

**Final Terms dated May 16, 2022****GOLDMAN SACHS INTERNATIONAL****Series P Programme for the issuance  
of Warrants, Notes and Certificates****Issue of SEK 100,000,000 SEK Worst of Phoenix Autocallable Certificates on a Share Basket, due May  
18, 2027  
(the "Certificates" or the "Securities")****CONTRACTUAL TERMS**

Terms used herein shall have the same meaning as in the General Instrument Conditions, the Payout Conditions, the Coupon Payout Conditions, the Autocall Payout Conditions and the applicable Underlying Asset Conditions set forth in the base prospectus dated July 16, 2021 (expiring on July 16, 2022) (the "**Base Prospectus**") as supplemented by the supplement to the Base Prospectus dated August 20, 2021, October 29, 2021, November 19, 2021, January 13, 2022, January 21, 2022, February 1, 2022, February 11, 2022, April 8, 2022 and April 29, 2022 which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**"). This document constitutes the Final Terms of the Certificates described herein for the purposes of Article 8 of the EU Prospectus Regulation and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplement to the Base Prospectus is available for viewing at [www.bourse.lu](http://www.bourse.lu) and during normal business hours at the registered office of the Issuer, and copies may be obtained from the specified office of the Luxembourg Paying Agent. These Final Terms are available for viewing at [www.gspip.info](http://www.gspip.info).

A summary of the Certificates is annexed to these Final Terms.

1. **Tranche Number:** One.
2. **Settlement Currency:** Swedish Krona ("**SEK**").
3. **Aggregate Nominal Amount of Certificates in the Series:**
  - (i) Series: SEK 100,000,000.
  - (ii) Tranche: SEK 100,000,000.
  - (iii) Trading in Nominal: Applicable.
  - (iv) Non-standard Securities Format: Not Applicable.
  - (v) Nominal Amount: SEK 10,000.

4. **Issue Price:** 100 per cent. (100%) of the Aggregate Nominal Amount.
5. **Calculation Amount:** SEK 10,000.
6. **Issue Date:** May 16, 2022.
7. **Maturity Date:** Scheduled Maturity Date is May 18, 2027.
- (i) **Strike Date:** Not Applicable.
- (ii) **Relevant Determination Date (General Instrument Condition 2(a)):** Latest Reference Date in respect of the Final Reference Date.
- (iii) **Scheduled Determination Date:** Not Applicable.
- (iv) **First Maturity Date Specific Adjustment:** Not Applicable.
- (v) **Second Maturity Date Specific Adjustment:** Applicable.
- Specified Day(s) for the purposes of "Second Maturity Date Specific Adjustment": 15 Business Days.
- Maturity Date Business Day Convention for the purposes of "Second Maturity Date Specific Adjustment": Following Business Day Convention.
- (vi) **Business Day Adjustment:** Not Applicable.
- (vii) **American Style Adjustment:** Not Applicable.
- (viii) **Maturity Date Roll on Payment Date Adjustment:** Not Applicable.
- (ix) **One-Delta Open-Ended Optional Redemption Payout:** Not Applicable.
8. **Underlying Asset(s):** The Shares (as defined below).

#### VALUATION PROVISIONS

9. **Valuation Date(s):** April 25, 2023, April 25, 2024, April 25, 2025, April 27, 2026 and April 26, 2027.
- **Final Reference Date:** The Valuation Date scheduled to fall on April 26, 2027.
10. **Entry Level Observation Dates:** Applicable.
- April 25, 2022, May 25, 2022, June 27, 2022 and July 25, 2022.

(i)	Entry Level:	Lowest is Applicable.
(ii)	Entry Level Observation Period:	Not Applicable.
(iii)	Consequences of Non-Scheduled Trading Days, Non-Common Disrupted Days or Disrupted Days in respect of an Entry Level Observation Date:	
(a)	Share Linked Condition 1.2:	Not Applicable.
(b)	Share Linked Condition 1.4:	Not Applicable.
(c)	Share Linked Condition 1.6:	Applicable.
(I)	Omission:	Not Applicable.
(II)	Postponement:	Applicable.
(III)	Modified Postponement:	Not Applicable.
(IV)	Maximum Days of Disruption:	As specified in Share Linked Condition 7.
(V)	No Adjustment:	Not Applicable.
(d)	Share Linked Condition 1.8:	Not Applicable.
11.	<b>Initial Valuation Date:</b>	Not Applicable.
12.	<b>Averaging:</b>	Not Applicable.
13.	<b>Asset Initial Price:</b>	In respect of the Underlying Asset, the Entry Level of such Underlying Asset.
14.	<b>Adjusted Asset Final Reference Date:</b>	Not Applicable.
15.	<b>Adjusted Asset Initial Reference Date:</b>	Not Applicable.
16.	<b>FX (Final) Valuation Date:</b>	Not Applicable.
17.	<b>FX (Initial) Valuation Date:</b>	Not Applicable.
18.	<b>Final FX Valuation Date:</b>	Not Applicable.
19.	<b>Initial FX Valuation Date:</b>	Not Applicable.
<b>COUPON PAYOUT CONDITIONS</b>		
20.	<b>Coupon Payout Conditions:</b>	Applicable.
21.	<b>Interest Basis:</b>	Conditional Coupon.
22.	<b>Interest Commencement Date:</b>	Not Applicable.
23.	<b>Fixed Rate Instrument Conditions (General</b>	Not Applicable.

**Instrument Condition 13):**

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|-----|---|---|
| 24. | <b>BRL FX Conditions (Coupon Payout Condition 1.1(c)):</b>                    | Not Applicable.   |
| 25. | <b>FX Security Conditions (Coupon Payout Condition 1.1(d)):</b>               | Not Applicable.   |
| 26. | <b>Floating Rate Instrument Conditions (General Instrument Condition 14):</b> | Not Applicable.   |
| 27. | <b>Change of Interest Basis (General Instrument Condition 15):</b>            | Not Applicable.   |
| 28. | <b>Alternative Fixed Coupon Amount (Coupon Payout Condition 1.1):</b>         | Not Applicable.   |
| 29. | <b>Lock-In Coupon Amount (Coupon Payout Condition 1.1(f)):</b>                | Not Applicable.   |
| 30. | <b>Conditional Coupon (Coupon Payout Condition 1.3):</b>                      | Applicable.   |
|     | (i) Deferred Conditional Coupon:  | Not Applicable.   |
|     | (ii) Memory Coupon (Deferred):  | Not Applicable.   |
|     | (iii) Coupon Payment Event:   | Applicable, for the purposes of the definition of "Coupon Payment Event" in the Coupon Payout Conditions, Coupon Barrier Reference Value less than Coupon Barrier Level 1 and greater than or equal to Coupon Barrier Level 2 is applicable in respect of each Coupon Observation Date. |
|     | (iv) Coupon Barrier Reference Value:  | Coupon Barrier Closing Price.   |
|     | (v) Coupon Barrier Level:   |   |
|     | (a) Coupon Barrier Level 1:   | In respect of each Underlying Asset and each Coupon Observation Date, 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset.   |
|     | (b) Coupon Barrier Level 2:   | In respect of each Underlying Asset and each Coupon Observation Date, 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset.   |
|     | (vi) Coupon Observation Date:   | Each date set forth in the Contingent Coupon Table in the column entitled "Coupon Observation Date".  |
|     | (vii) Coupon Barrier Observation Period:                                      | Not Applicable.   |
|     | (viii) Memory Coupon:   | Not Applicable.   |
|     | (ix) Coupon Value:  | 0.04.   |

