

FHB Mortgage Bank Co. Plc.

### PUBLIC OFFERING

Pursuant to the regulation of Board of Directors No. 127/2017. (02. November) of the FHB Mortgage Bank Co. Plc's (registration number: 01-10-043638, date of registration: 18 March 1998, head office: 1082 Budapest, Üllői út 48.) (hereafter: "Issuer", FHB Nyrt." or "Bank") and to the approval of Board of Directors of the Bank of Hungarian Savings Cooperatives Co. Ltd. (head office: 1122 Budapest, 1122 Budapest, Pethényi köz 10.), and to the Statement as of 18. December 2017 the Issuer launches its Issue Program 2018-2019 with a HUF 200 billion total nominal value for issuance of Hungarian Covered Mortgage Bonds (jelzáloglevelek) and Notes, within the frameworks of it the Issuer is planning to issue different registered covered mortgage bonds' and bonds' series and within the series different tranches. The Issuer at its own discretion may introduce the series into the Budapest Stock Exchange. Since there is no universal responsibility between the Issuer and the Managers, pursuant to the section 38 subsection 4/b of Act CXX of 2001 on the Capital Market the securities issued under the auspices of the Base Prospectus have extraordinary risks. The Issuer publishes its Base Prospectus on the website of its own and of the BSE the hard copies are available at the selling places.

The number and date of the license granted by the National Bank of Hungary (NBH) to publish the Base Prospectus of the Issue Program and the disclosure of the public issue: H-KE-III-100/2018 23. February 2018.

Pursuant to the Issue Program referred above the Issuer publicly offers to issue on 26 March 2018 the first part of FHB Covered Mortgage Bond series FJ28NF01 and the FHB will initiate to introduce the series into the BSE. The basis of the issue: the resolution No 15./2018 (19 March 2018) of the Assets/Liabilities Committee.

This document is the Final Terms of the covered mortgage bond series detailed below. Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the covered mortgage bonds set forth in the Base Prospectus dated 9 February 2018 (Base Prospectus). This document constitutes the Final Terms of the covered bonds described herein for the purposes of Article 5.4 of the Prospectus Directive (Directive 2003/71/EC) (the Prospectus Directive) and must be read in conjunction with the Base Prospectus. The Base Prospectus and the Supplements will be publishes on the basis of Article 14 of the Prospectus Directive 2003/71/EC.

FHB Mortgage Bank Co. Plc.

4 (Under Issue Program 2018-2019)

HUF 2,000,000,000 HUF Two billion

(FHB Jelzálogbank Nyilvánosan Működő Részvénytársaság)

The Issuer reserves the right to deviate from the quantity announced or to declare the auction unsuccessful depending on

- 1. Issuer:
- 2. (a) Series Number:
- (b) Tranche Number:
- 3. Offered volume:
- the bids received. In case of an unsuccessful auction, the total amount of bids will be refused. 4. Aggregate Nominal Amount: Series: Minimum HUF 100.000.000 (a) Tranche: Minimum HUF 100,000,000 (b) Specified Currency or Currencies: HUF 5. 6. Issue Price (per Mortgage Bond): Not Applicable HUF 10,000 7. **Specified Denominations:** Number of pieces 8. (a) Series: Minimum 10,000 pieces (b) Tranche: Minimum 10,000 pieces 9. (a) Issue Date: 26.03.2018 (b) Interest Commencement Date: 28.03.2018 10. Date of Settlement 28.03.2018 11. Value Date: 28.03.2018 12 Maturity Date: 22.10.2028 13. Tenor: 28.03.2018-22.10.2028 14. Interest Basis: Fix interest rate 15 Redemption/Payment Basis: Redemption at the Specified Denomination 16 Change of Interest Basis or Redemption/ Payment Not Applicable Basis:

17.Put/Call Options:	
18.Method of the issuance:	

