

**MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS, ELIGIBLE COUNTERPARTIES AND RETAIL INVESTORS (SWITZERLAND ONLY) TARGET MARKET -**

Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes (as defined below) has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients (for retail clients, in Switzerland only), each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"), and (ii) all channels for distribution of the Notes are appropriate including investment advice, portfolio management, non advised sales and pure execution services and (iii) the following channels for distribution of the Notes to retail clients in Switzerland are appropriate – investment advice, portfolio management, non-advised sales and pure execution services – subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels. For the avoidance of doubt, distribution to retail clients domiciled in Switzerland is permissible.

23 February 2023

**Final Terms**

CHF 150,000,000

2.125 per cent. Preferred Senior Green Notes due 27 February 2026

issued pursuant to the

**€ 25,000,000,000**

**Offering Programme**

dated 30 March 2022

of

**Berlin Hyp AG**

Issue Price: 100.245 per cent.

Issue Date: 27 February 2023

Trade Date: 9 February 2023

Series No.: 1

Tranche No.: 1

These Final Terms dated 23 February 2023 (the "**Final Terms**") must be read with the Base Prospectus dated 30 March 2022, including any supplements thereto (together, the "**Base Prospectus**"). The Base Prospectus, the supplement dated 8 July 2022 and the supplement dated 4 October 2022 have been published on the website of the Issuer [www.berlinhyp.de](https://www.berlinhyp.de) (see <https://www.berlinhyp.de/en/investors>).

**PART I. Terms and Conditions**  
**TEIL I. Emissionsbedingungen**

This PART I. of the Final Terms is to be read in conjunction with the set of Terms and Conditions of the Securities that apply to Fixed Rate Notes set forth in the Base Prospectus as Option I. Capitalised terms shall have the meanings specified in the Terms and Conditions of the Securities.

*Dieser TEIL I. der Endgültigen Bedingungen ist in Verbindung mit dem Satz der Emissionsbedingungen der Wertpapiere, der auf Festverzinsliche Schuldverschreibungen Anwendung findet, zu lesen, der als Option I im Basisprospekt enthalten ist. Begriffe, die in den Emissionsbedingungen der Wertpapiere definiert sind, haben dieselbe Bedeutung, wenn sie in diesen Endgültigen Bedingungen verwendet werden.*

All references in this Part I. of the Final Terms to numbered paragraphs and subparagraphs are to paragraphs and subparagraphs of the Terms and Conditions of the Securities.

*Bezugnahmen in diesem TEIL I. der Endgültigen Bedingungen auf Paragraphen und Absätze beziehen sich auf die Paragraphen und Absätze der Emissionsbedingungen der Wertpapiere.*

The placeholders in the provisions of the Terms and Conditions of the Securities which are applicable to the Notes shall be deemed to be completed by the information contained in the Final Terms as if such information were inserted in the placeholder of such provisions. All provisions in the Terms and Conditions of the Securities which are not selected and not completed by the information contained in the Final Terms shall be deemed to be deleted from the terms and conditions applicable to the Notes.

*Die Platzhalter in den auf die Schuldverschreibungen anwendbaren Bestimmungen der Emissionsbedingungen der Wertpapiere gelten als durch die in den Endgültigen Bedingungen enthaltenen Angaben ausgefüllt, als ob die Platzhalter in den betreffenden Bestimmungen durch diese Angaben ausgefüllt wären. Sämtliche Optionen der Emissionsbedingungen der Wertpapiere, die nicht durch die in den Endgültigen Bedingungen enthaltenen Angaben ausgewählt und ausgefüllt wurden, gelten als in den auf die Schuldverschreibungen anwendbaren Bedingungen gestrichen.*

Consolidated Terms and Conditions of the Securities will be attached to the relevant global note(s) representing the Notes and a copy of such consolidated Terms and Conditions of the Securities will be provided – free of charge - as a separate document to investors upon request at the registered office of the Issuer. **Such consolidated Terms and Conditions of the Securities will not be part of the relevant Final Terms, neither as an annex nor as an integral part of the Final Terms and such consolidated Terms and Conditions of the Securities will not be filed with or sent to any Competent Authority.**

