

FINAL TERMS

MiFID II product governance/Professional investors and eligible counterparties 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, **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.

4 November 2024

HOIST FINANCE AB (publ)

Legal entity identifier (LEI): 549300NPK3FB2BEL4D08

**Issue of SEK 250,000,000 Senior Preferred Floating Rate Notes due September 2029 (to be consolidated and form a single Series with the existing SEK 500,000,000 Senior Preferred Floating Rate Notes due September 2029 issued 24 September 2024 (the “Existing Notes”))
under the €1,000,000,000
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 Offering Circular dated 19 June 2024 which as supplemented by the supplement to it dated 11 September and 25 October 2024, constitutes a base prospectus for the purposes of the Regulation (EU) 2017/1129 (the **Prospectus Regulation**) (the **Offering Circular**). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Offering Circular in order to obtain all the relevant information. The Offering Circular has been published on the website of Euronext Dublin at <https://live.euronext.com/>.

- | | | |
|----|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Issuer: | Hoist Finance AB (publ) |
| 2. | (a) Series Number: | 14 |
| | (b) Tranche Number: | 2 |
| | (c) Date on which the Notes will be consolidated and form a single Series: | The Notes will be consolidated and form a single Series with the Existing Notes on the date that is 40 days after the Issue Date (the “Consolidation Date”) |
| 3. | Specified Currency or Currencies: | Swedish Krona (“ SEK ”) |

- | | | |
|-----|---------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4. | Aggregate Nominal Amount: | |
| | (a) Series: | SEK 750,000,000 |
| | (b) Tranche: | SEK 250,000,000 |
| 5. | Issue Price: | 102.001 per cent. of the Aggregate Nominal Amount plus accrued interest from 24 September 2024 |
| 6. | (a) Specified Denominations: | SEK 1,250,000 |
| | (b) Calculation Amount (in relation to calculation of interest on Notes in global form or Registered definitive form see Conditions): | SEK 1,250,000 |
| 7. | (a) Issue Date: | 6 November 2024 |
| | (b) Interest Commencement Date: | 24 September 2024 |
| 8. | Maturity Date: | Interest Payment Date falling in September 2029 |
| 9. | Interest Basis: | 3 month STIBOR + 2.30 per cent. Floating Rate (see paragraph 16 below) |
| 10. | Redemption 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 Basis: | Not Applicable |
| 12. | Put/Call Options: | Change of Control Put (see paragraph 23 below) |
| 13. | (a) Status of the Notes: | Senior Preferred Notes |
| | (b) Date Board approval for issuance of Notes obtained: | Not Applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- | | | |
|-----|--------------------------------|----------------|
| 14. | Fixed Rate Note Provisions: | Not Applicable |
| 15. | Fixed Reset Note Provisions: | Not Applicable |
| 16. | Floating Rate Note Provisions: | Applicable |

- | | | |
|-----|-----------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (a) | Specified Period(s)/Specified Interest Payment Dates: | Quarterly in arrear on 24 March, 24 June, 24 September and 24 December in each year, commencing on 24 December 2024 up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (b) below |
| (b) | Business Day Convention: | Modified Following Business Day Convention |
| (c) | Additional Business Centre(s): | Not Applicable |
| (d) | Party responsible for calculating the Rate of Interest and Interest Amount: | Principal Paying Agent |
| (e) | Screen Rate Determination: | |
| | • Reference Rate: | 3 month STIBOR |
| | • Interest Determination Date(s): | The second Stockholm business day prior to the start of each Interest Period |
| | • Relevant Screen Page: | Refinitiv's screen "STIBOR=" page |
| (f) | Linear Interpolation: | Not Applicable |
| (g) | Margin(s): | + 2.30 per cent. per annum |
| (h) | Minimum Rate of Interest: | 0.00 per cent. per annum |
| (i) | Maximum Rate of Interest: | Not Applicable |
| (j) | Day Count Fraction: | Actual/360 |
| 17. | Zero Coupon Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

- | | | |
|-----|----------------------------------------------------------------------|----------------------------------------------------|
| 18. | Notice periods for Condition 7.2, Condition 7.12 and Condition 7.13: | Minimum period: 30 days
Maximum period: 60 days |
| 19. | Issuer Call: | Not Applicable |
| 20. | Make-Whole Redemption by the Issuer: | Not Applicable |
| 21. | Issuer Residual Call: | Not Applicable |
| 22. | Investor Put: | Not Applicable |