- (x) **Coupon Payment Date:** In respect of a Coupon Observation Date, the date set forth in the Contingent Coupon Table in the column entitled "Coupon Payment Date" in the row corresponding to such Coupon Observation Date.
- (a) **First Coupon Payment Date Specific Adjustment:** Not Applicable.
- (b) **Second Coupon Payment Date Specific Adjustment:** Applicable in respect of each Coupon Payment Date other than the Maturity Date.
- **Specified Number of Business Day(s) for the purposes of "Second Coupon Payment Date Specific Adjustment":** 15 Business Days.
  - **Relevant Coupon Payment Determination Date:** The Latest Reference Date in respect of the Coupon Observation Date corresponding to such Coupon Payment Date.
- (xi) **Multi-Coupon Value:** Not Applicable.
- (xii) **Simultaneous Coupon Conditions:** Not Applicable.

<b>Contingent Coupon Table</b>	
<b>Coupon Observation Date</b>	<b>Coupon Payment Date</b>
The Valuation Date scheduled to fall on April 25, 2023	May 17, 2023
The Valuation Date scheduled to fall on April 25, 2024	May 20, 2024
The Valuation Date scheduled to fall on April 25, 2025	May 19, 2025
The Valuation Date scheduled to fall on April 27, 2026	May 20, 2026
Final Reference Date	Maturity Date

31. **Range Accrual Coupon (Coupon Payout Condition 1.4):** Not Applicable.
32. **Performance Coupon (Coupon Payout Condition 1.5):** Not Applicable.
33. **Dual Currency Coupon (Coupon Payout Condition 1.6):** Not Applicable.
34. **Dropback Security (Coupon Payout):** Not Applicable.

**Condition 1.7):**

**AUTOCALL PAYOUT CONDITIONS**

35. **Automatic Early Exercise (General Instrument Condition 17):** Applicable.
- (i) Applicable Date(s): Each Autocall Observation Date.
  - (ii) Automatic Early Exercise Date(s): Each date set forth in the Autocall Table in the column entitled "Automatic Early Exercise Date".
    - (a) First Automatic Early Exercise Date Specific Adjustment: Not Applicable.
    - (b) Second Automatic Early Exercise Date Specific Adjustment: Applicable.
      - Automatic Early Exercise Specified Day(s) for the purposes of "Second Automatic Early Exercise Date Specific Adjustment": 15 Business Days.
      - Relevant Automatic Early Exercise Determination Date: The Latest Reference Date in respect of the Applicable Date corresponding to such Scheduled Automatic Early Exercise Date.
  - (iii) Automatic Early Exercise Amount(s): In respect of each Applicable Date, the Autocall Event Amount corresponding to such Applicable Date.
36. **Autocall Payout Conditions:** Applicable.
- (i) Autocall Event: Applicable, for the purposes of the definition of "Autocall Event" in the Autocall Payout Conditions, Autocall Reference Value greater than or equal to the Autocall Level is applicable in respect of each Autocall Observation Date.
    - No Coupon Amount payable following Autocall Event: Applicable.
  - (ii) Daily Autocall Event Amount: Not Applicable.
  - (iii) Autocall Reference Value: Autocall Closing Price.
  - (iv) Autocall Level: In respect of each Autocall Observation Date and each Underlying Asset, 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset.
    - Autocall Level Comparative Method: Not Applicable.

- (v) TARN Amount: Not Applicable.
- (vi) Autocall Observation Date: Each date set forth in the Autocall Table in the column entitled "Autocall Observation Date".
- (vii) Autocall Observation Period: Not Applicable.
- (viii) Autocall Event Amount: Autocall Multiplier Method is applicable.
  - (a) Autocall Protection Level: Not Applicable.
  - (b) Autocall Event Floor Amount: Not Applicable.
  - (c) Autocall Event Base Amount: SEK 10,000.
  - (d) Autocall Value Multiplicand: SEK 1,500.
  - (e) Autocall Asset Price: Not Applicable.
- (ix) Simultaneous Autocall Conditions: Not Applicable.
- (x) Autocall Observation Period (Per AOD): Not Applicable.

<b>AUTOCALL TABLE</b>		
<b>Autocall Observation Date</b>	<b>Automatic Early Exercise Date</b>	<b>Autocall Value Multiplier</b>
The Valuation Date scheduled to fall on April 25, 2023	May 17, 2023	1
The Valuation Date scheduled to fall on April 25, 2024	May 20, 2024	2
The Valuation Date scheduled to fall on April 25, 2025	May 19, 2025	3
The Valuation Date scheduled to fall on April 27, 2026	May 20, 2026	4

**SETTLEMENT AMOUNT AND PAYOUT CONDITIONS**

- 37. **Settlement:** Cash Settlement is applicable.
- 38. **Single Limb Payout (Payout Condition 1.1):** Not Applicable.
- 39. **Multiple Limb Payout (Payout Condition 1.2):** Applicable.
  - (i) **Trigger Event (Payout Condition 1.2(a)(i)):** Applicable.
    - (a) Trigger Payout 1: Applicable.