*Konsolidierte Emissionsbedingungen der Wertpapiere werden der/den maßgeblichen Globalurkunde(n), durch die die Schuldverschreibungen verbrieft werden, angefügt. Eine Kopie der konsolidierten Emissionsbedingungen der Wertpapiere wird Investoren auf Anfrage am Sitz der Emittentin als separates Dokument kostenlos ausgehändigt. **Diese konsolidierten Emissionsbedingungen der Wertpapiere sind kein Bestandteil der maßgeblichen Endgültigen Bedingungen und werden weder als Anhang den Endgültigen Bedingungen beigefügt noch sind sie integraler Bestandteil der Endgültigen Bedingungen. Die konsolidierten Bedingungen werden auch nicht bei der maßgeblichen Zuständigen Behörde hinterlegt oder dieser mitgeteilt.***

The Final Terms and the separate document containing the consolidated Terms and Conditions of the Securities will be published on the website of the Issuer [www.berlinhyp.de](http://www.berlinhyp.de) (see <https://www.berlinhyp.de/en/investors/base-prospectus-final-terms>).

*Die Endgültigen Bedingungen und das separate Dokument, welches die konsolidierten Emissionsbedingungen der Wertpapiere, sofern anwendbar, enthält, werden auf der Website der Emittentin [www.berlinhyp.de](http://www.berlinhyp.de)*

*(siehe <https://www.berlinhyp.de/en/investors/base-prospectus-final-terms>) veröffentlicht.*

**Language of Conditions**  
**Sprache der Bedingungen**

- German only  
*ausschließlich Deutsch*
- English only  
*ausschließlich Englisch*
- English and German (English controlling)  
*Englisch und Deutsch (englischer Text maßgeblich)*
- German and English (German controlling)  
*Deutsch und Englisch (deutscher Text maßgeblich)*

**CURRENCY, DENOMINATION, FORM, CERTAIN DEFINITIONS (§1)**  
**WÄHRUNG, STÜCKELUNG, FORM, DEFINITIONEN (§1)**

**Currency and Denomination**  
**Währung und Stückelung**

Specified Currency <i>Festgelegte Währung</i>	CHF Swiss Franc (" <b>CHF</b> ") <i>CHF Schweizer Franken ("<b>CHF</b>")</i>
Aggregate Principal Amount <i>Gesamtnennbetrag</i>	CHF 150,000,000 <i>CHF 150.000.000</i>
Specified Denomination(s) <i>Stückelung/Stückelungen</i>	CHF 5,000 <i>CHF 5.000</i>
Number of Notes to be issued in the Specified Denomination <i>Zahl der in jeder Stückelung auszugebenden Schuldverschreibungen</i>	30,000 <i>30.000</i>

The Notes are documented by a permanent global note (the "**Permanent Global Note**") without coupons. The Permanent Global Note shall be signed by by or on behalf of authorised signatories of the Issuer. Definitive Notes and interest coupons will not be issued. Once the Permanent Global Note is deposited with the Clearing System and entered into the accounts of one or more participants of the Clearing System, the Notes will constitute intermediated securities ("**Intermediated Securities**") in accordance with the provisions of the Swiss Federal Intermediated Securities Act (*Bucheffektengesetz*). The records of the Clearing System will determine the number of Notes held through each participant in that Clearing System.

Each Holder shall have a proportionate co-ownership interest in the Permanent Global Note to the extent of his claim against the Issuer, provided that for so long as the Permanent Global Note remains deposited with the Clearing System the co-ownership interest shall be suspended and the Notes may only be transferred by the entry of the transferred Notes in a securities account of the transferee, as set out in the provisions of the Swiss Federal Intermediated Securities Act regarding the transfer of Intermediated Securities.

