the Luxembourg Stock Exchange and listed on the Official List of the Luxembourg Stock Exchange with effect from 20 March 2018.

(ii) Estimate of total expenses related to admission to trading:

EUR3,400

## 2. RATINGS

Ratings: The Notes to be issued are expected to

be rated:

BBB+ by Standard & Poor's Credit Market Services Europe Limited

(S&P).

S&P is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as

amended).

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

Save for any fees payable to the Managers, so far as the Bank is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers 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 Bank and its affiliates in the ordinary course of business.

### 4. REASONS FOR THE OFFER

The net proceeds from the issue of the Notes will be applied by the Bank for its general corporate purposes, which include making a profit.

#### 5. YIELD

Indication of yield: 1.091 per cent. per annum

#### 6. OPERATIONAL INFORMATION

(i) ISIN: XS1794196615

(ii) Common Code: 179419661

(iii) Any clearing system(s) other Not Applicable

than Euroclear and Clearstream, Luxembourg and the relevant identification number(s):

(iv) Delivery: Delivery against payment

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

(vi) 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.

# 7. DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated, names of Managers:

Barclays Bank PLC

Citigroup Global Markets Limited

Deutsche Bank AG, London Branch

(iii) Date of Subscription Agreement:

19 March 2018

(iv) Stabilisation Manager(s) (if any):

Deutsche Bank AG, London Branch

(v) If non-syndicated, name of relevant Dealer:

Not Applicable

(vi) U.S. Selling Restrictions:

Reg. S Compliance Category 2; TEFRA D

(vii) Prohibition of Sales to EEA Retail Investors: Not Applicable