

**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.

**UK MIFIR 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, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**") and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**UK MiFIR**"); and 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") 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.

21 January 2022

**Final Terms**

Euro 500,000,000

0.375 per cent. Green Senior Preferred Notes due 25 January 2027

issued pursuant to the

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

dated 31 March 2021

of

**Berlin Hyp AG**

Issue Price: 99.817 per cent.

Issue Date: 25 January 2022

Trade Date: 18 January 2022

Tranche No.: 1

These Final Terms dated 21 January 2022 (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 2021, including any supplements thereto (the "**Base Prospectus**"). The Base Prospectus, the supplement dated 12 August 2021 and the supplement dated 11 November 2021 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>).

## **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/en/investors/base-prospectus-final-terms>).

*Die Endgültigen Bedingungen 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  
*Festgelegte Währung*

Euro ("EUR")  
*Euro ("EUR")*

Aggregate Principal Amount <i>Gesamtnennbetrag</i>	EUR 500,000,000 <i>EUR 500.000.000</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>	5,000 <i>5.000</i>

#### **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 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  
*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 0.375 per cent. *per annum*  
*Zinssatz* 0,375 % *per annum*

Interest Commencement Date 25 January 2022  
*Verzinsungsbeginn* 25. Januar 2022

Fixed Interest Date(s) 25 January of each year  
*Festzinstermine(e)* 25. Januar eines jeden Jahres

First Interest Payment Date 25 January 2023  
*Erster Zinszahlungstag* 25. Januar 2023

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, der dem Fälligkeitstag vorangeht*

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*

- 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)*

TARGET  
TARGET

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

Unadjusted  
*Ohne Anpassung*

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

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

- Maturity Date  
*Fälligkeitstag* 25 January 2027  
25. Januar 2027
- 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**  
***Vorzeitige Rückzahlung nach Wahl der Emittentin***

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

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

**No**  
***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 (set forth details in full here)  
*Andere (Einzelheiten einfügen)*

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)  
*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)***

**Yes**  
***Ja***

**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*

**Yes  
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 senior preferred notes will be used exclusively to refinance Eligible Green Assets as defined in Berlin Hyp's Green Bond Framework (version December 2021; 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 EUR 497,585,000

Estimated total expenses of the issue EUR 20,000

(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**

ISIN Code DE000BHY0GN0

Common Code 243687543

German Securities Code BHY0GN

Any other securities number

**Yield** 0.412 per cent. per annum

### **Selling Restrictions**

- TEFRA C
- TEFRA D
- 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

### Method of distribution

Non-syndicated

Syndicated

Date of Subscription Agreement 21 January 2022

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.)

Prohibition of Sales to 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/Management Group (specify)

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

Crédit Agricole Corporate and Investment Bank  
12, place des Etats-Unis  
CS 70052  
92547 Montrouge CEDEX  
France

J.P. Morgan AG  
Taunustor 1 (TaunusTurm)  
60310 Frankfurt am Main  
Germany

Landesbank Baden-Württemberg  
Am Hauptbahnhof 2  
70173 Stuttgart  
Germany

UniCredit Bank AG  
Arabellastrasse 12

81925 München  
Germany

Hauck Aufhäuser Lampe Privatbank AG  
Kaiserstrasse 24  
60311 Frankfurt am Main  
Germany

- firm commitment
- no firm commitment/best efforts arrangements

### Consent to use the Base Prospectus

General Consent	Not Applicable
The Issuer consents to the use of this Base Prospectus by the following Dealer(s) and/or financial intermediaries (individual consent):	Not Applicable
Individual consent for the subsequent resale or final placement of Notes by the Dealer(s) and/or financial intermediaries is given in relation to:	Not Applicable
Such consent is also subject to and given under the condition:	Not Applicable
Offer period (" <b>Offer Period</b> ") during which subsequent resale or final placement of Notes by Dealers and/or financial intermediaries can be made:	Not Applicable

### Commissions

Management/Underwriting Commission (specify)	0.30 per cent.
Selling Concession (specify)	Not applicable
Listing Commission (specify)	Not applicable
Other (specify)	Not applicable

**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** 25 January 2022

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

EUR 6.100

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)

**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 (as from 25 January 2022) pursuant to the € 25,000,000,000 Offering Programme of Berlin Hyp AG.