*Die Schuldverschreibungen sind durch eine Dauerglobalurkunde (die "**Dauerglobalurkunde**") ohne Zinsscheine dokumentiert. Die Dauerglobalurkunde trägt die Unterschriften ordnungsgemäß bevollmächtigter Vertreter der Emittentin oder ist in deren Namen unterschrieben. Einzelurkunden und Zinsscheine werden nicht ausgegeben. Sobald die Dauerglobalurkunde beim Clearing System hinterlegt ist und den Effektenkonten eines oder mehrerer Teilnehmer des Clearing Systems gutgeschrieben wurde, stellen die Schuldverschreibungen Bucheffekten ("**Bucheffekten**") gemäß den Bestimmungen des schweizerischen Bucheffektengesetzes dar. Die Unterlagen des Clearing Systems bestimmen die Anzahl der Schuldverschreibungen, welche durch jeden Teilnehmer des Clearing Systems gehalten wird.*

*Jedem Gläubiger steht im Umfang seiner Forderungen gegen die Emittentin ein sachenrechtlicher Miteigentumsanteil an der Dauerglobalurkunde zu, wobei, solange die Dauerglobalurkunde beim Clearing System hinterlegt ist, dieser Miteigentumsanteil suspendiert ist und über die*

Schuldverschreibungen nur durch Gutschrift der zu übertragenden Schuldverschreibungen in einem Effektenkonto des Empfängers gemäß den Bestimmungen des schweizerischen Bucheffektengesetzes über die Übertragung von Bucheffekten verfügt werden kann.

### **Pfandbriefe**

- Mortgage Pfandbriefe  
*Hypothekenpfandbriefe*
- Public Sector Pfandbriefe  
*Öffentliche Pfandbriefe*
- Jumbo-Pfandbriefe  
*Jumbo-Pfandbriefe*
  - Mortgage Pfandbriefe  
*Hypothekenpfandbriefe*
  - Public Sector Pfandbriefe  
*Öffentliche Pfandbriefe*

### **New Global Note (NGN) Neue Globalurkunde (New Global Note – NGN)**

**No  
Nein**

- TEFRA C**  
**TEFRA C**
  - Permanent Global Notes  
*Dauerglobalurkunde*
- TEFRA D**  
**TEFRA D**
  - Permanent Global Note (in accordance with Swiss market practice)  
*Dauerglobalurkunde (In Übereinstimmung mit Schweizer Marktpraxis)*
- Neither TEFRA D nor TEFRA C**  
**Weder TEFRA D noch TEFRA C**
  - Permanent Global Notes  
*Dauerglobalurkunde*

### **Certain Definitions**

#### **Definitionen**

Clearing System

- Clearstream Banking AG, Frankfurt am Main  
Mergenthalerallee 61  
65760 Eschborn  
Federal Republic of Germany
- Clearstream Banking S.A., Luxembourg  
42 Avenue JF Kennedy  
1855 Luxembourg  
Luxembourg
- Euroclear Bank SA/NV  
1 Boulevard du Roi Albert II  
1210 Brussels  
Belgium

- Other (specify)  
*Sonstige (angeben)* SIX SIS Ltd  
SIX SIS Ltd
- Address (specify)  
*Adresse (angeben)* Baslerstrasse 100  
4601 Olten  
Switzerland  
Baslerstrasse 100  
4601 Olten  
Schweiz

**Status (§ 2)**  
**Status (§ 2)**

- Unsubordinated  
*Nicht-nachrangig*
  - Eligible  
*Berücksichtigungsfähig*
- Unsubordinated non-preferred  
*Nicht-nachrangig nicht-bevorrechtigt*
- Subordinated  
*Nachrangig*

**INTEREST (§ 3)**  
**ZINSEN (§ 3)**

- **Fixed Rate Notes (Option I)**  
**Festverzinsliche Schuldverschreibungen (Option I)**

