

MiFID II PRODUCT GOVERNANCE / Professional investors and eligible counterparties only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Instruments has led to the conclusion that: (i) the target market for the Instruments is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU ("**MiFID II**"); and (ii) all channels for distribution of the Instruments to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Instruments (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 Instruments (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Final Terms dated 27 January 2021

KOMMUNALBANKEN AS

Legal Entity Identifier (LEI): I7ETN0QQO2AHZZGHJ389

Issue of
HKD 250,000,000 0.000 per cent. Instruments due 29 January 2022
(the "Instruments")

**UNDER THE
PROGRAMME FOR THE ISSUANCE OF DEBT INSTRUMENTS**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Instruments in any Member State of the European Economic Area or in the United Kingdom will be made pursuant to an exemption under Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") from the requirement to publish a prospectus for offers of the Instruments. Accordingly any person making or intending to make an offer in that Member State or in the United Kingdom of the Instruments may only do so in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer. Neither the Issuer nor any Manager has authorised, nor do they authorise, the making of any offer of Instruments in any other circumstances.

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 20 March 2020 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the "**Base Prospectus**"). This document constitutes the Final Terms of the Instruments described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Instruments is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing at Kommunalbanken AS, Haakon VIIs gate 5b, 0161 Oslo, Norway and Deutsche Bank AG, London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom and the websites of the Luxembourg Stock Exchange (www.bourse.lu) and the Issuer (<http://www.kbn.com/en/about-us/company-information>) and copies may be obtained from Kommunalbanken AS, Haakon VIIs gate 5b, 0161 Oslo, Norway and Deutsche Bank AG,

London Branch, Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom.

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|-----|-------|---|--|
| 1. | (i) | Series Number: | 5518 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Instruments become fungible: | Not Applicable |
| 2. | | Specified Currency: | Hong Kong Dollars (" HKD ") |
| 3. | | Aggregate Principal Amount: | |
| | (i) | Series: | HKD 250,000,000 |
| | (ii) | Tranche: | HKD 250,000,000 |
| 4. | | Issue Price: | 100 per cent. of the Aggregate Principal Amount |
| 5. | (i) | Specified Denominations: | HKD 1,000,000 |
| | (ii) | Calculation Amount: | HKD 1,000,000 |
| 6. | (i) | Issue Date: | 29 January 2021 |
| | (ii) | Interest Commencement Date: | Issue Date |
| 7. | | Maturity Date: | 29 January 2022 |
| 8. | | Types of Instruments: | Fixed Rate |
| 9. | | Interest Basis: | 0.00 per cent. Fixed Rate
(further particulars specified below) |
| 10. | | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Instruments 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: | Not Applicable |
| 13. | | Status of the Instruments: | Senior |
| 14. | | Substitution and Variation (Condition 6.18): | Not Applicable |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Instrument Provisions	Applicable
(i)	Interest Rate:	0.000 per cent. per annum
(ii)	Interest Payment Date(s):	Maturity Date
(iii)	Adjustment of Interest Payment Date(s) for payment purposes:	The Interest Payment Date will not be adjusted for calculation of interest; however, for payment purposes only, the Following Business Day Convention will apply
(iv)	Fixed Coupon Amount(s):	HKD 0.00
(v)	Broken Amount(s):	Not Applicable
(vi)	Day Count Fraction:	Actual/365 (Fixed)
(vii)	Determination Dates:	Not Applicable
16.	Floating Rate Instrument Provisions	Not Applicable
17.	Fixed Interest Discounted Issue Instrument Provisions	Not Applicable
18.	Zero Coupon Instrument Provisions	Not Applicable
19.	Index Linked Interest Instrument Provisions	Not Applicable
20.	Share Linked Interest Instrument Provisions	Not Applicable
21.	FX Linked Interest Instrument Provisions	Not Applicable
22.	Fund Linked Interest Instrument Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

23.	Notice periods for Condition 6.2 (<i>Early Redemption for Taxation Reasons</i>):	As set out in Condition 6.2
24.	Call Option	Not Applicable
25.	Put Option	Not Applicable
26.	Automatic Early Redemption	Not Applicable

27.	Maturity Redemption Amount of each Instrument	HKD 1,000,000 per Calculation Amount
28.	MREL Disqualification Event Option	Not Applicable
29.	Early Redemption Amount	
	(i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or for an MREL Disqualification Event:	HKD 1,000,000 per Calculation Amount
	(ii) Early Redemption Amount(s) per Calculation Amount payable on event of default or other early redemption:	HKD 1,000,000 per Calculation Amount
30.	Index Linked Redemption Instruments	Not Applicable
31.	Share Linked Redemption Instruments	Not Applicable
32.	FX Linked Redemption Instruments	Not Applicable
33.	Instruments with Dual or Other Currency Settlement Conditions	Not Applicable
34.	Fund Linked Redemption Instruments	Not Applicable
35.	Commodity Linked Redemption Instruments	Not Applicable
36.	Physical Delivery Instruments	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS

