

**MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET** - Solely for the purposes of each 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, 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. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' 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 manufacturers' target market assessment) and determining appropriate distribution channels.

These Final Terms dated 21 January 2020 (the "**Final Terms**") have been prepared for the purpose of Article 5 (4) of Directive 2003/71/EC. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of the Final Terms when read together with the Base Prospectus dated 4 April 2019, including any supplements thereto (the "**Base Prospectus**"). The Base Prospectus and the supplements dated 8 April 2019, 16 August 2019 and 19. November 2019 have been or will be, as the case may be, published on the website of the Issuer [www.berlinhyp.de](http://www.berlinhyp.de) (see <https://www.berlinhyp.de/bhyp/en/investorrelations>). In case of an issue of Notes which are listed on the regulated market of a stock exchange, the Final Terms relating to such Notes will also be published on the website of the Issuer [www.berlinhyp.de](http://www.berlinhyp.de) (see <https://www.berlinhyp.de/bhyp/en/investorrelations>).

21 January 2020

**Final Terms**

Euro 30,000,000 0.089 per cent. Senior Preferred Notes due 23 January 2025

issued pursuant to the

**€ 25,000,000,000**  
**Offering Programme**

dated 4 April 2019

of

**Berlin Hyp AG**

Issue Price: 100.00 per cent.

Issue Date: 23 January 2020

Tranche No.: 1

**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.*

The Final Terms will be published on the website of the Issuer [www.berlinhyp.de](http://www.berlinhyp.de) (see <https://www.berlinhyp.de/bhyp/de/presse/mediacenter/archivendgueltigebedingungen>).

*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/bhyp/de/presse/mediacenter/archivendgueltigebedingungen>) 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>	Euro (" <b>EUR</b> ") <i>Euro („EUR“)</i>
Aggregate Principal Amount <i>Gesamtnennbetrag</i>	EUR 30,000,000 <i>EUR 30.000.000</i>
Specified Denomination(s) <i>Stückelung/Stückelungen</i>	EUR 100,000 <i>EUR 100.000</i>
Number of Notes to be issued in the Specified Denomination <i>Zahl der in jeder Stückelung auszugebenden Schuldverschreibungen</i>	300 300

**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**
  - Temporary Global Notes exchangeable for a Permanent Global Notes  
*Vorläufige Globalurkunde austauschbar gegen eine Dauerglobalurkunde*
- 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 SA, 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)*

#### Status (§ 2)

#### Status (§ 2)

- Unsubordinated  
*Nicht-nachrangig*
  - Non-preferred  
*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>	0.089 per cent. <i>per annum</i> 0,089 % <i>per annum</i>
Interest Commencement Date <i>Verzinsungsbeginn</i>	23 January 2020 23. Januar 2020
Fixed Interest Date(s) <i>Festzinstermine(e)</i>	23 January in each year 23. Januar eines jeden Jahres
First Interest Payment Date <i>Erster Zinszahlungstag</i>	23 January 2021 23. Januar 2021
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  
*Anfänglicher Bruchteilszinsbetrag bezogen auf den Gesamtnennbetrag* Not applicable  
*Nicht anwendbar*

Fixed Interest Date preceding the Maturity Date  
*Festzinstermine, der dem Fälligkeitstag vorangeht* Not applicable  
*Nicht anwendbar*

Final Broken Amount(s) per specified denomination  
*Abschließende(r) Bruchteilszinsbetrag(-beträge)  
für jede festgelegte Stückelung* Not applicable  
*Nicht anwendbar*

Final Broken Amount per aggregate principal amount  
*Abschließender Bruchteilszinsbetrag bezogen auf den Gesamtnennbetrag* Not applicable  
*Nicht anwendbar*

**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)* TARGET  
TARGET

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

Unadjusted  
*Ohne Anpassung*

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

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

Maturity Date  
*Fälligkeitstag* 23 January 2025  
23. Januar 2025

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

**Early Redemption Amount**  
***Vorzeitiger Rückzahlungsbetrag***

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

Fiscal and Paying Agent  
*Emissions- und Zahlstelle*

- Berlin Hyp AG  
Budapester Strasse 1  
10787 Berlin  
Federal Republic of Germany
- Other (set forth details in full here)  
*Andere (Einzelheiten einfügen)*

Calculation Agent/specified office  
*Berechnungsstelle/bezeichnete Geschäftsstelle*

