

FINAL TERMS

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, "EU MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97 where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of EU MiFID II. No key information document required by Regulation (EU) No 1286/2014 (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 (the "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 (the "EUWA"); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000, as amended (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.

EU 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 EU 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 EU 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 26 June 2024

STATNETT SF

Issue of NOK 700,000,000 4.365 per cent. Green Fixed Rate Notes due 28 June 2032

under the

€5,000,000,000

Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth in the Base Prospectus dated 16 May 2024 which constitutes a base prospectus (the "Base Prospectus") for the purposes of the Prospectus Regulation. These Final Terms contain the final terms of the Notes and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information.

This document constitutes the Final Terms relating to the issue of Notes described herein for the purposes of the Prospectus Regulation. The Base Prospectus as well as these Final terms have been published on the website of (i) Euronext Dublin at <https://www.euronext.com/en/markets/dublin>; and (ii) the Oslo Stock Exchange at <https://www.euronext.com/nb/markets/oslo>.

The expression "**Prospectus Regulation**" means Regulation 2017/1129.

1. (i) Series Number: 55
(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: Norwegian Kroner ("**NOK**")
(Condition 1.12)
3. Aggregate Nominal Amount:
 - (i) Series: NOK 700,000,000
 - (ii) Tranche: NOK 700,000,000
4. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
5. (i) Specified Denominations: NOK 2,000,000
(Condition 1.9, 1.10 or 1.11)

(In the case of Registered Notes, this means the minimum integral amount in which transfers can be made)
 - (ii) Calculation Amount: NOK 2,000,000
6. (i) Issue Date: 28 June 2024
(ii) Interest Commencement Date: Issue Date
7. Maturity Date: 28 June 2032
(Condition 6.1)
8. Interest Basis: 4.365 per cent. Fixed Rate

(further particulars specified below at item 13)
9. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at the Maturity Redemption Amount
10. Change of Interest Basis: Not Applicable
11. Put/Call Options: Investor Put - Change of Control
(Conditions 6.3, 6.6 and 6.7)
12. Date Board approval for issuance of Notes obtained: 23 November 2023

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE (Condition 5)

13. **Fixed Rate Note Provisions** Applicable
 - (i) Rate(s) of Interest: 4.365 per cent. per annum payable in arrear on each Interest Payment Date

(ii)	Interest Payment	Date(s):	28 June in each year, commencing on 28 June 2025, adjusted for payment purposes only in accordance with the Following Business Day Convention
(iii)	Fixed Coupon Amount(s):		NOK 87,300 per Calculation Amount
(iv)	Broken Amount(s):		Not Applicable
(v)	Day Count Fraction:		30/360
(vi)	Determination Dates:		Not Applicable
14.	Floating Rate Note Provisions		Not Applicable
15.	Zero Coupon Note Provisions (Condition 5.10)		Not Applicable

PROVISIONS RELATING TO REDEMPTION (Condition 6)

16.	Call Option (Condition 6.3)		Not Applicable
17.	Put Option (Condition 6.7)		Applicable
(i)	Put Date(s):		In accordance with Condition 6.7
(ii)	Early Termination Amount(s) per Calculation Amount:		NOK 2,000,000 per Calculation Amount
(iii)	Notice Period:		15 Business Days, as set out in the redemption notice to Holders pursuant to Condition 6.7
18.	Clean-up Call Option		Not Applicable
19.	Early Redemption Amount		NOK 2,000,000 per Calculation Amount
(i)	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption		
(ii)	Date after which changes in law etc. entitle Issuer to redeem:		Issue Date
20.	Final Redemption Amount of each Note		NOK 2,000,000 per Calculation Amount
21.	Maturity Redemption Amount		NOK 2,000,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22.	Form of Notes:		VPS Notes issued in uncertificated book entry form
23.	New Global Note:		Not Applicable
24.	Additional Financial Centre(s) or other special provisions relating to payment dates:		Not Applicable

25. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No

Signed on behalf of the Issuer:

By:

Duly authorised



Petter Erevik
Director of Finance



CFO

PART B – OTHER INFORMATION

1. LISTING

- | | | |
|------|---|---|
| (i) | Listing and Admission to trading: | Application is/has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Oslo Stock Exchange with effect from on or about the Issue Date. |
| (ii) | Estimate of total expenses related to admission to trading: | NOK 333,600 |

2. RATINGS

The issuance of Notes itself has not been rated

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

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. The Managers and their affiliates have engaged, and may in future engage, in investment banking activities and or/commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. *Fixed Rate Notes only* – YIELD

Indication of yield: 4.365 per cent. per annum

5. *Floating Rate Notes only* – HISTORIC INTEREST RATES

Not Applicable

6. OPERATIONAL INFORMATION

- | | | |
|-------|---|---|
| (i) | ISIN Code: | NO0013266825 |
| (ii) | Common Code: | Not Applicable |
| (iii) | FISN | See the website of the Association of National Numbering Agencies (ANNA) or alternatively sources from the responsible National Numbering Agency that assigned the ISIN |
| (iv) | CFI Code | See the website of the Association of National Numbering Agencies (ANNA) or alternatively sources from the responsible National Numbering Agency that assigned the ISIN |
| (v) | Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s): | Verdipapirsentralen ASA (the "VPS")
Business registration number: 985 140 421 |
| (vi) | Delivery: | Delivery against payment |
| (vii) | Names and addresses of | Handelsbanken NUF
Tjuvholmens alle 11
N-0252 Oslo |

- | | | |
|--------|---|--|
| | additional Paying Agent(s) (if any): | Norway |
| (viii) | If issued in Registered Form: | |
| | Registrar: | Not Applicable |
| | (Condition 2.2) | |
| (ix) | 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. |

7. REASONS FOR THE OFFER

To finance/refinance investment in Green Projects meeting the Eligibility Criteria.

"Eligibility Criteria" means the criteria set out in the Issuer's Green Bond Framework (available on the Issuer's website at <http://www.statnett.no/en/investor-relations/>).

8. THIRD PARTY INFORMATION

Not Applicable

9. DISTRIBUTION

- | | | |
|--------|--|--|
| (i) | Method of Distribution: | Syndicated |
| (ii) | Date of Subscription Agreement: | 26 June 2024 |
| (iii) | Stabilisation Manager(s) (if any): | Not Applicable |
| (iv) | If non-syndicated, name and address of Dealer: | Not Applicable |
| (v) | U.S. Selling Restrictions: | Reg. S Compliance Category 2; TEFRA not applicable |
| (vi) | Relevant Benchmark: | Not Applicable |
| (vii) | Prohibition of Sales to EEA Retail Investors | Applicable |
| (viii) | Prohibition of Sales to UK Retail Investors | Applicable |

(ix) Prohibition of sales to Belgian Consumers Applicable

10. ADDITIONAL PROVISIONS RELATING TO GREEN BONDS

Green Bonds: Yes
Reviewer(s): S&P Global Ratings
Date of Third Party
Opinion(s): 29 April 2024