	–	Trigger Percentage:		175 per cent. (175%).
(b)		Trigger Payout 2:		Not Applicable.
(c)		Trigger Payout 3:		Not Applicable.
(d)		Trigger Payout 4:		Not Applicable.
(e)		Trigger Cap:		Not Applicable.
(f)		Trigger Floor:		Not Applicable.
(ii)		<b>Payout 1 (Payout Condition 1.2(b)(i)(A)):</b>		Applicable.
	–	Redemption Percentage:		100 per cent. (100%).
(iii)		<b>Payout 2 (Payout Condition 1.2(b)(i)(B)):</b>		Not Applicable.
(iv)		<b>Payout 3 (Payout Condition 1.2(b)(i)(C)):</b>		Not Applicable.
(v)		<b>Payout 4 (Payout Condition 1.2(b)(i)(D)):</b>		Not Applicable.
(vi)		<b>Payout 5 (Payout Condition 1.2(b)(i)(E)):</b>		Not Applicable.
(vii)		<b>Payout 6 (Payout Condition 1.2(b)(i)(F)):</b>		Not Applicable.
(viii)		<b>Payout 7 (Payout Condition 1.2(b)(i)(G)):</b>		Not Applicable.
(ix)		<b>Payout 8 (Payout Condition 1.2(b)(i)(H)):</b>		Not Applicable.
(x)		<b>Payout 9 (Payout Condition 1.2(b)(i)(I)):</b>		Not Applicable.
(xi)		<b>Payout 10 (Payout Condition 1.2(b)(i)(J)):</b>		Not Applicable.
(xii)		<b>Payout 11 (Payout Condition 1.2(b)(i)(K)):</b>		Not Applicable.
(xiii)		<b>Payout 12 (Payout Condition 1.2(b)(i)(L)):</b>		Not Applicable.
(xiv)		<b>Payout 13 (Payout Condition 1.2(b)(i)(M)):</b>		Not Applicable.
(xv)		<b>Downside Cash Settlement (Payout Condition 1.2(c)(i)(A)):</b>		Applicable, for the purpose of Payout Condition 1.2(c)(i)(A), Worst of Basket is applicable..



(a)	Minimum Percentage:	Not Applicable.
(b)	Final Value:	Final Closing Price.
(c)	Initial Value:	In respect of each Underlying Asset, 100 per cent. (100%) of the Entry Level.
(d)	Downside Cap:	Not Applicable.
(e)	Downside Floor:	Not Applicable.
(f)	Final/Initial (FX):	Not Applicable.
(g)	Asset FX:	Not Applicable.
(h)	Buffer Level:	Not Applicable.
(i)	Reference Price (Final):	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(j)	Reference Price (Initial):	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(k)	Perf:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(l)	Strike:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(m)	Participation:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(n)	FXR:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(o)	Reference Value (Final Value):	Not Applicable.
(p)	Reference Value (Initial Value):	Not Applicable.
(q)	Basket Strike:	Not Applicable.
(xvi)	<b>Downside Physical Settlement (Payout Condition 1.2(c)(ii)):</b>	Not Applicable.
40.	<b>Dual Currency Payout (Payout Condition 1.4):</b>	Not Applicable.
41.	<b>Warrants Payout (Payout Condition 1.3):</b>	Not Applicable.
42.	<b>Portfolio Payout (Payout Condition 1.5):</b>	Not Applicable.
43.	<b>One-Delta Open-Ended Optional Redemption Payout (Payout condition 1.6):</b>	Not Applicable.
44.	<b>Barrier Event Conditions (Payout Condition</b>	Applicable.

- 2):**
- (i) Barrier Event: Applicable, for the purposes of the definition of "Barrier Event" in the Payout Conditions, Barrier Reference Value less than the Barrier Level is applicable.
  - (ii) Barrier Reference Value: Barrier Closing Price is applicable.
  - (iii) Barrier Level: In respect of each Underlying Asset, 60 per cent. (60%) of the Asset Initial Price.
    - (a) Barrier Level 1: Not Applicable.
    - (b) Barrier Level 2: Not Applicable.
  - (iv) Barrier Observation Period: Not Applicable.
  - (v) Lock-In Event Condition: Not Applicable.
  - (vi) Star Event: Not Applicable.
- 45. Trigger Event Conditions (Payout Condition 3):** Applicable.
- (i) Trigger Event: Applicable, for the purposes of the definition of "Trigger Event" in the Payout Conditions, Trigger Reference Value less than the Trigger Level is applicable.
  - (ii) Trigger Reference Value: Trigger Closing Price is applicable.
  - (iii) Trigger Level: In respect of each Underlying Asset, 90 per cent. (90%) of the Asset Initial Price.
    - Trigger Level Comparative Method: Not Applicable.
  - (iv) Trigger Observation Period: Not Applicable.
- 46. Currency Conversion:** Not Applicable.
- 47. Physical Settlement (General Instrument Condition 9(e)):** Not Applicable.
- 48. Non-scheduled Early Repayment Amount:** Fair Market Value.
- Adjusted for Issuer Expenses and Costs: Applicable.

#### **EXERCISE PROVISIONS**

- 49. Exercise Style of Certificates (General Instrument Condition 9):** The Certificates are European Style Instruments. General Instrument Condition 9(b) is applicable.

50. **Exercise Period:** Not Applicable.
51. **Specified Exercise Dates:** Not Applicable.
52. **Expiration Date:** If:
- (i) an Automatic Early Exercise Event does not occur on any Applicable Date, the Latest Reference Date in respect of the Final Reference Date; or
  - (ii) an Automatic Early Exercise Event occurs on any Applicable Date, the Latest Reference Date in respect of such Applicable Date.
- Expiration Date is Business Day Adjusted: Not Applicable.
53. **Redemption at the option of the Issuer (General Instrument Condition 18):** Not Applicable.
54. **Automatic Exercise (General Instrument Condition 10(c)):** The Certificates are Automatic Exercise Instruments – General Instrument Condition 10(c) is applicable.
55. **Minimum Exercise Number (General Instrument Condition 12(a)):** Not Applicable.
56. **Permitted Multiple (General Instrument Condition 12(a)):** Not Applicable.
57. **Maximum Exercise Number:** Not Applicable.
58. **Strike Price:** Not Applicable.
59. **Closing Value:** Not Applicable.

**SHARE LINKED INSTRUMENT / INDEX LINKED INSTRUMENT / COMMODITY LINKED INSTRUMENT / FX LINKED INSTRUMENT / INFLATION LINKED INSTRUMENT / FUND-LINKED INSTRUMENT / MULTI-ASSET BASKET LINKED INSTRUMENT**

60. **Type of Certificates:** The Certificates are Share Linked Instruments – the Share Linked Conditions are applicable.