- Berlin Hyp AG  
*Andere (Einzelheiten einfügen)*  
Budapester Strasse 1  
10787 Berlin  
Federal Republic of Germany
- Other (set forth details in full here)  
*Andere (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)**  
***KÜNDIGUNG (§ 9)***

**No**  
***Nein***

**NOTICES (§ 10)**  
**MITTEILUNGEN (§ 10)**

**Place and expected medium of publication**  
**Ort und voraussichtliches Medium der Bekanntmachung**

- Federal Republic of Germany (Federal Gazette)  
*Bundesrepublik Deutschland (Bundesanzeiger)*
- Grand Duchy of Luxembourg (www.bourse.lu)  
*Großherzogtum Luxemburg (www.bourse.lu)*
- Clearing System  
*Clearing System*
- Other (specify)  
*Sonstige (angeben)*

**AMENDMENTS TO THE TERMS AND CONDITIONS**  
**OTHER THAN PFANDBRIEFE (§ 13)**  
**ÄNDERUNGEN DER ANLEIHEBEDINGUNGEN**  
**AUSSER PFANDBRIEFEN (§ 13)**

Applicable  
*Anwendbar*

**No**  
**Nein**

## 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)** Not applicable

Estimated net proceeds EUR 30,000,000

Estimated total expenses of the issue EUR 2,500

### Eurosystem eligibility

- Intended to be held in a manner which would allow ECB eligibility (in classical global note form (CGN)) That simply means that the Notes are intended upon issue to be deposited with Clearstream Banking AG, Frankfurt, and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria (ECB eligibility).
- Intended to be held in a manner which would allow ECB eligibility (in new global note form (NGN))

### Securities Identification Numbers

Legal Entity Identifier (LEI): 529900C4RSSBWXBYSY931

ISIN Code DE000BHY0BY8

Common Code 210898182

German Securities Code BHY0BY

Any other securities number Not applicable

**Yield** 0.089 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.

Specify other method

**Historic Interest Rates**

### Selling Restrictions

TEFRA C

TEFRA D



Neither TEFRA C nor TEFRA D

Non-exempt Offer

Not applicable

Additional Selling Restrictions (specify)

Not applicable

### **Taxation**

Information on taxes on the income from the Notes withheld at source in respect of countries where the offer is being made or admission to trading is being sought

None

### **Terms and Conditions of the Offer**

Various categories of potential investors to which the Notes are offered

Qualified Investors

Retail Investors

### **Method of distribution**

Non-syndicated

Syndicated

Date of Subscription Agreement

Not applicable

Prohibition of Sales to EEA Retail Investors

Not Applicable

(If the Notes may constitute “packaged” products and no KID will be prepared, “Applicable” should be specified.)

### **Management Details including form of commitment**

Dealer/Management Group (specify)

Commerzbank Aktiengesellschaft  
Kaiserstrasse 16 (Kaiserplatz)  
60311 Frankfurt am Main  
Germany

firm commitment

no firm commitment/best efforts arrangements

### **Consent to use the Prospectus**

Each Dealer and/or financial intermediary appointed by such Dealer placing or subsequently reselling the Notes is entitled to use and to rely upon the Prospectus. The Prospectus may only be delivered to potential investors

Not applicable. The Issuer does not consent to the use of the Prospectus.

together with all supplements published before the respective date of such delivery. Any supplement to the Prospectus is available for viewing in electronic form on the website of the Issuer. When using the Prospectus, each Dealer and/or relevant financial intermediary must ensure that it complies with all applicable laws and regulations in force in the respective jurisdiction at the time.

### Commissions

Management/Underwriting Commission (specify)	Not applicable
Selling Concession (specify)	Not applicable
Listing Commission (specify)	Not applicable
Other (specify)	Not applicable

**Stabilising Manager** None

**Market Maker** None

**Listing(s)** Yes

- Berlin Stock Exchange (regulated market)
- Luxembourg
  - regulated market (*Bourse de Luxembourg*)
  - unregulated market (Euro MTF)
- Other (insert details)

**Expected date of admission** 23 January 2020

**Estimate of the total expenses related to admission to trading** EUR 1,500

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 (*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

**Rating**

A+ (Fitch Inc., Fitch Ratings Ltd.)  
Aa2 (Moody's Investors Service Ltd.)

**Listing:**

The above Final Terms comprise the details required to list this issue of Notes (as from 23 January 2020) pursuant to the € 25,000,000,000 Offering Programme of Berlin Hyp AG.

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