Not Applicable Public offering

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

19.Fixed Rate Mortgage Bond Provisions		ortgage Bond Provisions	Applicable
	(i)	Rate(s) of Interest:	2.60 per cent. per annum payable annually in arrear
	(ii)	Interest Payment Date(s):	22 Ocrober in each year up to and including the Maturity Date. Short first coupon: on 22 October 2018 HUF148 per Specified Denomination
	(iii)	Fixed Coupon Amount per Mortgage Bond:	HUF 260 per Specified Denomination
	(iv) (v) (vi) (vii)	Broken Amount(s): Day Count Fraction: Business Day Convention: Determination Date(s):	Not Applicable Actual/Actual (ICMA) Following Business Day Convention 22 October in each year thereafter
	(viii) (ix) (x)	Party responsible for calculating amounts payable: Compound interest: Other terms relating to the method of calculating interest for Fixed Rate Mortgage Bonds:	Paying Agent FHB Bank Zrt. (1082 Budapest, Üllői út 48.) 0.000 per cent on 28.03.2018 None
20	(xi) Electing E	Gross yield	Not Applicable Not Applicable
21.	21. Zero Coupon Mortgage Bond Provisions		Not Applicable
22. Index Linked Interest Mortgage Bond Provisions			Not Applicable
PROVISIONS RELATING TO REDEMPTION			
23. 24. 25. 26.	Early R redemp default same (i		Not Applicable Not Applicable HUF 10,000 per Specified Denomination Condition 5(d) is applicable

GENERAL PROVISIONS APPLICABLE TO THE MORTGAGE BONDS		
Registered Covered Mortgage Bonds		
Dematerialised Covered Mortgage Bonds and the Deed		
None		
According to the decision of the Issuer's Asset/Liability Committee		
Not Applicable		
Not Applicable		

33. (	gage Bonds and interest due on late payment: Change of denomination Other final terms:	Not Applicable Not Applicable
	DISTRI	BUTION
35.	If syndicated, names of Managers:	Concorde Értékpapír Zrt. 1123 Budapest, Alkotás u. 50., Erste Befektetési Zrt. 1138 Budapest Népfürdő utca 24-26., MKB Bank Zrt. 1056 Budapest, Váci utca 38., Magyar Takarékszövetkezeti Bank Zrt. 1122 Budapest, Pethényi köz 10.
36. 37.	Stabilising Manager (if any): Market Makers (best effort/binding)	Not Applicable Concorde Értékpapír Zrt. 1123 Budapest, Alkotás u. 50., (best effort) Erste Befektetési Zrt. 1138 Budapest Népfürdő utca 24-26., (best effort) MKB Bank Zrt. 1056 Budapest, Váci utca 38., (best effort) Magyar Takarékszövetkezeti Bank Zrt. 1122 Budapest, Pethényi köz 10. (binding)
38.	Methods of public issuance: (i) Date of auction/ Subscription:	Auction 26.03.2018 10:00 - 11:00 CET (competitive section: 10:00- 10:50; non-competitive section 10:50-11:00)
	(ii) Place of auction/ Subscription:	Budapest Stock Exchange
	<ul><li>(iii) Manager:</li><li>(iv) Upper limit:</li><li>(v) Lower limit:</li></ul>	Magyar Takarékszövetkezeti Bank Zrt. 1122 Budapest, Pethényi köz 10 Not applicable
	<ul> <li>(v) Lower limit:</li> <li>(vi) Auction limit/ Subscription price:</li> <li>(vii) Auction bid / subscription lower and/or upper</li> </ul>	Not applicable. If the Covered Mortgage Bonds offered by the Issuer for sale are not purchased because no appropriate purchase price is received on the above mentioned accounts, the Issuer might decide not to issue any bonds. The mode of refunding will be discussed under the heading 'Refunding'. Not applicable
lin	nit:	Not applicable
(viii) Method and date of allocation:		Pursuant to the point (Allocation) of the section IV.5.2 (Rules of the auctions) 5.2.1.6 Allocation sub-point of the Base Prospectus of the Issue Program 2018-2019, on 26.03.2018.
<ul> <li>(ix) The ratio of the non competitive bids and total bids</li> <li>(x) The ratio of the non competitive bids and the competitive bids by members of BSE sections:</li> <li>(xi) Date and place of the allocation:</li> </ul>		Not applicable Not applicable 26.03.2018 12:30 CET BSE
	<ul><li>9. Place of the issuance:</li><li>9. Potential investors:</li></ul>	Hungary Resident and non-resident natural persons and institutional investors, limited partnerships
41	1. Additional selling restrictions:	Not Applicable
PROCEDURE		
42	. Clearing and Settlement:	KELER Zrt. 1074 Budapest, Rákóczi út 70-72.
	. Any clearing system(s) other than KELER and the vant identification number(s):	Not Applicable

