



Sponsor



Legal Counsel



Final Terms

dated 22 August 2011

FINAL TERMS

Full information on the Issuer and the issue of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus dated 31 May 2011, as supplemented on the 18 July 2011. The Final Terms will be available for inspection at the registered office of the Issuer.

Date: 22 August 2011

Final Terms

Series 1/2011, Tranche 2

Issued pursuant to the

€125,000,000

Debt Issuance Programme

Dated 31 May 2011

of

Bank of Valletta p.l.c.

Issue Price: €100

Issue Date: 29 August 2011

These are the applicable Final Terms of an Issue of Notes under the €125,000,000 Debt Issuance Programme of Bank of Valletta p.l.c. (the **“Programme”**). Full information on the Issuer and the issue of the Notes is only available on the basis of the combination of the Prospectus dated 31 May 2011, as supplemented on the 18 July 2011, the **“Prospectus”** and these Final Terms.



1 PART I: TERMS AND CONDITIONS

This part of the Final Terms is to be read in conjunction with the Terms and Conditions of the Notes, the “**Terms and Conditions**” set forth in the Prospectus dated 31 May 2011 pertaining to the Programme, as the same may be supplemented from time to time. Capitalised terms not otherwise defined herein shall have the same meanings specified in the Terms and Conditions.

All provisions in the Terms and Conditions corresponding to items in the Final Terms which are either not selected or completed or which are deleted shall be deemed to be deleted from the Terms and Conditions applicable to the Notes, the “**Conditions**”.

1.1 LANGUAGE OF CONDITIONS

English

1.2 CURRENCY, DENOMINATION, FORM AND TITLE, CERTAIN DEFINITIONS¹

Specified Currency	€
Aggregate Principal Amount	Maximum of €20,000,000
Specified Denomination	€100
Number of Notes to be issued in each Specified Denomination	Maximum of 200,000 Notes
Minimum Subscription	€1,000

1.3 INTEREST

A. Fixed Rate Note Provisions:-

Applicable/Not Applicable

Fixed Rate of Interest	4.80 per cent per annum
Interest Commencement Date	29 August 2011
First Interest Payment Date	27 February 2012
Interest Payment Dates	27 February and 27 August
Day Count Fraction	√

B. Floating Rate Note Provisions:-

Applicable/Not Applicable

1.4 PAYMENTS

Specified Currency	€
Redemption Value	€100
Register Cut-Off	Fifteen (15) days prior to the Interest Payment Date

1.5 TRANSFERABILITY OF THE NOTES

Transfer cut-off	Fourteen (14) days prior to the Interest Payment Date
------------------	---

1.6 REDEMPTION

Maturity Date	27 August 2018
---------------	----------------

1.7 NOTICES – PLACE AND MEDIUM OF PUBLICATION

Website of the MSE	<input checked="" type="checkbox"/>
Website of the Issuer	

¹ The minimum denomination of the Notes will be €100



2 PART II: ADDITIONAL DISCLOSURE REQUIREMENTS RELATING TO NOTES

2.1 ESTIMATED EXPENSES RELATING TO THE ISSUE

Expenses are estimated not to exceed

€180,000

2.2 ISIN

ISIN

MT0000021296

2.3 YIELD

Yield

4.80%

Method of Calculating the yield:

The gross yield calculated on the basis of the interest per annum (4.80%), the Issue Price (€100) and the Redemption Value (€100) of the Notes at Maturity Date is four (4) point eight zero (.80) per cent (%).

2.4 SELLING RESTRICTION

The Selling Restrictions set out in Section 14 of the Prospectus shall apply
Additional Selling Restrictions (specify)

n/a

2.5 TAXATION

n/a



3 PART III: TERMS AND CONDITIONS OF THE ISSUE

3.1 EXPECTED PRICE AND CONDITIONS

Expected price at which the Notes will be offered	€100
Amount of expenses & taxes charged to the applicant	n/a

The issuance of the Notes under these Final Terms is subject to the following conditions:

The issue and allotment of the Notes is conditional upon the Notes being admitted to the Regulated Market of the Malta Stock Exchange. In the event that the Notes are partly but not fully subscribed, and provided that the subscribed Notes are admitted to the Regulated Market of the Malta Stock Exchange, the subscribed portion shall be allotted to the respective applicants.

