

**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 (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; or (iii) not a qualified investor as defined Regulation (EU) 2017/1129 (as amended "**Prospectus Regulation**"). 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**"); (ii) a customer within the meaning of the provisions of the 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; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 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 the 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 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 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.

Final Terms dated 11 April 2023

**Banque Internationale à Luxembourg, société anonyme**  
*(incorporated with limited liability in Luxembourg)*

Legal entity identifier (LEI): 9CZ7TVMR36CYD5TZBS50

Issue of EUR 30,000,000 Floating Rate Notes due 12 April 2028

**(Series Number: 4949-1)**

under the € 10,000,000,000

**Programme for the issue of Euro Medium Term Notes and Warrants**

## Part A– CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the base prospectus dated 24 June 2022 and the supplement to it dated 2 September 2022 which together constitute a base prospectus for the purposes of the Prospectus Regulation (the "Base Prospectus"). 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 in order to obtain all the relevant information. The Base Prospectus has been published on ([www.bil.com](http://www.bil.com)).

1. (i) Series Number: 4949
- (ii) Tranche Number: 1
- (iii) Date on which the Notes will be consolidated and form a single Series: Not Applicable
2. Specified Currency or Currencies: Euro ("EUR")
3. Aggregate Nominal Amount:
  - (i) Series: EUR 30,000,000
  - (ii) Tranche: EUR 30,000,000
4. Issue Price: 100 per cent. of the Aggregate Nominal Amount
5. (i) Specified Denominations: EUR 100,000
- (ii) Calculation Amount: EUR 100,000
6. (i) Issue Date: 12 April 2023
- (ii) Interest Commencement Date: Issue Date
7. Maturity Date: 12 April 2028
8. Interest Basis: Three month EURIBOR + 1.83 per cent. Floating Rate  
(further details specified below)
9. Redemption Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
10. Change of Interest Basis: Not Applicable
11. Put/Call Options: Not Applicable
12. (i) Status of the Notes: Senior Non Preferred – Condition 3(b) of the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes will apply
- (ii) Redemption upon occurrence of an MREL Disqualification Event and amounts payable on redemption thereof: Applicable – Condition 7(i) of the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes will apply

If the Issuer elects to redeem the Notes following the occurrence of an MREL Disqualification Event pursuant to Condition 7(i) of the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes, the Notes shall be redeemed in the amount of EUR 100,000 per Calculation Amount

- (iii) Date Board approval for issuance of Notes obtained: Not Applicable

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

13. Fixed Rate Note Provisions: Not Applicable  
 14. Reset Note Provisions: Not Applicable  
 15. Floating Rate Note Provisions: Applicable

(Condition 5(b) in the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes)

- (i) Interest Period(s): The period beginning on (and including) the Issue Date and ending on (but excluding) the First Specified Interest Payment Date and each successive period beginning on (and including) a Specified Interest Payment Date and ending on (but excluding) the next succeeding Specified Interest Payment Date.
- (ii) Specified Interest Payment Dates: On or nearest to 12 January, 12 April, 12 July and 12 October in each year commencing on the First Interest Payment Date up to, and including, the Maturity Date all subject to adjustment in accordance with the Business Day Convention specified below.
- (iii) First Interest Payment Date: The Specified Interest Payment Date falling on or nearest to 12 July 2023
- (iv) Interest Period Date: Not Applicable
- (v) Business Day Convention: Modified Following Business Day Convention
- (vi) Business Centre(s): TARGET
- (vii) Manner in which the Rate(s) of Interest is/are to be determined: Screen Rate Determination
- (viii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent): Banque Internationale à Luxembourg SA
- (ix) Screen Rate Determination:  
 – Reference Rate: Three month EURIBOR  
 Reference currency : EUR  
 Designated Maturity: 3 months

– Interest Determination Date(s):	Two TARGET Business Days prior to the first day in each Interest Period
– Relevant Screen page:	Reuters Page EURIBOR01
– Relevant Time:	11:00 a.m. Brussels time
– Relevant Financial Centre:	Euro-zone
– CMS Rate definitions:	Not Applicable
– Relevant Screen Page:	Not Applicable
(x) Linear Interpolation:	Not Applicable
(xi) Margin(s):	1.83 per cent. per annum
(xii) Minimum Rate of Interest:	Not Applicable
(xiii) Maximum Rate of Interest:	Not Applicable
(xiv) Day Count Fraction:	Actual/360
(xv) Adjustment of Rate of Interest:	Not Applicable
<b>16.</b> Zero Coupon Note Provisions:	Not Applicable
<b>17.</b> Range Accrual Notes Provisions:	Not Applicable
<b>18.</b> Index Linked Interest Note Provisions	Not Applicable
<b>19.</b> Equity Linked Interest Note Provisions	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