**Rate of Interest and Interest Payment Dates**  
**Zinssatz und Zinszahlungstage**

Rate of Interest <i>Zinssatz</i>	2.125 per cent. <i>per annum</i> 2,125 % <i>pro Jahr</i>
Interest Commencement Date <i>Verzinsungsbeginn</i>	27 February 2023 27. Februar 2023
Fixed Interest Date(s) <i>Festzinstermine(e)</i>	27 February in each year 27. Februar eines jeden Jahres
First Interest Payment Date <i>Erster Zinszahlungstag</i>	27 February 2024 27. Februar 2024
Initial Broken Amount(s) per specified denomination <i>Anfängliche(r) Bruchteilzinsbetrag(-beträge) für jede festgelegte Stückelung</i>	Not applicable <i>Nicht anwendbar</i>
Initial Broken Amount per aggregate principal amount <i>Anfänglicher Bruchteilzinsbetrag bezogen auf den Gesamtnennbetrag</i>	Not applicable <i>Nicht anwendbar</i>
Fixed Interest Date preceding the Maturity Date <i>Festzinstermine, die dem Fälligkeitstag vorangehen</i>	Not applicable <i>Nicht anwendbar</i>
Final Broken Amount(s) per specified denomination <i>Abschließende(r) Bruchteilzinsbetrag(-beträge) für jede festgelegte Stückelung</i>	Not applicable <i>Nicht anwendbar</i>
Final Broken Amount per aggregate principal amount <i>Abschließender Bruchteilzinsbetrag bezogen auf den Gesamtnennbetrag</i>	Not applicable <i>Nicht anwendbar</i>

- Step-Up Notes**  
*Stufenzinsschuldverschreibungen*
- Step-up/Step-down Notes**  
*Stufenzinsschuldverschreibungen*
- Floating Rate Notes (Option II)**  
*Variabel verzinsliche Schuldverschreibungen (Option II)*
- Zero Coupon Notes (Option III)**  
*Nullkupon-Schuldverschreibungen (Option III)*

**Day Count Fraction**  
**Zinstagequotient**

- Actual/Actual
- Actual/Actual (ICMA)
- Actual/365 (Fixed)
- Actual/360 (Eurozinismethode)
- 30E/360 (Eurobond Basis)
- 30E/360 (ISDA)
- 30/360 or 360/360 (Bond Basis)

**PAYMENTS (§ 4)**  
**ZAHLUNGEN (§ 4)**

**Payment Business Day**  
**Zahlungstag**

Relevant Financial Centre(s) (specify all)  
*Relevante Finanzzentren (alle angeben)*

TARGET2, Zurich  
TARGET2, Zürich

**Adjusted/Unadjusted**  
**Mit oder ohne Anpassung**

Unadjusted  
*Ohne Anpassung*

**REDEMPTION (§ 5)**  
**RÜCKZAHLUNG (§ 5)**

**Final Redemption**  
**Rückzahlung bei Endfälligkeit**

- Maturity Date  
*Fälligkeitstag* 27 February 2026  
27. Februar 2026
- Redemption Month  
*Rückzahlungsmonat*

**Final Redemption Amount**  
**Rückzahlungsbetrag**

- Principal amount  
*Nennbetrag*

- Final Redemption Amount (per specified denomination)  
*Rückzahlungsbetrag (für jede festgelegte Stückelung)*

**Early Redemption**  
***Vorzeitige Rückzahlung***

Early Redemption at the Option of the Issuer **No**  
*Vorzeitige Rückzahlung nach Wahl der Emittentin* **Nein**

Early Redemption in case of MREL-Event **Yes**  
*Vorzeitige Rückzahlung im Falle eines MREL-Ereignisses* **Ja**

Early Redemption at the Option of a Holder **No**  
*Vorzeitige Rückzahlung nach Wahl des Gläubigers* **Nein**

**FISCAL AGENT AND PAYING AGENT (§ 6)**  
***DIE EMISSIONSSTELLE UND ZAHLSTELLE (§ 6)***

Fiscal and Paying Agent  
*Emissions- und Zahlstelle*

- Berlin Hyp AG  
Corneliusstraße 7  
10787 Berlin  
Federal Republic of Germany
- Other: Swiss Principal Paying Agent  
*Anderer: Schweizer Hauptzahlstelle*
- UBS AG  
Postfach  
8098 Zurich  
Switzerland

Calculation Agent/specified office  
*Berechnungsstelle/bezeichnete Geschäftsstelle*

- Berlin Hyp AG  
Corneliusstraße 7  
10787 Berlin  
Federal Republic of Germany
- Other (set forth details in full here)  
*Anderer (Einzelheiten einfügen)*

Required location of Calculation Agent (specify)  
*Vorgeschriebener Ort für Berechnungsstelle (angeben)*

- Additional Paying Agent(s)/specified office(s)  
*Zusätzliche Zahlstelle(n)/bezeichnete Geschäftsstelle(n)*