<b>UNDERLYING ASSET TABLE</b>			
<b>Underlying Asset</b>	<b>Bloomberg / Reuters</b>	<b>ISIN</b>	<b>Exchange</b>
The ordinary shares of Telefonaktiebolaget LM Ericsson AB ("ERICb.ST")	ERICB SS <Equity> / ERICb.ST	SE0000108656	Nasdaq Stockholm AB
The ordinary shares of Electrolux AB ("ELUXb.ST")	ELUXB SS <Equity> / ELUXb.ST	SE0000103814	Nasdaq Stockholm AB
The ordinary shares of EQT AB ("EQTAB.ST")	EQT SS <Equity> / EQTAB.ST	SE0012853455	Nasdaq Stockholm AB

The ordinary shares of Nibe Industrier AB ("NIBEB.ST")	NIBEB SS <Equity> / NIBEB.ST	SE0015988019	Nasdaq Stockholm AB
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61. **Share Linked Instruments:** Applicable.
- (i) Single Share or Share Basket or Multi-Asset Basket: Share Basket.
  - (ii) Name of Share(s): As specified in the column entitled "Underlying Asset" in the Underlying Asset Table.
  - (iii) Exchange(s): In respect of each Share, as specified in the column entitled "Exchange" in the Underlying Asset Table.
  - (iv) Related Exchange(s): In respect of each Share, All Exchanges.
  - (v) Options Exchange: In respect of each Share, Related Exchange.
  - (vi) Valuation Time: Default Valuation Time.
  - (vii) Single Share and Reference Dates – Consequences of Disrupted Days: Not Applicable.
  - (viii) Single Share and Averaging Reference Dates – Consequences of Disrupted Days: Not Applicable.
  - (ix) Share Basket and Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): Not Applicable.
  - (x) Share Basket and Averaging Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): Not Applicable.
  - (xi) Share Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day): Applicable in respect of each Reference Date – as specified in Share Linked Condition 1.5.
    - (a) Maximum Days of Disruption: As specified in Share Linked Condition 7.
    - (b) No Adjustment: Not Applicable.
  - (xii) Share Basket and Averaging Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day): Not Applicable.
  - (xiii) Share Basket and Reference Dates – Basket Valuation (Common Scheduled

	Trading Day and Common Disrupted Day):	
(xiv)	Share Basket and Averaging Reference Dates – Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day):	Not Applicable.
(xv)	Fallback Valuation Date:	Not Applicable.
(xvi)	Change in Law:	Applicable.
(xvii)	Extraordinary Event – Share Substitution:	Applicable.
(xviii)	Correction of Share Price:	Applicable.
(xix)	Correction Cut-off Date:	In respect of each Reference Date, seven Business Days prior to the next following date upon which any payment or delivery of assets may have to be made by the Issuer by reference to the price of such Underlying Asset.
(xx)	Depository Receipts Provisions:	Not Applicable.
(xxi)	Closing Share Price (Italian Reference Price):	Not Applicable to any Underlying Asset.
(xxii)	Reference Price subject to Dividend Adjustment:	Not Applicable.
62.	<b>Index Linked Instruments:</b>	Not Applicable.
63.	<b>Commodity Linked Instruments (Single Commodity or Commodity Basket):</b>	Not Applicable.
64.	<b>Commodity Linked Instruments (Single Commodity Index or Commodity Index Basket):</b>	Not Applicable.
65.	<b>FX Linked Instruments:</b>	Not Applicable.
66.	<b>Inflation Linked Instruments:</b>	Not Applicable.
67.	<b>Fund-Linked Instruments:</b>	Not Applicable.
68.	<b>Multi-Asset Basket Linked Instruments:</b>	Not Applicable.
<b>GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES</b>		
69.	<b>FX Disruption Event/CNY FX Disruption Event/Currency Conversion Disruption Event (General Instrument Condition 16):</b>	FX Disruption Event is applicable to the Instruments, General Instrument Condition 16 and FX Linked Condition 4 shall apply.
(i)	Base Currency:	Settlement Currency.

(ii)	Reference Currency:	USD.
(iii)	Reference Country:	The United States of America, the United Kingdom and the Kingdom of Sweden.
(iv)	CNY Financial Centre(s):	Not Applicable.
(v)	USD/CNY Exchange Rate:	Not Applicable.
(vi)	Currency Conversion Reference Country:	Not Applicable.
(vii)	USD/Affected Currency FX Rate:	Applicable – as specified in FX Linked Condition 4.
	(a) Affected Currency:	Settlement Currency.
	(b) FX Disruption Event Cut-off Date (General Instrument Condition 2(a)):	Default FX Disruption Event Cut-off Date.
	(c) Adjusted Affected Payment Date (General Instrument Condition 2(a)):	Default Adjusted Affected Payment Date.
	(d) Affected Payment Cut-off Date (General Instrument Condition 2(a)):	Default Affected Payment Cut-off Date.
	(e) USD/Affected Currency FX Rate Fixing Price Sponsor Determination:	Applicable.
	(f) Fixing Price Sponsor:	Refinitiv Benchmark Services Limited.
	(g) Valuation Time:	At or around 4:00 p.m., London time.
(viii)	Trade Date:	Not Applicable.
70.	<b>Rounding (General Instrument Condition 27):</b>	
	(i) Non-Default Rounding – calculation values and percentages:	Not Applicable.
	(ii) Non-Default Rounding – amounts due and payable:	Not Applicable.
	(iii) Other Rounding Convention:	Not Applicable.
71.	<b>Additional Business Centre(s):</b>	TARGET and Stockholm.
	– Non-Default Business Day:	Applicable.
72.	<b>Principal Financial Centre:</b>	Not Applicable.

73.	<b>Form of Certificates:</b>	Euroclear Sweden Registered Instruments.
74.	<b>Representation of Holders:</b>	Not Applicable.
75.	<b>Identification information of Holders in relation to French Law Instruments (General Instrument Condition 3(d)):</b>	Not Applicable.
76.	<b>Minimum Trading Number (General Instrument Condition 5(c)):</b>	One Certificate (corresponding to an amount of SEK 10,000).
77.	<b>Permitted Trading Multiple (General Instrument Condition 5(c)):</b>	One Certificate (corresponding to an amount of SEK 10,000).
78.	<b>Calculation Agent (General Instrument Condition 22):</b>	Goldman Sachs International.
79.	<b>Governing Law:</b>	English law.

