

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II") or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended ("FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II product governance / Professional investors and ECPs 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 only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. 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.

Final Terms dated 18 March 2024

FINGRID OYJ

**Issue of €500,000,000 3.250 per cent. Green Senior Unsecured Notes due 20 March 2034
under the €1,500,000,000 Debt Issuance Programme**

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "Conditions") set forth in the base prospectus dated 4 March 2024 which constitutes a base prospectus (the "Base Prospectus") for the purposes of Regulation (EU) 2017/1129 (the "Prospectus Regulation"). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on Euronext Dublin's website (<https://live.euronext.com/>).

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| 1 | Issuer: | Fingrid Oyj |
| 2 | (i) Series Number: | 20032034 FIXED MEUR500 |

	(ii) Tranche Number:	1
3	Specified Currency:	Euro ("€")
4	Aggregate Nominal Amount of Notes admitted to trading:	
	(i) Series:	€500,000,000
	(ii) Tranche:	€500,000,000
5	Issue Price:	99.254 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000.
	(ii) Calculation Amount:	€1,000
7	(i) Issue Date:	20 March 2024
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	20 March 2034
9	Interest Basis:	3.250 per cent. Fixed Rate
10	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption (as set out below), the Notes will be redeemed on the Maturity Date at par.
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Issuer Call Clean-up Call Make Whole Call For details see paragraph(s) 17 and 19
13	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	20 December 2023

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions:	Applicable
	(i) Rate of Interest:	3.250 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	20 March in each year, commencing on (and including) 20 March 2025 up to (and including) the Maturity Date
	(iii) Fixed Coupon Amount:	€32.50 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)

(vi)	Determination Dates:	20 March in each year
15	Floating Rate Note Provisions:	Not Applicable
16	Zero Coupon Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Call Option	Applicable
(i)	Optional Redemption Date(s):	Any date from and including the Issue Date to but excluding the Maturity Date.
(ii)	Optional Redemption Amount:	Early Redemption Amount calculated in accordance with Condition 6(b) and Make Whole Redemption Amount calculated in accordance with Condition 6(d) and paragraph 17(iii) below
(iii)	Make Whole Redemption Amount:	Non-Sterling Make Whole Redemption Amount
(a)	Reference Bond:	DBR 2.2% due 15 February 2034 (ISIN: DE000BU2Z023)
(b)	Quotation Time:	11:00 a.m. (CET)
(c)	Redemption Margin:	0.15 per cent.
(e)	Par Redemption Date:	20 December 2033
(iv)	If redeemable in part:	Not Applicable
18	Put Option:	Not Applicable
19	Clean-up Call:	Applicable
(a)	Notice Period	As per the Conditions
(b)	Optional Redemption Amount	€1,000 per Calculation Amount
(b)	Clean-up Call Threshold	75 per cent. of the principal amount of the Notes
20	Final Redemption Amount of each Note:	€1,000 per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on Event of Default:	Early Redemption Amount calculated in accordance with Condition 6(b)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22	Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for
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		Definitive Notes in the limited circumstances specified in the Permanent Global Note
23	New Global Note:	Yes
24	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognized 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 the European Central Bank being satisfied that Eurosystem eligibility criteria have been met.
25	Financial Centre(s):	Not Applicable
26	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
27	Relevant Benchmark:	Not Applicable
28.	Stabilising Manager(s), if any:	ING Bank N.V.

Signed on behalf of the Issuer:

By:



Jukka Metsälä
Chief Financial Officer

Duly authorised

By:



Marina Louhija
General Counsel

Duly authorised

PART B - OTHER INFORMATION

1 Listing

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Dublin's regulated market with effect from 20 March 2024.
- (ii) Estimate of total expenses related to admission to trading: €1,050

2 Ratings:

The Notes to be issued have been rated by one or more of the below rating agencies:

S&P Global Rating Europe Limited ("**S&P**"): A+

Fitch Ratings Ltd ("**Fitch**"): AA-

S&P is established in the EEA and registered under Regulation (EU) No 1060/2009, as amended (the "**EU CRA Regulation**"). S&P is not established in the UK and has not applied for registration under Regulation (EU) No 1060/2009 as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "**UK CRA Regulation**"). However, S&P Global Ratings UK Limited has endorsed the ratings of S&P, in accordance with the UK CRA Regulation.

Fitch is established in the UK and registered under UK CRA Regulation. However, Fitch Ratings Ireland Limited, which is established in the EEA and registered under the EU CRA Regulation, has endorsed the ratings of Fitch.

3 Interests of Natural and Legal Persons Involved in the Issue

"Save as discussed in "*Subscription and Sale*", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4 Use of Proceeds and Estimated Net Proceeds

Use of Proceeds: An amount equal to the net proceeds of the issue of the Notes will be used in accordance with the Issuer's Framework to finance and or refinance Eligible Projects.

Estimated Net Proceeds: €494,895,000

5 Yield

Indication of yield: 3.339 per cent. per annum

6 Operational Information

ISIN: XS2784700671

Common Code: 278470067

CFI: DTVNFB

FISN: FINGRID OYJ/VAREMTN 20320300

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Not Applicable

Names and addresses of additional Paying Agent(s) (if any): Not Applicable