

ABLV Bank, AS

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Final Terms of Offer of the First Bond Issue Series in USD ABLV SUB USD 270622 for the sake of raising funds for subordinated capital increase under the Second Bond Offer Programme

Securities:	Bonds
Total face value / issue size:	USD 20 000 000.00 (twenty million US dollars)
Securities face value / currency:	USD 100.00 (one hundred US dollars)
Number of securities:	200 000 (two hundred thousand)
Annual Interest Rate:	<ul style="list-style-type: none"> • from 27 June 2012 till 27 June 2017 fixed rate: 4.5% with coupon payment twice a year • from 28 June 2017 till 27 June 2022 fixed rate: 6.0% with coupon payment twice a year
Initial placement price:	100% of the face value
Maturity date:	27 June 2022

07 June 2012

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Appendix 1: Form: Financial Instruments' Transaction Order (1 page)

Notice

Before making a decision on investing in the Bonds, any Investor shall independently and, if necessary, engaging an advisor, generally assess the information provided in the Base Prospectus and these Final Terms.

Information about the Base Prospectus and the Final Terms

The following documents of ABLV Bank, AS,

- Base Prospectus of the Second Bond Offer Programme;
 - supplements to the Base Prospectus, if any;
 - Final Terms of Offer of the First Bond Issue Series in USD / ABLV SUB USD 270622
- can be found at ABLV Bank, AS, home page www.ablv.com.

1. Explanation of the terms and abbreviations used

First Bond Issue Series in USD or ABLV SUB USD 270622 – the Bonds that are issued pursuant to ABLV Bank, AS, Base Prospectus of the Second Bond Offer Programme and these Final Terms of Offer.

Note: the other terms and abbreviations used correspond to those included in the Base Prospectus.

2. Responsible persons

2.1. Representations of the responsible persons

We, ABLV Bank, AS,
Chairman of the Board Ernests Bernis,
Deputy Chairman of the Board Vadims Reinfelds,
Member of the Board Māris Kanneņieks,
Member of the Board Edgars Pavlovičs,
Member of the Board Aleksandrs Pāže,
Member of the Board Rolands Citajevs, and
Member of the Board Romans Surnačovs,
hereby confirm the information provided in the Final Terms and represent that according to the data available to us the information provided in the Final Terms is true and there are no concealed facts that might affect meaning of the information provided in the Final Terms.

2.2. Information about the responsible persons

Name, surname	Position held	Signature
Ernests Bernis	Chairman of the Board, Chief Executive Officer (CEO)	
Vadims Reinfelds	Deputy Chairman of the Board, Deputy Chief Executive Officer (dCEO)	
Māris Kanneņieks	Member of the Board, Chief Financial Officer (CFO)	
Edgars Pavlovičs	Member of the Board, Chief Risk Officer (CRO)	
Aleksandrs Pāže	Member of the Board, Chief Compliance Officer (CCO)	
Rolands Citajevs	Member of the Board, Chief Information Officer (CIO)	
Romans Surnačovs	Member of the Board, Chief Operating Officer (COO)	

2.3. Decisions on the Bond issue

The Bonds are issued and public offering is performed pursuant to the following decisions of ABLV Bank, AS:

- decision on the bond issue of the ordinary meeting of shareholders, dated 30 March 2012 (Minutes No. 3, paragraph 5.6);
- decision of the Board, dated 30 May 2012 (Minutes No. V-32, paragraph 3):
 - on the Bond issue;
 - on approval of the Base Prospectus of the Second Bond Offer Programme;
- decision of the Board, dated 07 June 2012, on the Final Terms of the bond issue (Minutes No. V-33, paragraph 5).

3. Information about the First Bond Issue Series in USD / ABLV SUB USD 270622 (under the Second Bond Offer Programme)

Issuer:	ABLV Bank, AS
Securities:	Bonds
Type of securities:	In bearer form
Class of securities:	Without restraint on alienation
Collateral:	Not secured with pledge
Purpose of raising funds:	Raising of funds for subordinated capital increase ¹
Bonds' ISIN:	LV0000800985
Number of the Bonds:	200 000 (two hundred thousand) ²
Face value / currency of the Bond:	USD 100.00 (one hundred US dollars)
Total value of the Bonds:	USD 20 000 000.00 (twenty million US dollars) ²
Currency of the Bonds:	USD
Annual Interest Rate:	<ul style="list-style-type: none"> • from 27 June 2012 till 27 June 2017 fixed rate: 4.5% with coupon payment twice a year • from 28 June 2017 till 27 June 2022 fixed rate: 6.0% with coupon payment twice a year
Initial placement price:	100% of the face value
Public offer start date:	On the following working day after the Base Prospectus approval by the FCMC, the information shall be published at the Issuer's home page www.ablv.com , but not earlier than on 08 June 2012. The public offer start date shall be 15 June 2012.
Public offer end date:	20 June 2012
Decision on concluding the transactions:	Pursuant to paragraph 8.4 of the Base Prospectus, the decision on concluding the transactions will be made on 21 June 2012.
Settlement date / issue date:	27 June 2012
Start date of the Interest Income accrual:	27 June 2012
Frequency and dates of the Interest Income payments:	Twice a year: on 27 June and 27 December
Date of the Interest Income calculation:	5 days before the Interest Income payment date
Method of the Interest Income calculation:	Pursuant to paragraph 6.10 of the Base Prospectus
Maturity date of the Bonds:	27 June 2022
Premature redemption (call option):	<ul style="list-style-type: none"> • The Issuer shall be entitled to prematurely redeem the part of the Bond issue the initial placement of which was not performed. • The Issuer shall be only entitled to prematurely redeem the Bonds that the Issuer purchased in the secondary securities market or acquired otherwise in compliance with provisions of the normative acts, provided that normative acts contain no limitations with regard to such redemption. • The Issuer shall be entitled to redeem all Bonds on 27 June 2017.³
Early repayment claim (put option):	The Investor shall not be entitled to claim the Face Value and accrued interest to be repaid by the Issuer before maturity.
Depository:	Joint stock company Latvian Central Depository
Regulated market:	Stock Exchange NASDAQ OMX Riga Baltic list of debt securities