37.	Form of Instruments:	Registered Instruments: Regulation S Instrument
38.	New Global Instrument:	Not Applicable
39.	New Safekeeping Structure:	No
40.	Applicable Financial Centre(s) or other special provisions relating to Payment Dates:	Hong Kong, London and New York

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|-----|---|----------------|
| 41. | Talons for future Coupons or Receipts to be attached to Definitive Bearer Instruments (and dates on which such Talons mature): | No |
| 42. | Details relating to Partly Paid Instruments: | Not Applicable |
| 43. | Details relating to Instalment Instruments: | Not Applicable |
| 44. | Calculation Agent (including, in the case of Renminbi Instruments, the party responsible for calculating the Fixed Coupon Amount(s)): | Not Applicable |

SIGNATURE

Signed on behalf of the Issuer:

By:

Duly authorised



Chinatsu Kashiwa
Operations Officer



Marius Ruud
Senior Porteføljeforvalter, Innlån
Senior VP, International Funding

PART B - OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

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|-------|---|--|
| (i) | Listing: | Application has been made by the Issuer (or on its behalf) for the Instruments to be listed on the official list of the Luxembourg Stock Exchange with effect from 29 January 2021 |
| (ii) | Admission to trading: | Application has been made by the Issuer (or on its behalf) for the Instruments to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from 29 January 2021 |
| (iii) | Estimate of total expenses related to admission to trading: | EUR 600 (listing fee) |

2. RATINGS

The Instruments to be issued are expected to be rated:

S&P Global Ratings Europe Limited ("**S&P**") : AAA

Moody's Investors Service (Nordics) AB ("**Moody's**") : Aaa

According to Moody's rating system, obligations rated "Aaa" are judged to be of the highest quality with minimal credit risk and according to S&P's rating system, an obligor rated "AAA" has extremely strong capacity to meet its financial commitments.

S&P and Moody's are established in the European Economic Area and registered under Regulation (EC) No. 1060/2009, as amended (the "**CRA Regulation**"), and are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website (www.esma.europa.eu/supervision/credit-rating-agencies/risk) in accordance with the CRA Regulation. Ratings given by S&P and Moody's are endorsed by S&P Global Ratings UK Limited and Moody's Investors Service Ltd, respectively, which are established in the UK and registered under the CRA Regulation as it forms part of the domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 and appear on the list of credit rating agencies registered or certified with the FCA published on its website (<https://www.fca.org.uk/markets/credit-rating-agencies/registered-certified-cras>).

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

So far as the Issuer is aware, no person involved in the offer of the Instruments has an interest material to the offer.

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

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|-------|---------------------------|---|
| (i) | Reasons for the offer: | The net proceeds of the issue of the Instruments will be applied by the Issuer to meet part of its general financing requirements |
| (ii) | Estimated net proceeds: | USD 250,000,000 |
| (iii) | Estimated total expenses: | Not Applicable |

5. **YIELD**

Indication of yield:	0.00 per cent. per annum
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6. **OPERATIONAL INFORMATION**

ISIN Code:	XS2292963613
Common Code:	229296361
CUSIP Number:	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Not Applicable
Clearing system(s):	Euroclear / Clearstream, Luxembourg
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) or Foreign Exchange Agent(s) (if any):	Not Applicable
Name and address of Luxembourg Intermediary Agent:	Not Applicable

7. **DISTRIBUTION**

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|-------|-------------------------------------|--------------------------|
| (i) | Method of distribution: | Non-syndicated |
| (ii) | If syndicated, names of Managers: | Not Applicable |
| (iii) | Date of Subscription Agreement: | Not Applicable |
| (iv) | If non-syndicated, name of Manager: | Morgan Stanley Europe SE |

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|--------|---|-------------------------|
| (v) | Stabilising Manager(s) (if any): | Not Applicable |
| (vi) | Total (underwriting and placing) commission and concession: | Not Applicable |
| (vii) | U.S. Selling Restrictions: | Regulation S Category 2 |
| (viii) | Prohibition of Sales to EEA and UK Retail Investors: | Not Applicable |

8. **THIRD PARTY INFORMATION**

The information relating to credit rating systems set out under Paragraph 2 of Part B of these Final Terms has been extracted from the websites of Moody's and S&P, as applicable. 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 and S&P, no facts have been omitted which would render the reproduced inaccurate or misleading.