

# Key Information Document

## Purpose

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

## Product

Product name	EUR 40,000,000 Callable Subordinated Capital Securities
ISIN	FI4000292180
Name of manufacturer	OPR-Finance Oy ("OPR-Finance" or the "Issuer")
	For more information, visit <a href="http://www.opr-finance.fi">www.opr-finance.fi</a> , send an email to <a href="mailto:investor.info@opr-finance.fi">investor.info@opr-finance.fi</a> or make a call to +358 20 749 7930.
Regulated by	Finanssivalvonta (the Finnish Financial Supervisory Authority)
Produced	27 November 2018

**You are about to purchase a product that is not simple and may be difficult to understand.**

## What is this product?

**Type** This product is a financial instrument in the form of a hybrid bond that is subordinated to all other debt obligations of the Issuer and subject to Finnish Law.

**Objectives** This product is a security that offers interest income which is fixed until the first reset date. The interest is fixed for each subsequent three-year period at each reset date. On the first reset date, there will be an interest step-up as described below regarding interest payment structure. The product does not have a specified maturity date but the Issuer is entitled to redeem the product for the first time on the first reset date (17 February 2021), and subsequently, on each semi-annual interest payment date. The Issuer has a unilateral call right and the invested capital will only become due for repayment after the Issuer has exercised its call right. The Issuer has the right to defer interest payments, i.e. to not pay interest on the respective interest payment dates (but must make up deferred interest payments under certain conditions). The nominal amount of the product will be increased if there is any unpaid deferred interest at the time when the Issuer makes payment on the B and/or C series of shares in accordance with its articles of association. In addition, the Issuer has a call right for redemption at any time in the case of certain events. You have no right to demand the redemption of the product and thus make the invested capital due for repayment. Your claim against the Issuer under the product is deeply subordinated. This means that in the event of the insolvency or dissolution of the Issuer, all other debt obligations of the Issuer will be satisfied with priority before your claim. The following are summarised terms of the product:

Minimum trading amount	EUR 20,000
Denomination	EUR 20,000
Term	Perpetual (no fixed term)
Currency	EUR
Issue price	100%
Issue date	17 November 2017
Nominal amount	EUR 40,000,000
Initial fixed interest rate per annum	10.75%
Interest determination period(s)	First interest determination period is 3.25 years from issue date, thereafter every 3 years.
Interest payment dates	Semi-annually in arrears starting 17 August 2018.
Interest payment structure	10.75% until 17 February 2021. Thereafter the annual interest rate will be determined for three year periods as the 3-year Swap Rate plus the re-offer spread of 11.025 percentage points plus a margin of 5.00 percentage points.
Reset date(s)	First reset date on 17 February 2021, and any subsequent 3 <sup>rd</sup> anniversary of the first reset date.
Call right of the Issuer	Initially, on the first reset date. Subsequently callable semi-annually on each interest payment date.
Redemption amount at first call	Issuer call at nominal amount (100%) on the first reset date.
Call right of investors	None
Stock market listing	None

## Intended retail investor

The product is intended for:

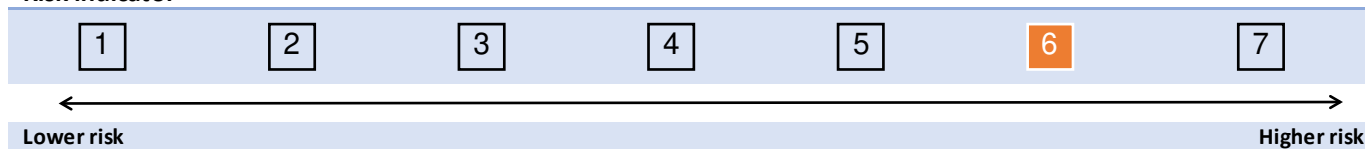
- Clients that are eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU, as amended (MiFID II).
- Clients that have the ability to bear losses of up to 100% of the capital invested in the product. Clients investing in the product have a high risk tolerance typically willing to take more risk than deposit savings and senior debt instruments in exchange of a higher interest income.
- Clients with a investment horizon accounting for the risk of the Issuer not calling the product on the first reset date.
- Informed investors, having one, or more, of the following characteristics: (i) a average knowledge of relevant financial products (an informed investor can make an informed investment decision based on the regulated and a authorised offering documentation, together with knowledge and understanding of the specific factors/risks highlighted within them only), or (ii) some financial industry experience.

## Term

The product has no fixed maturity. It is designed to be called by the Issuer.

## What are the risks and what could I get in return?

### Risk indicator



The risk indicator assumes you keep the product until 17 February 2021.

The actual risk can vary significantly if you cash in at an early stage and you may get back less.

You may not be able to sell your product easily or you may have to sell at a price that significantly impacts on how much you get back.

The summary risk indicator is a guide to the level of risk of the product compared to other products. It shows how likely it is that you will lose money because of movements in the markets or because we are not able to pay you. We have classified the product as 6 out of 7, which is the second-highest risk class. This rates the potential losses from future performance at a very high level, and poor market conditions are likely to impact the capacity of the Issuer to pay you.