<b>20.</b> Index Linked Redemption Note Provisions	Not Applicable
<b>21.</b> Equity Linked Redemption Note Provisions	Not Applicable
<b>22.</b> Reverse Convertible Notes and Physical Delivery:	Not Applicable
<b>23.</b> Issuer Call Option:	Not Applicable
<b>24.</b> Investor Put Option:	Not Applicable
<b>25.</b> Final Redemption Amount of each Note: (Condition 7(a), Condition 21, Condition 22 in the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes)	EUR 100,000 per Calculation Amount
<b>26.</b> Early Redemption Amount: (Condition 7(b), Condition 11, Condition 21, Condition 22 in the Terms and Conditions of the Senior Notes and the Senior Non Preferred Notes)	As set out in the Terms and Conditions

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

<b>27.</b> Form of Notes:	Bearer Notes
<b>28.</b> New Global Note:	No
	Temporary Global Note exchangeable for a permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note.

- 29.** Green Bond: Yes
- An amount equal to the net proceeds of the Notes will be allocated exclusively to finance or refinance, in full or in part, new or existing loans and investments that seek to achieve positive environmental impacts in accordance with the eligibility criteria detailed in the Green Bond Framework
- (A) Secondary Party Opinion Sustainalytics
- (B) Date of Second Party Opinion 29 April 2022
- 30.** Additional Financial Centre(s): Not Applicable
- 31.** Talons for future Coupons to be attached to Definitive Notes: No

Signed on behalf of the Issuer:

By:

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Duly authorised

## Part B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

Admission to trading:	Application has been made for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange and listing on the official list of the Luxembourg Stock Exchange with effect from 12 April 2023
Estimated expenses in relation to the admission to trading:	EUR 2,700

### 2. RATINGS

Ratings:	Not Applicable
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### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for the fees payable to the Dealers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. YIELD

Indication of yield:	Not Applicable
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### 5. HISTORIC INTEREST RATES

Details of historic three month Euribor rates can be obtained on Bloomberg and Reuters

### 6. PERFORMANCE OF THE SHARE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE SHARE

Not Applicable

### 7. PERFORMANCE OF THE INDEX, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE INDEX

Not Applicable

### 8. OPERATIONAL INFORMATION

ISIN Code:	XS2610210218
Common Code:	261021021
CFI:	Not Applicable
FISN:	Not Applicable
Any clearing system(s) other than Euroclear and Clearstream Luxembourg and the relevant identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of initial Paying Agents:	Banque Internationale à Luxembourg SA
Names and addresses of additional Paying Agents (if any):	Not Applicable

Calculation Agent:

Banque Internationale à Luxembourg SA

Intended to be held in a manner which would allow Eurosystem eligibility:

No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 9. DISTRIBUTION

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| (i) Method of distribution:  | Non-syndicated   |
| (ii) If syndicated, names and addresses of Managers and underwriting commitments/quotas (material features): | Not Applicable   |
| (iii) Date of Subscription Agreement:  | Not Applicable   |
| (iv) Stabilisation Manager(s) (if any):  | Not Applicable   |
| (v) If non-syndicated, name and address of relevant Dealer:  | Skandinaviska Enskilda Banken AB<br>Kungsträdgårdsgatan 8<br>Stockholm 106 40, SE  |
| (vi) Total commission and concession:  | Not Applicable   |
| (vii) U.S. Selling Restrictions and U.S. Federal Income Tax Considerations:                                  | Reg. S Compliance Category 2; TEFRA D. The Notes are not Specified Notes for purposes of Section 871(m) of the U.S. Internal Revenue Code of 1986. |
| (viii) Prohibition of Sales to EEA Retail Investors:   | Applicable   |
| (ix) Prohibition of Sales to UK Retail Investors:  | Applicable   |
| (x) Prohibition of Sales to Belgian Consumers:   | Applicable   |