#### **DISTRIBUTION**

80.	<b>Method of distribution:</b>	Non-syndicated.
	(i) If syndicated, names and addresses of Managers and underwriting commitments:	Not Applicable.
	(ii) Date of Subscription Agreement:	Not Applicable.
	(iii) If non-syndicated, name and address of Dealer:	Goldman Sachs International ("GSI") (including its licensed branches) shall act as Dealer and purchase all Securities from the Issuer, provided that Goldman Sachs Bank Europe SE may act as Dealer in respect of some or all of the Securities acquired by it from GSI.
81.	<b>Non-exempt Offer:</b>	Not Applicable.
82.	(i) <b>Prohibition of Sales to EEA Retail Investors:</b>	Not Applicable.
	(ii) <b>Prohibition of Sales to UK Retail Investors:</b>	Not Applicable.
83.	<b>Prohibition of Offer to Private Clients in Switzerland:</b>	Applicable.
84.	<b>Swiss withdrawal right pursuant to article 63 para 5 FinSO:</b>	Not Applicable.
85.	<b>Consent to use the Base Prospectus in Switzerland:</b>	Not Applicable.
86.	<b>Supplementary Provisions for Belgian Securities:</b>	Not Applicable.

Signed on behalf of Goldman Sachs International:



By: .....

Duly authorised

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## OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING** Application will be made by the Issuer (or on its behalf) for the Certificates to be listed on the Official List and admitted to trading on the regulated market of the NASDAQ OMX Stockholm Stock Exchange with effect from, at the earliest, the Issue Date.  
  
No assurances can be given that such application for listing and admission to trading will be granted (or, if granted, will be granted by the Issue Date).  
  
The Issuer has no duty to maintain the listing (if any) of the Certificates on the relevant stock exchange(s) over their entire lifetime. The Certificates may be suspended from trading and/or de-listed at any time in accordance with applicable rules and regulations of the relevant stock exchange(s).
2. **LIQUIDITY ENHANCEMENT AGREEMENTS** Not Applicable.
3. **RATINGS** Not Applicable.
4. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER**  
  
The Issue Price of 100 per cent. (100%) of the Aggregate Nominal Amount includes a selling commission of up to 6.00 per cent. (6.00%) of the Aggregate Nominal Amount which has been paid by the Issuer.
5. **REASONS FOR THE OFFER, ESTIMATED NET AMOUNT OF PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: Not Applicable.
  - (ii) Estimated net proceeds: Not Applicable.
  - (iii) Estimated total expenses: Not Applicable.
6. **PERFORMANCE AND VOLATILITY OF THE UNDERLYING ASSET(S)**  
  
Details of the past and further performance and volatility of each Underlying Asset may be obtained from Bloomberg and Reuters. However, past performance is not indicative of future performance.  
  
See the section entitled "Examples" below for examples of the potential return on the Securities in various hypothetical scenarios.
7. **OPERATIONAL INFORMATION**  
  
Any Clearing System(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, S.A. and the relevant identification number(s): Euroclear Sweden.  
  
Delivery: Delivery against payment.

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

Operational contact(s) for Programme Agent: Principal eq-sd-operations@gs.com.

8. **TERMS AND CONDITIONS OF THE OFFER**

Not Applicable

9. **UNITED STATES TAX CONSIDERATIONS**

**Section 871(m) Withholding Tax**

The U.S. Treasury Department has issued regulations under which amounts paid or deemed paid on certain financial instruments that are treated as attributable to U.S.-source dividends could be treated, in whole or in part depending on the circumstances, as a "dividend equivalent" payment that is subject to tax at a rate of 30 per cent. (or a lower rate under an applicable treaty). We have determined that, as of the issue date of the Certificates, the Certificates will not be subject to withholding under these rules. In certain limited circumstances, however, it is possible for United States alien holders to be liable for tax under these rules with respect to a combination of transactions treated as having been entered into in connection with each other even when no withholding is required. United States alien holders should consult their tax advisor concerning these regulations, subsequent official guidance and regarding any other possible alternative characterisations of their Certificates for United States federal income tax purposes. See "*United States Tax Considerations – Dividend Equivalent Payments*" in the Base Prospectus for a more comprehensive discussion of the application of Section 871(m) to the Certificates.

10. **BENCHMARKS REGULATION**

Not Applicable.

11. **INDEX DISCLAIMER**

Not Applicable.

## EXAMPLES

### THE EXAMPLES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY.

For the purposes of each Example:

- (i) the Calculation Amount per Certificate is SEK 10,000, the Aggregate Nominal Amount is SEK 100,000,000 and the Issue Price is 100 per cent. (100%) of the Aggregate Nominal Amount;
- (ii) in respect of each Underlying Asset, the Autocall Level is 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset;
- (iii) in respect of each Underlying Asset the Coupon Barrier Level 2 is 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset, the Coupon Barrier Level 1 is 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset and;
- (iv) in respect of each Underlying Asset, the Trigger Level is 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset and the Barrier Level is 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset;
- (v) the Redemption Percentage is 100 per cent. (100%), the Trigger Percentage is 175 per cent. (175%) and the Autocall Event Base Amount is SEK 10,000; and
- (vi) the Autocall Event Base Amount is SEK 10,000, Autocall Value Multiplicand is SEK 1,500, the Coupon Value is 0.04.

### AUTOMATIC EARLY EXERCISE

**Example 1 – Automatic Early Exercise but no Coupon Amount: *The Reference Price of each Underlying Asset for the first Autocall Observation Date is greater than or equal to its respective Autocall Level. The Autocall Value Multiplier is 1.***

In this Example, the Certificates will be automatically exercised early on such Autocall Observation Date, and the Automatic Early Exercise Amount payable per Certificate (of the Calculation Amount) on the Automatic Early Exercise Date immediately following such Autocall Observation Date will be an amount in the Settlement Currency equal to the *sum* of (i) the Autocall Event Base Amount, *plus* (ii) the *product* of (a) the Autocall Value Multiplier for such Autocall Observation Date, *multiplied* by (b) the Autocall Value Multiplicand., i.e., SEK 11,500. No Coupon Amount will be payable on the Coupon Payment Date falling on such Automatic Early Exercise Date.

**Example 2 – no Automatic Early Exercise but Coupon Amount: *The Reference Price of one Underlying Asset for the first Autocall Observation Date is less than its Autocall Level but greater than or equal to its Coupon Barrier Level 2, and the Reference Price of each other Underlying Asset for such Autocall Observation Date is greater than or equal to its respective Autocall Level.***

In this Example, the Certificates will not be automatically exercised on such Autocall Observation Date. A Coupon Amount of 4.00 per cent. (4.00%) of the Calculation Amount, i.e., SEK 400, will be payable per Certificate (of the Calculation Amount) on the Coupon Payment Date immediately following such Autocall Observation Date.

