

FINAL TERMS

MIFID II PRODUCT GOVERNANCE / TARGET MARKET – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Debt Securities has led to the conclusion that: (i) the target market for the Debt Securities 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 Debt Securities to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Debt Securities (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 Debt Securities (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS

The Debt Securities are not intended to be offered, sold or otherwise made available to and, with effect from such date, 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 MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, 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 of the European Parliament and of the Council (as amended, the “Prospectus Regulation”). Consequently, no key information document required by Regulation (EU) No 1286/2014 (the “PRIIPs Regulation”) for offering or selling the Debt Securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Debt Securities 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 Debt Securities 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 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 UK domestic law by virtue of the European Union (Withdrawal) Act 2018 as amended (the “EUWA”); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the “FSMA”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, 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 UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1229 as it forms part of UK domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Debt Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Debt Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

16 December 2024

LANDSBANKINN HF.

LEI: 549300TLZPT6JELDWM92

Issue of ISK 7,640,000,000 Fixed Rate Inflation-Linked Subordinated Bonds

under the ISK 50,000,000,000

Debt Issuance Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Debt Securities set forth in the Base Prospectus dated 24 June 2024 and any supplements if applicable which together constitute a base prospectus for the purpose of the Prospectus Regulation (the “**Base Prospectus**”). This document constitutes the Final Terms of the Debt Securities described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Debt Securities 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 the issuer’s website, www.landsbankinn.is/bankinn/fjarfestatengsl/fjarmognun or www.landsbankinn.is/en/the-bank/investor-relations/funding

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|---|--|
| 1. Issuer: | Landsbankinn hf. |
| 2. | |
| i. Series Number: | 43 |
| ii. Tranche Number: | 1 |
| 3. Specified Currency or Currencies: | ISK |
| 4. Aggregate Nominal Amount: | |
| i. Series: | 7,640,000,000 |
| ii. Tranche: | 7,640,000,000 |
| 5. Issue Price: | 100.03 per cent. of the Aggregate Nominal Amount |
| 6. Specified Denominations: | |
| i. Specified Denominations: | 20,000,000 |
| ii. Calculation Amount: | 20,000,000 |

- 7.
- i. Issue Date: 19 December 2024
 - ii. Interest Commencement Date: Issue Date
8. **Maturity Date:** 19 June 2036
9. **Interest Basis:** 5.06 per cent. Fixed Rate
10. **Redemption/Payment basis:** Subject to any purchase or cancellation or early redemption, the Debt Securities will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11. **Change of interest basis or redemption/Payment basis:** Not Applicable
12. **Put/Call Option:** Issuer Call
13. **Status of the Debt Securities:** Subordinated
- (i) Redemption upon occurrence of Capital Event: Applicable-Condition 7.13 applies
 - (ii) Substitution or variation: Applicable-Condition 7.14 applies
14. **Approval for Issuance of the Debt Securities:** Date of Board approval for issuance of Debt Securities obtained:
24 October 2019
15. **Method of Distribution:** Non-syndicated
16. **Calculation Agent:** Issuer

PROVISIONS RELATING TO INFLATION LINKED ANNUITY BONDS

17. **Inflation Linked Annuity Bonds:** Not Applicable

PROVISIONS RELATING TO INFLATION LINKED EQUAL PRINCIPAL PAYMENT BONDS INCLUDING BONDS WITH ONE PAYMENT OF PRINCIPAL ON MATURITY DATE

18. **Inflation Linked Equal Principal Payment Bonds:** Applicable
- i. Rate(s) of Interest: 5.06 per cent. per annum payable annually in arrears
 - ii. Number of Interest Payment Dates: 12
 - iii. Interest Payment Date(s): The 19th day in the month of June in each year up to and including the Maturity Date. First Interest Payment Date being 19 June 2025.

iv. Number of Principal Payment Dates:	1
v. Principal Payment Date(s):	Maturity Date
vi. Day Count Fraction:	30/360
vii. Base Index:	Means 634.46000, being the value of the CPI on 19 December 2024
viii. Other Terms and Conditions applicable to Inflation Linked Equal Principal Payment Bonds:	None

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

19. Fixed Rate Bond Provisions:	Applicable
i. Rate(s) of Interest:	5.06 per cent. per annum payable annually in arrears
ii. Interest Payment Date(s):	The 19th day in the month of June in each year up to and including the Maturity Date. First Interest Payment Date being 19 June 2025.
iii. Fixed Coupon Amount(s):	Not Applicable
iv. Broken Amount (s):	Not Applicable
v. Day Count Fraction:	30/360
vi. Determination Date(s):	Not Applicable
vii. Other terms relating to the method of calculating interest for Fixed Rate Bonds:	None
20. Floating Rate Bond Provisions:	Not Applicable
21. Reset Bond Provisions:	Not Applicable
22. Zero Coupon Bond Provisions:	Not Applicable
23. Commercial Paper Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