Categories of potential investors to which the Notes are offered:

- A. The Notes shall be offered to the following categories of persons:-
- i. To such persons that applied for the Tranche 1 Notes issued by the Issuer on the 10 August 2011 (the “Tranche 1 Notes”) but were not allotted in full (the “Tranche 1 Investors”) and in which respect the Issuer has reserved €15,345,000 in nominal value of Notes; and
 - ii. To:
 - (a) such credit institutions licensed under the Banking Act, Cap. 371 of the laws of Malta, and,
 - (b) such insurers licensed under the Insurance Business Act, Cap. 403 of the laws of Malta, from whom the Issuer has received a duly completed subscription agreement (the “Credit Institutions and Insurers”) and in which respect the Issuer has reserved €4,655,000 in nominal value of Notes.
- B. The Issuer shall allot the Notes to the Tranche 1 Investors and the Credit Institutions and Insurers in the following order of priority: -
- i. Each of the Tranche 1 Investors shall be preferred up to an amount equivalent to the amount of the Tranche 1 Notes which were originally applied for but not allotted in their favour (the “Amount Not Allotted”). Any amount of Notes applied for by each Tranche 1 Investor in excess of the Amount Not Allotted shall be disregarded and shall not be allotted;
 - ii. Subject to (i) hereof, the Credit Institutions and Insurers shall be preferred up to €4,655,000 in nominal value of the Notes. In the event that the amount of the Notes reserved in favour of the Tranche 1 Investors pursuant to this Section 3.1 is not applied for in full, the remaining balance thereof may be utilised to satisfy applications by the Credit Institutions and Insurers in excess of the amount of €4,655,000 reserved in their favour.

3.2 METHOD OF DISTRIBUTION

Application for the Notes by Tranche 1 Investors may be made through any of the authorised financial intermediaries listed in Annex 1 to these Final Terms (“AFIs”).

3.3 FORM OF COMMITMENT

Underwriting	n/a
--------------	-----

3.4 COMMISSIONS

Selling Commission	0.50% on the value of the Notes allotted, which commission is payable to AFIs in respect of applications by Tranche 1 investors
Other	n/a



3.5 TIMETABLE

Application Forms available from authorised financial intermediaries	23 August 2011
Opening of Subscription Lists	25 August 2011
Closing of Subscription Lists	26 August 2011
Announcement of Basis of Acceptance	29 August 2011
Commencement of Interest on the Notes	29 August 2011
Issue Date	29 August 2011
Refunds of Unallocated Monies	01 September 2011
Dispatch of Allotment Advices	01 September 2011

3.6 ADMISSION TO TRADING AND DEALING ARRANGEMENTS

Malta Stock Exchange	Yes
Regulated Market	Yes
Other (insert details)	n/a
Date of Admission	Expected 07 September 2011
Commencement of Dealing	Expected 09 September 2011
Regulated Markets or equivalent markets on which, to the knowledge of the Issuer, Notes of the same Series to be offered or admitted to trading are already admitted to trading.	The Notes comprising Tranche 1 of Series 1 were admitted to the Official List of the Malta Stock Exchange on the 19 August 2011

3.7 ADDITIONAL INFORMATION

Manner and Date of Publication of Results of Offer of Notes
Company Announcement on the website of the Malta Stock Exchange on the 29 August 2011.

Process of Notification of Amounts Allotted ²
Company Announcement on the website of the Malta Stock Exchange on the 29 August 2011.