**Example 3 – no Automatic Early Exercise and no Coupon Amount: *The Reference Price of one Underlying Asset for the first Autocall Observation Date is less than its Coupon Barrier Level 2 and the Reference Price of each other Underlying Asset for such Autocall Observation Date is greater than or equal to its respective Coupon Barrier Level 2.***

In this Example, the Certificates will not be automatically exercised on such Autocall Observation Date and no Coupon Amount will be payable on the Coupon Payment Date immediately following such Autocall Observation Date.

## SETTLEMENT AMOUNT

**Example 4 – positive scenario but no Coupon Amount:** *The Certificates have not been exercised on an Applicable Date, and the Final Closing Price of each Underlying Asset is greater than or equal to its respective Trigger Level.*

In this Example, the Certificates will be automatically exercised on the Final Reference Date and the Settlement Amount payable per Certificate (of the Calculation Amount) on the Maturity Date will be an amount in the Settlement Currency equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the Trigger Percentage, i.e., SEK 17,500. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date.

**Example 5 – neutral scenario plus Coupon Amount:** *The Certificates have not been exercised on an Applicable Date, the Final Closing Price of each Underlying Asset is less than its respective Trigger Level but greater than or equal to its respective Coupon Barrier Level 2.*

In this Example, the Certificates will be automatically exercised on the Final Reference Date and the Settlement Amount payable per Certificate (of the Calculation Amount) on the Maturity Date will be an amount in the Settlement Currency equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the Redemption Percentage, i.e., SEK 10,000. Additionally, a Coupon Amount of 4.00 per cent. (4.00%) of the Calculation Amount, i.e., SEK 400, will be payable per Certificate (of the Calculation Amount) on the Coupon Payment Date falling on the Maturity Date.

**Example 6 – negative scenario and no Coupon Amount:** *The Certificates have not been exercised on an Applicable Date, the Final Closing Price of one Underlying Asset is 59 per cent. (59%) of its Asset Initial Price and the Final Closing Price of each other Underlying Asset is 60 per cent. (60%) or more of its respective Asset Initial Price.*

In this Example, the Certificates will be automatically exercised on the Final Reference Date and the Settlement Amount payable per Certificate (of the Calculation Amount) on the Maturity Date will be an amount in the Settlement Currency equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the *quotient* of (a) the Final Closing Price of the Final Worst Performing Asset, *divided* by (b) the Asset Initial Price of the Final Worst Performing Asset, i.e., SEK 5,900. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. **In this Example, an investor who purchased the Certificates at the Issue Price will sustain a partial loss of the amount invested in the Certificates (apart from any Coupon Amounts received prior to the Maturity Date).**

**Example 7 – negative scenario and no Coupon Amount:** *The Certificates have not been exercised on an Applicable Date, the Final Closing Price of one Underlying Asset is 0 per cent. (0%) of its Asset Initial Price and the Final Closing Price of each other Underlying Asset is 60 per cent. (60%) or more of its respective Asset Initial Price.*

In this Example, the Certificates will be automatically exercised on the Final Reference Date and the Settlement Amount payable per Certificate (of the Calculation Amount) on the Maturity Date will be an amount in the Settlement Currency equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the *quotient* of (a) the Final Closing Price of the Final Worst Performing Asset, *divided* by (b) the Asset Initial Price of the Final Worst Performing Asset, i.e., zero. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. **In this Example, an investor will sustain a total loss of the amount invested in the Certificates. (apart from any Coupon Amounts received prior to the Maturity Date).**

## ISSUE-SPECIFIC SUMMARY OF THE SECURITIES

INTRODUCTION AND WARNINGS		
<p>This Summary should be read as an introduction to the Prospectus (comprised of the Base Prospectus read together with the Final Terms). Any decision to invest in the Securities should be based on a consideration of the Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. This Summary only provides key information in order for an investor to understand the essential nature and the principal risks of the Issuer and the Securities, and does not describe all the rights attaching to the Securities (and may not set out specific dates of valuation and potential payments or the adjustments to such dates) that are set out in the Prospectus as a whole. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled this summary including any translation thereof, but only where this Summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus or where it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p> <p><b>You are about to purchase a product that is not simple and may be difficult to understand.</b></p>		
<p><b>Securities:</b> Issue of SEK 100,000,000 Eight-Year Quanto SEK Worst of Phoenix Autocallable Certificates on a Share Basket, due May 18, 2027 (ISIN: SE0017484520) (the "Securities")</p>		
<p><b>Issuer:</b> Goldman Sachs International ("GSI"). Its registered office is Plumtree Court, 25 Shoe Lane, London EC4A 4AU and its Legal Entity Identifier ("LEI") is W22LROWP2IHZNBB6K528.</p>		
<p><b>Competent authority:</b> The Base Prospectus was approved on July 16, 2021 by the Luxembourg <i>Commission de Surveillance du Secteur Financier</i> of 283 Route d'Arlon, 1150 Luxembourg (Telephone number: (+352) 26 25 1-1; Fax number: (+352) 26 25 1 – 2601; Email: <a href="mailto:direction@cssf.lu">direction@cssf.lu</a>).</p>		
KEY INFORMATION ON THE ISSUER		
Who is the Issuer of the Securities?		
<p><b>Domicile and legal form, law under which the Issuer operates and country of incorporation:</b> GSI is a private unlimited liability company incorporated under the laws of England and Wales and was formed on June 2, 1988. GSI is registered with the Registrar of Companies. Its LEI is W22LROWP2IHZNBB6K528.</p>		
<p><b>Issuer's principal activities:</b> GSI's business principally consists of securities underwriting and distribution; trading of corporate debt and equity securities, non-U.S. sovereign debt and mortgage securities, execution of swaps and derivative instruments, mergers and acquisitions; financial advisory services for restructurings, private placements and lease and project financings, real estate brokerage and finance, merchant banking and stock brokerage and research.</p>		
<p><b>Major shareholders, including whether it is directly or indirectly owned or controlled and by whom:</b> GSI is directly wholly-owned by Goldman Sachs Group UK Limited. Goldman Sachs Group UK Limited is an indirect wholly owned subsidiary of the Goldman Sachs Group, Inc. ("GSG").</p>		
<p><b>Key directors:</b> The directors of GSI are Jose M. D. Barroso, Richard J. Gnodde, Sam P. Gyimah, Nigel Harman, Esta E. Stecher, Dermot W. McDonogh, Marius O. Winkelman, Therese L. Miller and Catherine G. Cripps.</p>		
<p><b>Statutory auditors:</b> GSI's statutory auditor is PricewaterhouseCoopers LLP, of 7 More London Riverside, London, SE1 2RT, England.</p>		
What is the key financial information regarding the Issuer?		
<p>The following table shows selected key historical financial information from GSI's 2021 audited financial statements, which were prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 and International Financial Reporting Standards ("IFRS") adopted pursuant to Regulation (EC) No 1606/2002 as it applies in the E.U. This includes information for the year ended and as of December 31, 2021 and comparative information for the year ended and as of December 31, 2020.</p>		
Summary information – income statement		
	Year ended December 31, 2021 (audited)	Year ended December 31, 2020 (audited)
(in USD millions except for share amounts)		
Selected income statement data		
Total interest income	3,448	4,196
Non-interest income <sup>1</sup>	11,414	10,996
Profit before taxation	3,552	3,524
Operating profit	N/A	N/A

