

Form of Final Terms

Final Terms dated 22 July 2015



€30,000,000 Bond Issuance Programme
of a nominal value of €100,000 per Bond

Tranche No: **1**

€20,000,000 Guaranteed Notes

Issued by: Ferratum Bank p.l.c. (the Issuer)
Guaranteed by: Ferratum Oyj (the Guarantor)

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Bonds in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a “**Relevant Member State**”) will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Bonds. Accordingly any person making or intending to make an offer of the Bonds may only do so in circumstances in which no obligation arises for the Issuer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

The Issuer has not authorised, nor does it authorise, the making of any offer of Bonds in any other circumstances.

The expression “**Prospectus Directive**” means Directive 2003/71/EC (and amendments thereto, including the Directive 2010/73/EU, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State.

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 17 July 2015 which was approved by the Listing Authority in Malta on the 17 July 2015 constitute/s a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 as amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010 to the extent that such amendments have been implemented in a relevant Member State) (the “Prospectus Directive”).

This document constitutes the Final Terms of the Bonds described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Bonds 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 registered address of the Issuer and on the websites of (a) the Listing Authority during a period of twelve months from the date of the Base Prospectus and (b) the Issuer (www.ferratumbank.com) and copies may be obtained free of charge from the registered address of the Issuer (Tagliaferro Business Centre, Level 6, 14 High Street, Sliema SLM 1551, Malta).

1. Issuer	Ferratum Bank p.l.c. (duly incorporated under the laws of Malta under registration number C-56251)
2. Guarantor	Ferratum Oyj (duly incorporated under the laws of Finland under registration number 1950969-1)
3. Tranche Number	1
4. Specified Currency(ies)	EUR
5. Aggregate Nominal Amount:	
(i) Tranche	EUR 20,000,000
6. (i) Issue Price of Tranche	EUR 100,000
(ii) Total Proceeds	EUR 20,000,000
7. (i) Issue Date	22 July 2015
(ii) Interest Commencement Date	22 July 2015
8. Maturity Date	21 January 2017
9. Redemption Value	Redemption at Par
10. Register Cut-Off Date	Fifteen (15) days prior to the Interest Payment Dates
11. Dates of the corporate authorisations for Bond issue	Resolution of the Board of Directors of the (i) Issuer - dated 13 May 2015 (ii) Guarantor – dated 2 June 2015
INTEREST	
12. Rate of Interest:	Four point nine (4.9) per cent (%) per annum payable annually and on maturity in arrear
13. Interest Payment Date(s):	21 July 2016 and 21 January 2017
REDEMPTION	
14. Early redemption option	As per ‘Redemption’ section of the Base Prospectus
GENERAL PROVISIONS	
15. Taxation	As per ‘Taxation’ section of the Base Prospectus

PURPOSE OF FINAL TERMS

These Final Terms comprise the Final Terms required for the admission to trading on the Official List of the EWSM of the Bonds described herein pursuant to the €30,000,000 Bond Issuance Programme of Ferratum Bank p.l.c.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms. The audit report has been extracted from the audited financial statements. 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 thereby, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of Ferratum Bank p.l.c.
Duly represented by:

Lea Liigus
Chief Executive Officer
Ferratum Bank p.l.c.

PART B – OTHER INFORMATION

1. ADMISSION TO TRADING AND LISTING	
(i) Listing	EWSM
(ii) Admission to trading	Trading of the Bonds can be executed Over The Counter as from 22 July 2015.
2. INTEREST OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER	
Save for the fees payable to the Manager in connection with the Issue of Bonds, so far as the Issuer is aware, no person involved in the offer of the Bonds has an interest material to the offer. The Manager and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.	
3. YIELD	
(i) Indication of Yield	Four point nine (4.9) per cent (%)
(ii) Method of Calculating the Yield	The gross yield calculated on the basis of the Rate of Interest (4.9%), the Bond Issue Price (EUR 100,000) and the Redemption Value (EUR 100,000) of the Bonds at Maturity Date, is four point nine (4.9) per cent (%).
4. OPERATIONAL INFORMATION	
(i) ISIN Code	MT0000911207
(ii) Delivery	Delivery against payment
(iii) Names and addresses of Paying Agent	Malta Stock Exchange Garrison Chapel Castille Place Valletta VLT1063 Malta