You bear the risk that redemption by the Issuer of the product will take place at a time that is unfavourable for you and that you will only be able to reinvest the repayment amount on less favourable terms. This product does not include any protection from future market performance so you could lose some or all of your investment. If we are not able to pay you what is owed, you could lose your entire investment.

### Performance scenarios<sup>1</sup>

Investment EUR 10,000		1 year	17 February 2021 (Recommended holding period)
<b>Stress scenario</b>	<b>What you might get back after costs</b>	12,844.39	12,946.43
	Average return each year	28.27%	12.29%
<b>Unfavourable scenario</b>	<b>What you might get back after costs</b>	12,844.39	12,946.43
	Average return each year	28.27%	12.29%
<b>Moderate scenario</b>	<b>What you might get back after costs</b>	12,844.39	12,946.43
	Average return each year	28.27%	12.29%
<b>Favourable scenario</b>	<b>What you might get back after costs</b>	12,844.39	12,946.43
	Average return each year	28.27%	12.29%

This table shows the money you could get back until 17 February 2021, under different scenarios, assuming that you invest EUR 10,000.00. The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment varies, and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the investment/product. The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where the Issuer is not able to pay you or may decide not to make interest payments and not to redeem the product. The figures shown include all the costs of the product itself but does not include the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

### What happens if OPR-Finance is unable to pay out?

You are exposed to the risk that the Issuer will not exercise its right of redemption and that the invested capital will therefore not have any repayment obligations. The Issuer is also entitled to defer interest payments. If the Issuer is unable to meet its (re)payment obligations under the product, you may suffer losses under the product. Your claim against the Issuer under the product is deeply subordinated. This means that in the event of the insolvency or dissolution of the Issuer, all creditors will be satisfied with priority claims before you. A total loss of the invested capital is possible. A loss is not covered by a compensation or protection system for investors.

### What are the costs?

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs.

<sup>1</sup> Please note that the indicative amounts and returns in this table are calculated based on the method prescribed by applicable law. Due to the way the calculations must be carried out, the figures, particularly in column "1 year", are not a likely estimate of actual amounts or returns achievable in case of sale or redemption of the product after such periods.

The amounts shown here are the cumulative costs of the product itself, for two different holding periods. They include potential early exit penalties. The figures assume you invest EUR 10,000. The figures are estimates and may change in the future.

### Costs over time

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

#### Investment (EUR 10,000)

Scenarios	If you cash in after 1 year	If you cash in at the recommended holding period
Total costs (EUR)	204.08	102.04
Impact on return (RIY) per year (%)	2.49	0.59

### Composition of costs

The table below shows:

- The impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period.
- What the different cost categories mean.

#### This table shows the impact on return per year

<b>One-off costs</b>	Entry costs	0.59%	The impact of the costs you pay when entering your investment. This is the most you will pay, and you could pay less.
	Exit costs	0.00%	The impact of the costs of exiting your investment when it matures.
<b>Ongoing costs</b>	Portfolio transaction costs	0.00%	The impact of the costs of us buying and selling underlying investments for the product.
	Other ongoing costs	0.00%	The impact of the costs that we take each year for managing your investments and the costs presented in Section II – “What are the risks and what could I get in return?”.
<b>Incidental costs</b>	Performance fees	0.00%	The impact of the performance fee. We take these from your investment if the product outperforms its benchmark.
	Carried interests	0.00%	The impact of carried interests. We take these when the product has performed better than its benchmark.

### How long should I hold it and can I take money out early?

Recommended holding period: until 17 February 2021

The product is designed for being called at the first reset date (i.e. 17 February 2021).

The realised/actual holding period can vary due to the callable structure of the product.

Only the Issuer has the right to decide to redeem the product. The Issuer may give you not less than 30 nor more than 60 days' notice of redemption. You have no right to be redeemed prior to call of the product by the Issuer. The only option is to sell the product over-the-counter prior to repayment by the Issuer. Additional costs may arise from the sale (such as execution fees, etc.) and are not included in Section IV - “What are the costs?”. The amount you receive on such a sale may also be significantly less than the amount you would have received if you had held the product until redemption by the Issuer. The purchase or sale of the product may be temporarily or permanently not possible.

### How can I complain?

Any complaint regarding the product or the conduct of the Issuer can be submitted in written form to OPR-Finance Oy at Lautatarhankatu 8 B, FI-00580 Helsinki, Finland or by email to [investor.info@opr-finance.fi](mailto:investor.info@opr-finance.fi). If you have a complaint about a person who is advising on, or selling, the product you should pursue that complaint with the relevant person.

### Other relevant information

The terms and conditions and the information memorandum are the sole legally binding documentation for the product. To obtain full information on the product, in particular about the product characteristics and the risks associated with this investment, the terms and conditions and the information memorandum should be read. A copy of them is selectively available upon request from Nordea Bank Abp, the Lead Manager of the issuance of the product.