NOTICE TO CANADIAN INVESTORS – The Notes have not been and will not be qualified for distribution in Canada by a prospectus and will be subject to resale restrictions in Canada. The Notes are not being offered or sold, directly or indirectly, in Canada or to or for the account of any resident of Canada in contravention of the securities laws of any province or territory thereof. The Notes may not be offered or sold in Canada or to Canadian purchasers except in a transaction exempt from the prospectus requirements of applicable Canadian provincial securities laws and regulations. As a result of these restrictions, investors are advised to consult legal counsel prior to making any purchase, reoffering, resale, pledge or transfer of Notes.

Pricing Supplement No. 2 For Listing Purposes

Pricing Supplement Dated March 13, 2025

OMERS Finance Trust

Legal Entity Identifier (LEI): 529900M039WCPES03P17
U.S.$1,000,000,000 4.375% Senior Notes due 2030
under the C$20,000,000,000
Debt Issuance Program

BMO Capital Markets Corp.
RBC Capital Markets, LLC
Scotia Capital (USA) Inc.
TD Securities (USA) LLC
National Bank of Canada Financial Inc.

This Pricing Supplement supplements the Offering Memorandum, dated March 7, 2025, relating to OMERS Finance Trust's Debt Issuance Program, unconditionally and irrevocably guaranteed by OMERS Administration Corporation (the "Offering Memorandum"), and should be read in conjunction with the Offering Memorandum. Terms used but not defined herein have the same meaning as in the Offering Memorandum.

1.	Series number:	2
2.	(a) Aggregate principal amount:	U.S.$1,000,000,000
	(b) Stated maturity:	March 20, 2030, subject to adjustment in accordance with the Business Day Convention specified below
3.	(a) Issue date:	March 20, 2025
	(b) Issue price:	99.738% of the aggregate principal amount
	(c) Price to Agent(s):	99.613% of the aggregate principal amount
	(d) Trade date:	March 13, 2025
	(e) Settlement date:	March 20, 2025
4.	Authorized denomination(s):	U.S.$250,000 and integral multiples of U.S.$1,000 in excess thereof
5.	Specified Currency:	United States Dollar ("U.S.$"), being the lawful currency of the United States of America
6.	Interest/payment basis:	Fixed Rate Notes (further particulars specified below)
7.	Fixed Rate Notes:	Applicable
	(a) Fixed rate of interest:	4.375% per annum
	(b) Interest payment date(s):	Each March 20 and September 20, commencing on September 20, 2025, up to and including the Maturity Date, subject to adjustment in accordance with the Business Day Convention for payment purposes only with no adjustment of interest accrual periods.

		The Business Day Convention is the Following Business Day Convention.
	(c) Other terms for computing interest:	Not Applicable
	(d) Day count fraction:	30/360
	(e) Determination Date(s):	Not Applicable
	(f) Regular Record Date(s):	The first business day (being for this purpose a day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in New York City) before each interest payment date.
8.	Original Issue Discount Notes:	No
9.	Redemption at OMERS Finance Trust's and/or Noteholders' option:	No, except for the right of the Issuer to redeem the Notes on the occurrence of a tax event at par in the manner specified in the Offering Memorandum.
10.	Additional selling restrictions:	Not Applicable
11.	Other terms or special conditions or modifications:	Not Applicable
12.	Applicable definition of Business Day:	"Business Day" means any day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in New York.
13.	Euroclear and Clearstream, Luxembourg common code:	With respect to the Notes represented by Rule 144A Global Note(s): 303273263 With respect to the Notes represented by Regulation S Global Note(s): 303133887
	CUSIP number:	With respect to the Notes represented by Rule 144A Global Note(s): 68218T AA9 With respect to the Notes represented by Regulation S Global Note(s): 68218U AA6
	ISIN number:	With respect to the Notes represented by Rule 144A Global Note(s): US68218TAA97 With respect to the Notes represented by Regulation S Global Note(s): US68218UAA60
	CFI:	DTFGFR
	FISN:	OMERS FIN TR ME/TRA # TR GTD
14.	Form of Notes:	Registered Notes Represented by: Rule 144A Global Note (in the form of a U.S. Global Security deemed to be a "Rule 144A Global Security" under the Fiscal and Paying Agency Agreement)

		and Regulation S Global Note (in the form of a U.S. Global Security deemed to be a “Regulation S Global Security” under the Fiscal and Paying Agency Agreement)
15.	Notes to be listed and admitted to trading on the Euro MTF Market of the Luxembourg Stock Exchange:	Yes. Application will be made by OMERS Finance Trust (or on its behalf) for the Notes to be listed and admitted to trading on the Euro MTF Market of the Luxembourg Stock Exchange from March 20, 2025.
16.	Depositary:	DTC
17.	Intended to be held in a manner which would allow Eurosystem eligibility:	No. Whilst the designation is specified as “no” at the date of this Pricing Supplement, 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 (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper). Note that this does not necessarily mean that the Notes will then be recognized 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.
18.	Net proceeds:	U.S.$996,130,000
19.	Selling commission or discount:	0.125% of the aggregate principal amount (U.S.$1,250,000)
20.	Registrar, transfer agent, paying agent(s), co-agents and depositaries (if any):	Fiscal agent, paying agent, transfer agent and registrar: The Bank of New York Mellon
21.	Intended use of proceeds of the Notes (if other than general purposes):	Not Applicable
22.	Method of distribution (syndicated/non-syndicated):	Syndicated
23.	Prohibition of sales to EEA Retail Investors:	Not Applicable
24.	Prohibition of sales to UK Retail Investors:	Not Applicable
25.	Name(s) of the Agent(s) or syndicates of dealer(s) that are to offer and sell the Notes to be issued:	BMO Capital Markets Corp. RBC Capital Markets, LLC Scotia Capital (USA) Inc. TD Securities (USA) LLC National Bank of Canada Financial Inc.
26.	Stabilization Manager(s) (if any):	Not Applicable
27.	Ratings covenant of the Issuer:	Yes: Standard & Poor’s Finance Services LLC, Moody’s Investor Service, Inc., Fitch Ratings, Inc., DBRS Limited

Responsibility

Each of OMERS Finance Corporation as Trustee of OMERS Finance Trust and OMERS Administration Corporation accepts responsibility for the information contained in this Pricing Supplement, which, when read together with the Offering Memorandum referred to above, contains all information that is material in the context of the issue of the Notes.

Signed on behalf of OMERS Finance Trust, by its trustee, OMERS Finance Corporation:

Signed by:

By: ______________________________ Duly authorized signatory

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Name: Brandon Weening
Title: Executive Vice President, Corporate Finance

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By: ______________________________ Duly authorized signatory

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Name: Gregory Bohne
Title: Vice President, Corporate Financing

Signed on behalf of OMERS Administration Corporation:

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By: ______________________________ Duly authorized signatory

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Name: Jonathan Simmons
Title: Chief Financial and Strategy Officer

DocuSigned by:

By: ______________________________ Duly authorized signatory

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Name: Brodie Swartz
Title: Senior Vice President, Associate General Counsel & Corporate Secretary

[*Signature Page to Pricing Supplement*]