44. Delivery:	DVP
45. Effectuation:	Hungary
46. Crediting:	On security accounts
47. Other paying Agent(s):	Not Applicable
48. Isolated deposit accounts and fax numbers, and e-mail address of the Managers:	Concorde Értékpapír Zrt. 14400018-12281248-10060012 fax: 36-1-4892201 e-mal: <u>a.vidovszky@con.hu</u> Erste Befektetési Zrt. 14400018-10361966-10060012 fax: 2355190 e-mail. <u>norbert.siklosi@erstebroker.hu</u> MKB Bank Zrt. 10300002-20191196-70383285, fax. 36-1- 2687019 e-mail: <u>treasurytrading@mkb.hu</u> Magyar Takarékszövetkezeti Bank Zrt. 19017004-00201153 fax: 36-1-2012576, e-mail: <u>konya.peter@tbank.hu</u> FHB Nyrt: 16801680-09012709
49. Disbursements, place of payments:	Pursuant to the point 4. (Disbursements) of the section IV.4/A (Terms and conditions of the covered mortgage bonds) of the Base Prospectus of the Issue Program 2018-2019.
50. ISIN code:	HU0000653142
51. Ticker code:	FJ28NF01
52. Other:	Not Applicable

### **GENERAL INFORMATION**

53. Use of Proceeds:	The Bank uses the proceeds for the sources of refinancing activity.
54. Market making:	Takarékszövetkezeti Bank Zrt. is a binding market maker, the other Managers are entitled but not obliged to act as a market maker for one year from the first day of the listing
55. Notices, place of disclosure of information	The Public Offering, the Final Terms, the Base Prospectus, an all ordinary and extraordinary notices to Investors with respect to the Notes issued through a public issue shall be published on the website of the Issuer ( <u>www.fhb.hu</u> ), of the NBH ( <u>www.kozzetetelek.hu</u> ) and of the BSE ( <u>www.bse.hu</u> ). Pursuant to the Decree of Ministry of Finance No. 24/2008 (VIII. 15) the Issuer publishes the regulated information at homepages of the media called Portfolio. The hard copies of the Base Prospectus are available at the selling points.
56. Notes:	The Public Offering, the Final Terms, the Base Prospectus, an all ordinary and extraordinary notices to Investors with respect to the Notes issued through a public issue shall be published on the website of the Issuer ( <u>www.fhb.hu</u> ), of the NBH ( <u>www.kozzetetelek.hu</u> ) and of the BSE ( <u>www.bse.hu</u> ). Pursuant to the Decree of Ministry of Finance No. 24/2008 (VIII. 15) the Issuer publishes the regulated information at homepages of the media called Portfolio.

57. Governing law:

Hungarian law

## **OTHER CONDITIONS**

58. Listing and admission to trading application:

(a) Listing:	The Issuer will initiate the listing of the series on the BSE
(b) Listing Agent:	Not applicable
( c) Decision on listing:	Resolution 15./2018 (19.03.2018) of the Issuer's Asset/Liability Committee (EFB)
59. Rating:	The Issuer's HUF and FX denomination long and short term deposit rating: B1 (Moody's),
	The Covered Mortgage Bonds' rating: Baa1 (Moody's)

60. Licence:

The number and date of the license granted by the National Bank Of Hungary (NBH) to publish the Base Prospectus of the Issue Program and the disclosure of the public issue H-KE-III-100/2018. 23. February 2018.

The base of the issue of the series FJ28NF01: the resolution No. 15./2018 (19 March, 2018) of the Assets/Liabilities Committee.

61. Interest of the natural and legal entities taking part in the None issuance.

62. Cost of the issuance: Less, than 1 per cent. of the total volume to be issued

63. Yield:

Not Applicable

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Mortgage Bonds described herein pursuant to the HUF 200,000,000 Mortgage Bond and Note Program (2018-2019) of FHB Mortgage Bank Co. Plc. (*FHB Jelzálogbank Nyilvánosan Működő Részvénytársaság*).

The date of the Statement of the Property Supervisor: 08.03.2018.

Annex: the Summary of the given Issue is available only in the Hungarian version of the Final Terms.

Budapest, 21.03.2018.

FHB Jelzálogbank Nyrt. Issuer