Method and time limits for paying up, and for delivery of, Notes
Application Forms by Tranche 1 Investors are to be submitted to the Issuer between 08.30 hours on Thursday, 25 August 2011 and 12.00 hours on Friday, 26 August 2011 (or earlier at the discretion of the Issuer). Notes shall be allotted in full to the Tranche 1 Investors (up to an amount equivalent to the Amount Not Allotted). Any Notes applied for by the Credit Institutions and Insurers in excess of the portion reserved in their favour in terms of Section 3.1B(ii) of these Final Terms shall be allocated to them according to an allocation policy still to be determined by the Issuer.

Reduction of subscription & refunds
In the event that pursuant to the allocation policy, Notes are not allotted to the Credit Institutions and Insurers, or a smaller number of Notes than the number so applied for are allotted, the Credit Institutions and Insurers shall receive a full refund or, as the case may be, the balance of the price of the Notes applied for but not allotted, without interest, by credit transfer to such account indicated by the applicant, at the Credit Institutions' and Insurers' sole risk, by 01 September 2011.

Other relevant terms and conditions	n/a
Information from a third party (insert details)	n/a
Source of Information	n/a

3.8 LISTING

The above Final Terms comprise the details required to list this issue of Notes pursuant to the **€125,000,000 Debt Issuance Programme of Bank of Valletta p.l.c. (as from 29 August 2011).**

3.9 RESPONSIBILITY

The Directors of the Issuer accept responsibility for the information contained in these Final Terms as set out in the section "Responsibility Statement" in the Prospectus.

² Dealings in the Notes may not commence prior to the said notification.



AUTHORISED FINANCIAL INTERMEDIARIES

MEMBERS OF THE MALTA STOCK EXCHANGE

Atlas JMFS Investment Services Ltd

67, Level 3, South Street,
Valletta VLT1105

Tel: 2122 4410 / 2326 5690
Fax: 2122 3810 / 2326 5691
www.atlasjmfs.com

Bank of Valletta p.l.c.

Financial Markets & Investments
BOV Centre, Cannon Road, Santa Venera SVR 9030

Tel: 2131 2020
Fax: 2275 1733
www.bov.com

Charts Investment Management Services Ltd

Valletta Waterfront, Vault 17, Pinto Wharf
Floriana FRN 1913

Tel: 2122 4106
Fax: 2124 1101
www.charts.com.mt

Curmi & Partners Ltd

Finance House, Princess Elizabeth Street,
Ta' Xbiex XBX 1102

Tel: 2134 7331
Fax: 2134 7333
www.curmiandpartners.com

GlobalCapital Financial Management Ltd

Testaferrata Street,
Ta' Xbiex XBX 1403

Tel: 2134 2342
Fax: 2328 2207
www.globalcapital.com.mt

HSBC Stockbrokers (Malta) Ltd

1st Floor, Business Banking Centre,
Mill Street, Qormi QRM 3101

Tel: 2380 2211
Fax: 2380 2475
www.hsbcmalta.com

Lombard Bank Malta p.l.c.

67, Republic Street,
Valletta VLT 1117

Tel: 2124 8411
Fax: 2558 1150
www.lombardmalta.com

Rizzo, Farrugia & Co. (Stockbrokers) Ltd

Airways House, Third Floor,
High Street, Sliema SLM 1549

Tel: 2258 3000
Fax: 2258 3001
www.rizzofarrugia.com

INVESTMENT SERVICES PROVIDERS

APS Bank Ltd

Investment Services Unit, APS Centre
Level 2, Tower Street, B'Kara BKR 4012

Tel: 2560 3362
Fax: 2560 3001
www.apsbank.com.mt

HSBC Bank (Malta) p.l.c.

HSBC Shareshop, High Street,
Sliema SLM 1549

Tel: 2380 2381
Fax: 2380 6046
www.hsbcmalta.com

Michael Grech Financial Investment Services Ltd

The Brokerage, St Marta Street,
Victoria Gozo VCT 2550

Tel: 2155 4492
Fax: 2155 9199
www.michaelgrechfinancial.com





Bank of Valletta p.l.c.
58, Zachary Street
Valletta VLT 1130
Malta