- | | | |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 23. | Change of Control Put: | Applicable |
| | Change of Control Redemption Amount: | 1,262,500 per Calculation Amount |
| 24. | Redemption upon occurrence of a MREL Disqualification Event: | Not Applicable |
| 25. | Final Redemption Amount: | SEK 1,250,000 per Calculation Amount |
| 26. | Early Redemption Amount payable on redemption for taxation reasons (including due to the occurrence of a Tax Event), a Capital Event, a MREL Disqualification Event or on event of default: | SEK 1,250,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- | | | |
|-----|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 27. | Form of Notes: | |
| | (a) Form: | Bearer Notes:

Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes only upon an Exchange Event |
| | (b) New Global Note: | No |
| 28. | Additional provisions applicable to Senior Preferred Notes: | Not Applicable |
| 29. | Substitution or variation: | Not Applicable |
| 30. | Additional Financial Centre(s): | London |
| 31. | Talons for future Coupons to be attached to Definitive Notes: | No |

THIRD PARTY INFORMATION

The description of the rating in Part B, paragraph 2 of these Final Terms has been extracted from the website of Moody's (as defined below). The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Moody's, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of Hoist Finance AB (publ):

By:

- | | | |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 23. | Change of Control Put: | Applicable |
| | Change of Control Redemption Amount: | 1,262,500 per Calculation Amount |
| 24. | Redemption upon occurrence of a MREL Disqualification Event: | Not Applicable |
| 25. | Final Redemption Amount: | SEK 1,250,000 per Calculation Amount |
| 26. | Early Redemption Amount payable on redemption for taxation reasons (including due to the occurrence of a Tax Event), a Capital Event, a MREL Disqualification Event or on event of default: | SEK 1,250,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- | | | |
|-----|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 27. | Form of Notes: | |
| | (a) Form: | Bearer Notes:

Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes only upon an Exchange Event |
| | (b) New Global Note: | No |
| 28. | Additional provisions applicable to Senior Preferred Notes: | Not Applicable |
| 29. | Substitution or variation: | Not Applicable |
| 30. | Additional Financial Centre(s): | London |
| 31. | Talons for future Coupons to be attached to Definitive Notes: | No |

THIRD PARTY INFORMATION

The description of the rating in Part B, paragraph 2 of these Final Terms has been extracted from the website of Moody's (as defined below). The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by Moody's, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of Hoist Finance AB (publ):

By: 
 Anders Sartz

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission to trading Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of Euronext Dublin and admitted to listing on the official list of Euronext Dublin with effect from on or about the Issue Date.

The Tranche 1 Notes were admitted to trading on the Regulated Market of Euronext Dublin and admitted to listing on the official list of Euronext Dublin on 24 September 2024.

- (ii) Estimate of total expenses related to admission to trading: EUR 1,000

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:

Baa2 by Moody's Investors Services (Nordics) AB ("**Moody's**")

Moody's is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the **CRA Regulation**).

In accordance with Moody's ratings definitions available as at the date of these Final Terms, obligations rated "Baa2" is judged to be of medium-grade and subject to moderate risk and as such may possess certain speculative characteristics.

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

Save for the fees payable to the Managers, so far as the Issuer 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 Issuer and its affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

- (i) Reasons for the offer: See "Use of Proceeds" in the Offering Circular
- (ii) Estimated net proceeds: SEK 255,390,680.56

5. YIELD (*Fixed Rate Notes only*)

Indication of yield: Not Applicable

6. OPERATIONAL INFORMATION

- (i) ISIN: Until the Notes are consolidated and form a single Series with the Existing Notes on the Consolidation Date: XS2933694296
After the Consolidation Date: XS2907155399
- (ii) Common Code: Until the Notes are consolidated and form a single Series with the Existing Notes on the Consolidation Date: 293369429
After the Consolidation Date: 290715539
- (iii) CFI: DTVXFB, 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
- (iv) FISN: HOIST FINANCE A/VAREMTN 20290924, 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
- (v) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (vi) Delivery: Delivery against payment
- (vii) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (viii) 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: Syndicated
- (ii) If syndicated, names of Managers: Nordea Bank Abp
Swedbank AB (publ)
- (iii) Stabilisation Manager(s) (if any): Not Applicable
- (iv) If non-syndicated, name of relevant Dealer: Not Applicable
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
- (vi) Prohibition of Sales to EEA Retail Investors: Not Applicable
- (vii) Prohibition of Sales to UK Retail Investors: Not Applicable
- (viii) Prohibition of Sales to Belgian Consumers: Applicable