24. Issuer Call:	Applicable
i. Optional Redemption Date(s):	19 June 2031 and each subsequent Interest Payment Date
ii. Optional Redemption Amount of each Debt Securities and	

method, if any, of calculation of such amount(s):	20,000,000 per Debt Security of 20,000,000 Specified Denomination
iii. If redeemable in part:	Not Applicable
iv. Notice period:	Minimum period: 15 days Maximum period: 30 days
25. Final Redemption Amount:	20,000,000 per Calculation Amount
26. Early Redemption Amount payable on redemption for taxation reasons, upon the occurrence of a Capital Event or on an event of default:	20,000,000 per Calculation Amount
27. Clean-up Redemption Option	Not applicable
28. Early Redemption Amount of each Debt Security payable on redemption and/or the method of calculating the same (if required or if different from that set out in Condition 7.8 (a):	As set out in condition 7.8 (a)

GENERAL PROVISIONS APPLICABLE TO THE DEBT SECURITIES

29. New Global Debt Securities:	No
30. Form of Debt Securities:	NCS D System Debt Securities
31. Additional Financial Centre(s) or other special provisions relating to Payment Days:	Not Applicable
32. Talons for future Coupons or Receipts to be Attached to Definitive Bonds (and dates on which such Talons mature):	No
33. Details relating to Partly Paid Debt Securities: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequence of failure to pay, including any right of the Issuer to forfeit the Debt Securities and interest due on late Payment:	Not Applicable

34. **Redenomination applicable:** Redenomination not applicable
35. **Other final terms:** Not Applicable

DISTRIBUTION

36. Method of distribution: Non-syndicated
- If syndicated, names of Managers: Not Applicable
 - Stabilizing Manager (if any): Not Applicable
37. **If non-syndicated, name of relevant Dealer** Landsbankinn hf.
38. **US. selling restrictions:** Reg. S. Compliance Category 2;
TEFRA not applicable
39. **Additional selling restrictions:** Not Applicable

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required for the Debt Securities described herein *to be listed and admitted to trading* pursuant to the ISK 50,000,000,000 Debt Securities Programme of Landsbankinn hf.

THIRD PARTY INFORMATION

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:

Duly authorized

By:

Duly authorized

PART B – OTHER INFORMATION

1. LISTING

- i. Listing: Nasdaq Iceland
- ii. Admission to trading: Application has been made for the Debt Securities to be admitted to trading on Nasdaq Iceland

2. RATING Not Applicable

3. NOTIFICATION

Not Applicable

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

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the issue of the Debt Securities has an interest material to the issue.

5. REASON FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- Reason for the offer General corporate purposes
- Estimated net proceeds: 7,641,322,000
- Estimated total expenses: 250,000

6. YIELD (*Fixed Rate Debt Securities only*)

Indication of yield: 5.06 per cent. per annum

7. HISTORIC INTEREST RATES (*Floating Rate Bonds Only*)

Not Applicable

8. PERFORMANCE OF INDEX, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING (*Inflation Linked Annuity Bonds and Inflation Linked Equal Principal Payment Bonds Only*)

The Debt Securities are linked to the performance of the Icelandic Consumer Price Index (CPI) produced based on data from Statistics Iceland.

Information about the CPI can be obtained free of charge from the website of Statistics of Iceland being <https://statice.is/publications/indices-overview/>

The Issuer does not intend to provide post-issuance information.

9. OPERATIONAL INFORMATION

- | | |
|---|--|
| i. ISIN Code: | IS0000037133 |
| ii. Common Code: | LBANK T2I 36 |
| iii. CFI: | DBFUGR |
| iv. FISN: | LANDSBANKINN/5.06 BD 20360619 |
| v. Any Clearing system(s) other than Euroclear Bank S.A./N.V. or Clearstream Banking, société anonyme (together with the address of each such clearing system) and the relevant identification number(s): | Nasdaq CSD Iceland
Laugavegur 182, 105 Reykjavik, Iceland
Reg. no. 500797-3209 |
| 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 |

Undirritunarsíða

On behalf of Landsbankinn hf.
Lilja Björk Einarsdóttir

On behalf of Landsbankinn hf.
Hreiðar Bjarnason