



**SUPPLEMENT NO. 2
TO THE BASE PROSPECTUS DATED 5 AUGUST 2021**

Prima banka Slovensko, a.s.
(incorporated as a joint stock company under the laws of the Slovak Republic)

**EUR 3,000,000,000
Covered Bonds Issuance Programme**

This document constitutes a supplement (the **Supplement**) prepared pursuant to Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the **Prospectus Regulation**), to the base prospectus dated 5 August 2021 approved by the National Bank of Slovakia by its decision No. 100-000-300-333 to File No.: NBS1-000-063-117 dated 17 August 2021 as amended by Supplement No. 1 dated 5 April 2022 approved by the National Bank of Slovakia by its decision No. 100-000-340-707 to File No.: NBS1-000-071-251 dated 11 April 2022 (the **Prospectus**).

The Prospectus was prepared by the issuer, Prima banka Slovensko, a.s., with its registered seat at Hodžova 11, 010 11 Žilina, Slovak Republic, Identification No.: 31 575 951, registered in the Commercial Register of the District Court Žilina, Section: Sa, File No. 148/L, LEI: 315700K45LRKNGMUIW27 (the **Issuer**), in respect of its EUR 3,000,000,000 covered bonds issuance programme (the **Programme**) under which it may continuously or repeatedly issue covered bonds (in Slovak: *kryté dlhopisy*) (the **Bonds**)

This Supplement constitutes a part of the Prospectus and shall be read together and in connection with the Prospectus. Terms with a capital letter not defined in this Supplement shall have the meaning given in the Prospectus.

The purpose of this Supplement is to update:

- (a) clause 1 of the Prospectus “Overview of the Programme” with regard to the Programme Description and Programme Size;
- (b) clause 7 of the Prospectus “COMMON TERMS” with update of clause 1.10 relating to the Programme size;
- (c) clause 8 of the Prospectus “FORM OF THE FINAL TERMS” with update of the title of the Final Terms;
- (d) clause 14 “Glossary” with update of the definition of the Programme.

This Supplement is subject to approval by the National Bank of Slovakia and subsequent disclosure under the Prospectus Regulation. The Issuer will request the National Bank of Slovakia to notify the *Commission de Surveillance du Secteur Financier*, Luxembourg (CSSF) as the competent authority of the Grand Duchy of Luxembourg, of its approval of this Supplement.

This Supplement will be available in electronic form in a separate section on the Issuer’s website <https://www.primabanka.sk//o-banke/pre-investorov/pre-investorov?loc=en> as long as the Prospectus remains valid.

The date of this Supplement is 17 June 2022.

The Prospectus shall be amended and supplemented as follows:

2. CHANGES IN CLAUSE 1 OF THE PROSEPECTUS “OVERVIEW OF THE PROGRAMME”

2.1 In clause 1 of the Prospectus “**OVERVIEW OF THE PROGRAMME**”, subsection “**Programme Description**”, the text is replaced as follows:

Programme Description: Covered Bonds Issuance Programme up to EUR 3,000,000,000 under Slovak Law;

2.2 In clause 1 of the Prospectus “**OVERVIEW OF THE PROGRAMME**”, subsection “**Programme Size**”, the text is replaced as follows:

Programme Size: Up to EUR 3,000,000,000 outstanding at any time.

3. CHANGES IN CLAUSE 7 OF THE PROSPECTUS “COMMON TERMS”

3.1 In clause 7 of the Prospectus “**COMMON TERMS**”, subsection 1.10 the text is replaced as follows:

The Bonds will be issued under the EUR 3,000,000,000 covered bonds issuance programme pursuant to Article 8 of the Prospectus Regulation (the Programme).

4. CHANGES IN CLAUSE 8 OF THE PROSPECTUS “FORM OF THE FINAL TERMS”

4.1 The title of the Final terms is replaced as follows:

FINAL TERMS

[Date]



Prima banka Slovensko, a.s.

Title of the Bonds: [●]

**issued under the EUR 3,000,000,000 Covered Bonds Issuance Programme
under the base prospectus dated 5 August 2021**

Total issue amount: [●]

ISIN: SK[●]

5. CHANGES IN CLAUSE 14 OF THE PROSPECTUS “GLOSSARY”

5.1 In clause 14 of the Prospectus “**Glossary**”, the definition “**Programme**” is replaced with the following definition:

“**Programme** means the covered bonds issuance programme of up to EUR 3,000,000,000 under this Prospectus”.

Prominent statement concerning the right of withdrawal:

- (a) a right of withdrawal is only granted to those investors who had already agreed to purchase or subscribe for the Bonds before this Prospectus Supplement was published and where the Bonds had not yet been delivered to the investors at the time when the significant new factor, such as the information included in this Prospectus Supplement, arose;**
- (b) based on the above and in accordance with Article 23(2) of the Prospectus Regulation, a statement about the period in which investors can exercise their right of withdrawal in respect of all issues of the Bonds before this Prospectus Supplement was published has lapsed because all offers of the Bonds have been closed and all relevant Bonds delivered to the investors before this Prospectus Supplement was published; consequently, no investor has any right of withdrawal in connection with this Prospectus Supplement; and**
- (c) in connection with the right of withdrawal or any other queries, the investors may contact the Issuer at its registered office.**

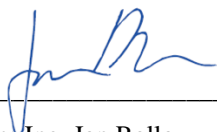
Issuer's Declaration

The Issuer, represented by Ing. Jan Rollo, Chairman of the Board of Directors and Ing. Peter Novák, Member of the Board of Directors, declares that it is solely responsible for the information provided in this Supplement.

The Issuer hereby declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of the knowledge of the Issuer, in accordance with the facts and contains no omission likely to affect its import.

In Bratislava, on 17 June 2022

Prima banka Slovensko, a.s.



Name: Ing. Jan Rollo

Title: Chairman of the Board of Directors



Name: Ing. Peter Novák

Title: Member of the Board of Directors