**EVENTS OF DEFAULT (§ 9)** **Yes**  
***KÜNDIGUNG (§ 9)*** **Ja**

**SUBSTITUTION (§ 10)** **Yes**  
***ERSETZUNG (§ 10)*** **Ja**





## Part II.: OTHER INFORMATION

**Interests of natural and legal persons, including conflict of interests, involved in the issue/offer** None

**Reasons for the offer  
(if different from making profit and/or hedging certain risks)**

The net proceeds of the Green Notes will be used exclusively to refinance Eligible Assets as defined in Berlin Hyp's Green Bond Framework (most current version as of the date of the issuance of the Notes); published on the Issuer's green bond website [www.berlinhyp.de/en/investors/green-bonds](http://www.berlinhyp.de/en/investors/green-bonds).

Estimated net proceeds CHF 149,995,000.00

Estimated total expenses of the issue Not applicable

### Securities Identification Numbers

ISIN Code CH1244731795

Common Code 258923685

German Securities Code Not applicable

Any other securities number 124'473'179 (Valor, Swiss security code)

**Yield** 2.040 per cent. per annum

Method of calculating the yield

ICMA method: The ICMA method determines the effective interest rate of Notes taking into account accrued interest on a daily basis.

**Historic Interest Rates**

### Selling Restrictions

TEFRA C

TEFRA D in accordance with usual Swiss practice

Neither TEFRA C nor TEFRA D

Non-exempt Offer Not applicable

Additional Selling Restrictions (specify) Not applicable

### Terms and Conditions of the Offer

Various categories of potential investors to which the Notes are offered

Qualified Investors

Retail Investors domiciled in Switzerland only

Process for notification to applicants of the amount allotted and indication whether dealing may begin before notification is made

Name and address of the co-ordinator(s) of the global offer and of single parts of the offer and, to the extent known to the Issuer or the offeror, of the placers in the various countries where the offer takes place.

None

**Method of distribution**

- Non-syndicated
- Syndicated

Date of Subscription Agreement

23 February 2023

Prohibition of Sales to EEA Retail Investors

Applicable.

Prohibition of Sales to UK Retail Investors	Applicable.
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**Management Details including form of commitment**

Dealer/Management Group (specify)

UBS AG  
Bahnhofstraße 45  
8001 Zurich  
Switzerland

- firm commitment
- no firm commitment/best efforts arrangements

**Consent to use the Base Prospectus**

Not applicable

**Commissions**

Management/Underwriting Commission (specify)

0.175 per cent.

Selling Concession (specify)

Not applicable

Listing Commission (specify)

Not applicable

Other (specify)

Not applicable

**Stabilisation Manager**

None

**Market Maker**

None

**Admission to trading**

Yes

- Berlin Stock Exchange (regulated market)
- Luxembourg Stock Exchange (regulated market)
- Other (insert details)

SIX Swiss Exchange Ltd

**Expected date of provisional admission**

23 February 2023

Regulated markets or equivalent markets on which, to the knowledge of the Issuer, Notes of the same class of the Notes to be offered or admitted to trading are already admitted to trading

- Berlin Stock Exchange (regulated Market)
- Luxembourg Stock Exchange (*Bourse de Luxembourg*)
- Other (insert details)

Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment

Not applicable

**Estimate of the total expenses related to admission to trading**

CHF 8,500

**Rating**

Aa3 (Moody's), A (Fitch)


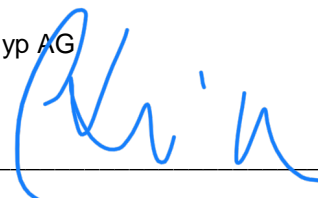
**Third Party Information**

With respect to any information included herein and specified to be sourced from a third party (i) the Issuer confirms that any such information has been accurately reproduced and as far as the Issuer is aware and is able to ascertain from information available to it from such third party, no facts have been omitted the omission of which would render the reproduced information inaccurate or misleading and (ii) the Issuer has not independently verified any such information and accepts no responsibility for the accuracy thereof.

**Listing:**

The above Final Terms comprise the details required to list this issue of Notes (provisional admission to trading as from 23 February 2023) pursuant to the € 25,000,000,000 Offering Programme of Berlin Hyp AG.

Berlin Hyp AG



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