¹The Issuer shall inform the Investor that in case of the Issuer's insolvency the Investor's claims to the Issuer arising out of the Bonds will be satisfied after claims of all other creditors, but before satisfying claims of the shareholders.

²Before the end of the public offer period, but not later than 4 (four) days prior to the public offer end date, the Issuer may increase the Issue Series size. If amendments to the Final Terms are made, those are published in the same way as the Final Terms.

³According to the FCMC Regulations on Calculating Minimum Capital Requirements, subordinated capital means funds borrowed by an institution for a period of not less than five years, where the lending agreement provides for the lender's right to demand early repayment of the loan only in case the institution is liquidated, and the lender's claim is to be satisfied after claims of all other creditors, but before satisfying claims of the shareholders. Nevertheless, the institution

may perform early repayment of such loan following its own initiative, provided that after such loan repayment the institution's equity meets requirements set forth in the said Regulations and the Commission has no objections. For the purposes of the Base Prospectus and these Final Terms, the Issuer shall be an institution that borrows funds by issuing the Bonds.

4. Terms and conditions of the offer

4.1. Initial placement process

The initial placement process is described in paragraph 8.4 of the Base Prospectus.

The First Bond Issue Series in USD public offer start date shall be 15 June 2012.

A representative of the Investment Company or the Investor itself, provided it has a financial instruments account opened with ABLV Bank, AS, shall submit an order to the Issuer, using the sample form 'Financial Instruments Transaction Order' appended hereto, on working days from 09:30 till 17:30. The order may also be submitted electronically, using a corresponding order form in ABLV Bank, AS, Internetbank.

The public offer end date shall be 20 June 2012. Orders shall be accepted by ABLV Bank, AS, till the end of the working day, i.e. 17:30, or electronically – till the end of the day, i.e. 24:00.

Information about the order submission can be obtained:

- by phone: + 371 6700 2777
- via e-mail: ibas@ablv.com

The orders submitted to the Issuer may not be altered or revoked.

4.2. Settlement process

Within this Bond Issue Series, settlement under initial placement transactions shall be performed as follows:

- not applying the DVP principle, if agreed so by the underwriter and the Investor;
- or
- applying the DVP principle, regulated by the respective LCD rules On DVP Settlement for OTC Transactions.

If the transaction parties agree on not applying the DVP principle, the moment of the Bonds' delivery and the moment of payment may be different. The Investor shall ensure funds in the respective account on the day agreed upon by the transaction parties, whereas the Bonds shall be credited to the Investor's account on the day agreed upon by the transaction parties.

DVP shall be executed on the T+4 day, where 'T' stands for the day of concluding the Bond purchase transaction, and '4' is the 4th (fourth) working day after the day of concluding the Bond purchase transaction. The day of concluding the transaction shall be the day of making the decision on concluding the transaction – for this Series it is set to be 21 June 2012.

The settlement date under the First Bond Issue Series in USD shall be 27 June 2012.

4.3. Information about results

Pursuant to paragraph 8.6 of the Base Prospectus, information on the initial placement results will be published at the Issuer's home page www.ablv.com within 10 (ten) working days after the public offer end date.

4.4. Depository

Joint stock company Latvian Central Depository.

5. Admission to the regulated market

5.1. Term and conditions

Pursuant to paragraph 9 of the Base Prospectus, application for admitting the Bonds to the regulated market will be prepared in accordance with the Stock Exchange requirements and submitted within 3 (three) months after the end of the initial placement at the latest.

5.2. Regulated market

Stock Exchange NASDAQ OMX Riga list of debt securities.

6. Information about previous Bond Issue Series performed under the Programme

Under the Programme, the First Bond Issue Series in USD is made public simultaneously with the First Bond Issue in EUR. Therefore, information about previous Bond Issue Series performed under the Programme is not available.

As at the day of registering the Base Prospectus of the Second Bond Offer Programme, the following issues performed by ABLV Bank, AS, under the First Offer Programme are included to securities lists of NASDAQ OMX Riga regulated market:

	Straight coupon bonds in EUR	Straight coupon bonds in USD	Subordinated discount bonds in EUR
ISIN	LV0000800910	LV0000800928	LV0000800936
Issue name	ABLV FRN EUR 201213	ABLV FRN USD 211213	ABLV SUB EUR 221221
Discount rate (p.a.)	-	-	4.80%
Coupon rate (p.a.)	Floating, EURIBOR 6M + 1.50%	Floating, LIBOR 6M + 1.50%	8.00% (starting from the 6th year, if the Bank does not exercise its premature redemption right)
Date of setting coupon rate	13.12.2011	14.12.2011	
Current interest income period	20.12.2011 - 19.06.2012	21.12.2011 - 20.06.2012	
Total coupon rate (p.a.)	3.173%	2.2785%	
Issue date	20.12.2011	21.12.2011	22.12.2011
Maturity date	20.12.2013	21.12.2013	22.12.2021