<sup>1</sup> "Fees and commissions" are included within "non-interest income" and therefore are not included as a single line item.

Dividend per share	N/A	N/A
<b>Summary information – balance sheet</b>		
	<b>As at December 31, 2021 (audited)</b>	<b>As at December 31, 2020 (audited)</b>
<b>(in USD millions)</b>		
Total assets	1,143,420	1,267,858
Total unsecured borrowings <sup>2</sup>	79,813	80,351
Customer and other receivables	86,135	90,380
Customer and other payables	119,883	100,519
Total shareholder's equity	38,895	36,578
<b>(in per cent.)</b>		
Common Equity Tier 1 (CET1) capital ratio	10.7	10.7
Total capital ratio	15.7	16.1
Tier 1 leverage ratio	4.2	4.7

**Qualifications in audit report on historical financial information:** Not applicable; there are no qualifications in the audit report of GSI on its historical financial information.

#### What are the key risks that are specific to the Issuer?

The Issuer is subject to the following key risks:

- The payment of any amount due on the Securities is subject to the credit risk of the Issuer. The Securities are the Issuer's unsecured obligations. Investors are dependent on the Issuer's ability to pay all amounts due on the Securities, and therefore investors are subject to the Issuer's credit risk and to changes in the market's view of the Issuer's creditworthiness. The Securities are not bank deposits, and they are not insured or guaranteed by any compensation or deposit protection scheme. The value of and return on the Securities will be subject to the Issuer's credit risk and to changes in the market's view of the Issuer's creditworthiness.
- GSG and its consolidated subsidiaries ("**Goldman Sachs**") is a leading global investment banking, securities and investment management group and faces a variety of significant risks which may affect the Issuer's ability to fulfil their obligations under the Securities, including market and credit risks, liquidity risks, business activities and industry risks, operational risks and legal, regulatory and reputational risks.
- GSI is a wholly-owned subsidiary of the Goldman Sachs group and a key banking subsidiary of the Goldman Sachs group. As a result, it is subject to a variety of risks that are substantial and inherent in its businesses including risks relating to economic and market conditions, regulation, Brexit, market volatility, liquidity, credit markets, concentration of risk, credit quality, composition of client base, derivative transactions, operational infrastructure, cyber security, risk management, business initiatives, operating in multiple jurisdictions, conflicts of interest, competition, changes in underliers, personnel, negative publicity, legal liability, catastrophic events and climate change.
- GSI is subject to the Bank Recovery and Resolution Directive, which is intended to enable a range of actions to be taken by a resolution authority in relation to credit institutions and investment firms considered by the resolution authority to be at risk of failing and where such action is necessary in the public interest. The resolution powers available to the resolution authority include powers to (i) write down the amount owing, including to zero, or convert the Securities into other securities, including ordinary shares of the relevant institution (or a subsidiary) – the so-called "bail-in" tool; (ii) transfer all or part of the business of the relevant institution to a "bridge bank"; (iii) transfer impaired or problem assets to an asset management vehicle; and (iv) sell the relevant institution to a commercial purchaser. In addition, the resolution authority is empowered to modify contractual arrangements, suspend enforcement or termination rights that might otherwise be triggered. The resolution regime is designed to be triggered prior to insolvency, and holders of Securities may not be able to anticipate the exercise of any resolution power by the resolution authority. Further, holders of Securities would have very limited rights to challenge the exercise of powers by the resolution authority, even where such powers have resulted in the write down of the Securities or conversion of the Securities to equity.

#### KEY INFORMATION ON THE SECURITIES

##### What are the main features of the Securities?

**Type and class of Securities being offered and security identification number(s):**

The Securities are cash settled Securities which are share-linked Securities in the form of Certificates.

The Securities will be cleared through Euroclear Sweden AB (the Swedish Central Securities Depository).

<sup>2</sup> "Subordinated loans" are included within "total unsecured borrowings" and therefore are not included as a single line item.

The issue date of the Securities is May 16, 2022 (the "**Issue Date**"). The issue price of the Securities is 100 per cent. (100%) of the Aggregate Nominal Amount of SEK 100,000,000 (the "**Issue Price**").

ISIN: SE0017484520; Valoren: 117745107; CFI: DEMYRS.

**Currency, denomination, number of Securities issued and term of the Securities:** The currency of the Securities will be Swedish Krona ("**SEK**" or the "**Settlement Currency**"). The calculation amount is SEK 10,000. The Aggregate Nominal Amount of Securities is SEK 100,000,000.

**Maturity Date:** May 18, 2027. This is the date on which the Securities are scheduled to be redeemed, subject to adjustment in accordance with the terms and conditions and subject to an early redemption of the Securities.

