

**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 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and 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, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

These Final Terms dated 8 February 2021 (the "**Final Terms**") have been prepared for the purpose of Article 8 (5) in conjunction with Article 25 (4) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, as amended. 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 31 March 2020, including the supplement dated 17 August 2020 and 13 November 2020 (together, the "**Base Prospectus**"). The Base Prospectus has 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>).

2 March 2021

#### **Final Terms**

EUR 25,000,000 0.50 per cent. Senior Unsecured Preferred Notes due 4 March 2030  
(to be consolidated, form a single issue with and increase the aggregate principal amount of the  
EUR 50,000,000 0.50 per cent. Senior Unsecured Preferred Notes due 4 March 2030  
issued on 4 March 2021)

issued pursuant to the

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

dated 31 March 2020

of

**Berlin Hyp AG**

Issue Price: 103.05 per cent.

Issue Date: 4 March 2021

Tranche No.: 2

#### **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 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 ("EUR") <i>Euro („EUR“)</i>
Aggregate Principal Amount <i>Gesamtnennbetrag</i>	EUR 25,000,000 <i>EUR 25.000.000</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	250

**Pfandbriefe**

- Mortgage Pfandbriefe  
*Hypothek enpfandbriefe*
- Public Sector Pfandbriefe  
*Öffentliche Pfandbriefe*
- Jumbo-Pfandbriefe  
*Jumbo-Pfandbriefe*
  - Mortgage Pfandbriefe  
*Hypothek enpfandbriefe*
  - 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 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)*

**Status (§ 2)**

**Status (§ 2)**

- Unsubordinated Not eligible  
*Nicht-nachrangig* *Nicht berücksichtigungsfähig*

- 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 0.50 per cent. *per annum*  
*Zinssatz* *0,50 % per annum*

Interest Commencement Date 4 March 2021  
*Verzinsungsbeginn* *4. März 2021*

Fixed Interest Date(s) 4 March in each year  
*Festzinstermine* *4. März eines jeden Jahres*

First Interest Payment Date 4 March 2022  
*Erster Zinszahlungstag* *4. März 2022*

Initial Broken Amount(s) per specified denomination  
*Anfängliche(r) Bruchteilzinsbetrag(-beträge)*  
*für jede festgelegte Stückelung*

Initial Broken Amount per aggregate principal amount  
*Anfänglicher Bruchteilzinsbetrag bezogen auf den Gesamtnennbetrag*

Fixed Interest Date preceding the Maturity Date  
*Festzinstermine, die dem Fälligkeitstag vorangehen*

Final Broken Amount(s) per specified denomination  
*Abschließende(r) Bruchteilzinsbetrag(-beträge)*  
*für jede festgelegte Stückelung*

Final Broken Amount per aggregate principal amount  
*Abschließender Bruchteilzinsbetrag bezogen auf den Gesamtnennbetrag*

- 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*
- Redemption Month  
*Rückzahlungsmonat*

4 March 2030  
*4. März 2030*

**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**  
**Vorzeitige Rückzahlung nach Wahl der Emittentin**

No  
Nein

**Early Redemption at the Option of a Holder**  
**Vorzeitige Rückzahlung nach Wahl des Gläubigers**

No  
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 Str. 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  
Budapester Str. 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**

**SUBSTITUTION (§ 10)**  
**ERSETZUNG (§ 10)**

**No**  
**Nein**

**NOTICES (§ 12)**  
**MITTEILUNGEN (§ 12)**

**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 25,762,500.00

Estimated total expenses of the issue EUR 2,500.00

(set forth details in full here broken into each principal intended use and presented by order of priority of such uses)

### 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): 529900C4RSSBW XBSY931

ISIN Code DE000BHY0HS7

Common Code 231080635

German Securities Code BHY0HS

Any other securities number

**Yield** 0.158 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 and UK 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 (specify)

DekaBank Deutsche Girozentrale  
Mainzer Landstraße 16  
Frankfurt am Main  
Germany

- firm commitment
- no firm commitment/best efforts arrangements

## Consent to use the Base 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 Base Prospectus. The Base Prospectus may only be delivered to potential investors together with all supplements published before the respective date of such delivery. Any supplement to the Base Prospectus is available for viewing in electronic form on the website of the Issuer. When using the Base 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.

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

**Commissions** Not Applicable

Management/Underwriting Commission (specify)

Selling Concession (specify)

Listing Commission (specify)

Other (specify)

**Stabilising Manager** None

**Market Maker** None

**Admission to trading** Yes

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

**Expected date of admission** 4 March 2021

**Estimate of the total expenses related to admission to trading** EUR 1,500.00

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

**Rating**

AA- (Fitch), Aa2 (Moody's)

**Listing:**

The above Final Terms comprise the details required to list this issue of Notes (as from 4 March 2021) pursuant to the € 25,000,000,000 Offering Programme of Berlin Hyp AG.