**Rights attached to the Securities:** The Securities will give each investor the right to receive a return, together with certain ancillary rights such as the right to receive notice of certain determinations and events. The return on the Securities will comprise the potential payment of Coupon Amounts, and an Autocall Event Amount (if applicable) or the Settlement Amount (if applicable), and the amounts payable will depend on the performance of the following Underlying Assets:

Underlying Assets or the Shares	Bloomberg / Reuters / ISIN	Exchange
The ordinary shares of Telefonaktiebolaget LMEricsson AB (" <b>ERICb.ST</b> ")	ERICB SS <Equity> / ERICb.ST / SE0000108656	Nasdaq Stockholm AB
The ordinary shares of Electrolux AB (" <b>ELUXb.ST</b> ")	ELUXB SS <Equity> / ELUXb.ST / SE0000103814	Nasdaq Stockholm AB
The ordinary shares of EQT AB (" <b>EQTAB.ST</b> ")	EQT SS <Equity> / EQTAB.ST / SE0012853455	Nasdaq Stockholm AB
The ordinary shares of Nibe Industrier AB (" <b>NIBEB.ST</b> ")	NIBEB SS <Equity> / NIBEB.ST / SE0015988019	Nasdaq Stockholm AB

**Coupon Amount:** on a Coupon Observation Date:

- (i) if the Reference Price of any Underlying Asset is less than its respective Coupon Barrier Level 1 but the Reference Price of each Underlying Asset is greater than or equal to its respective Coupon Barrier Level 2, then a Coupon Amount in SEK in respect of each Security will be payable on the following Coupon Payment Date, calculated in accordance with the following formula:

$$(CA \times CV); \text{ or}$$

- (ii) if the Reference Price of each Underlying Asset is greater than or equal to its respective Coupon Barrier Level 1 or the Reference Price of any Underlying Asset is less than its respective Coupon Barrier Level 2, then no Coupon Amount will be payable on the following Coupon Payment Date.

**Autocall Event Amount:** on an Autocall Observation Date, if the Reference Price of each Underlying Asset is greater than or equal to its respective Autocall Level then the Securities will be automatically exercised early and the applicable Autocall Event Amount in respect of such Autocall Observation Date will be payable in respect of each Security on the following Autocall Payment Date.

**Settlement Amount:** unless previously exercised early, or purchased and cancelled, the Settlement Amount in SEK payable in respect of each Security on the Maturity Date will be:

- (i) if the Final Closing Price of each Underlying Asset is greater than or equal to its Trigger Level, an amount calculated in accordance with the following formula:

$$CA \times \text{Trigger Percentage}$$

- (ii) if the Final Closing Price of each Underlying Asset is less than its Trigger Level but greater than or equal to its Barrier Level, an amount calculated in accordance with the following formula:

$$CA \times \text{Redemption Percentage}$$

- (iii) if the Final Closing Price of any Underlying Asset is less than its Barrier Level, an amount calculated in accordance with the following formula:

$$CA \times \frac{\text{Final Reference Value}}{\text{Initial Reference Value}}$$

**Non-scheduled Early Repayment Amount:** The Securities may be redeemed prior to the scheduled maturity: (i) at the Issuer's option (a) if the Issuer determines a change in applicable law has the effect that performance by the Issuer or its affiliates under the Securities or hedging transactions relating to the Securities has become (or there is a substantial likelihood in the immediate future that it will become) unlawful or impracticable (in whole or in part), or (b) where applicable, if the Calculation Agent determines that certain additional disruption events or adjustment events as provided in the terms and conditions of the Securities have occurred in relation to the underlying assets; or (ii) upon notice by a Holder declaring such Securities to be immediately repayable due to the occurrence of an event of default which is

continuing.

In such case, the Non-scheduled Early Repayment Amount payable on such unscheduled early redemption shall be, for each Security, an amount representing the fair market value of the Security taking into account all relevant factors less all costs incurred by the Issuer or any of its affiliates in connection with such early redemption, including those related to unwinding of any underlying and/or related hedging arrangement. ***The Non-scheduled Early Repayment Amount may be less than your initial investment and therefore you may lose some or all of your investment on an unscheduled early redemption.***

Defined terms:

- **Asset Initial Price:** in respect of each Underlying Asset, the Entry Level of such Underlying Asset..
- **Autocall Event Amount:** in respect of each Autocall Observation Date an amount equal to the *sum* of (i) the Autocall Event Base Amount, *plus* (ii) the *product* of (a) the Autocall Value Multiplier for such Autocall Observation Date, *multiplied* by (b) the Autocall Value Multiplicand.
- **Autocall Event Base Amount:** SEK 10,000.
- **Autocall Level:** in respect of each Underlying Asset, 90 per cent. (90%) of its Asset Initial Price.
- **Autocall Observation Dates:** each Coupon Observation Date other than the Coupon Observation Date scheduled to fall on April 26, 2027.
- **Autocall Payment Date:** a date falling around 15 business days after each Autocall Observation Date, subject to adjustment in accordance with the terms and conditions.
- **Autocall Value Multiplicand:** SEK 1,500.
- **Autocall Value Multiplier:** in respect of each Autocall Observation Date, a series of unique ascending whole numbers starting from 1 in respect of the first Autocall Observation Date and ending at 4 in respect of the final Autocall Observation Date.
- **Barrier Level:** in respect of each Underlying Asset, 60 per cent. (60%) of its Asset Initial Price.
- **CA:** Calculation Amount, SEK 10,000.
- **Coupon Barrier Level 1:** in respect of each Underlying Asset and each Coupon Observation Date, 90 per cent. (90%) of the Asset Initial Price of such Underlying Asset.
- **Coupon Barrier Level 2:** in respect of each Underlying Asset and each Coupon Observation Date, 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset
- **Coupon Observation Dates:** April 25, 2023, April 25, 2024, April 25, 2025, April 27, 2026 and April 26, 2027, in each case, subject to adjustment in accordance with the terms and conditions.
- **Coupon Payment Dates:** a date falling around 15 business days after each Coupon Observation Date, subject to adjustment in accordance with the terms and conditions.
- **CV:** 0.04.
- **Entry Level:** in respect of each Underlying Asset, the lowest Reference Price of such Underlying Asset observed across the Entry Level Observation Dates.
- **Entry Level Observation Dates:** April 25, 2022, May 25, 2022, June 27, 2022 and July 25, 2022, in each case, subject to adjustment in accordance with the terms and conditions.
- **Final Closing Price:** in respect of an Underlying Asset, its Reference Price on April 26, 2027, subject to adjustment in accordance with the terms and conditions.
- **Final Reference Value:** the Final Closing Price of the Final Worst Performing Asset.
- **Final Worst Performing Asset:** the Underlying Asset with the lowest Final Asset Performance, being the Final Closing Price *divided* by the Initial Closing Price.
- **Initial Reference Value:** the Asset Initial Price of the Final Worst Performing Asset.
- **Redemption Percentage:** 100 per cent. (100%).
- **Reference Price:** the closing share price of the Underlying Asset for the relevant date.
- **Trigger Level:** in respect of each Underlying Asset, 90 per cent. (90%) of its Asset Initial Price.
- **Trigger Percentage:** 175 per cent. (175%).

**Governing law:** The Securities are governed by English law provided that Swedish law will apply with regard to the registration of Euroclear Sweden Registered Instruments.



**Status of the Securities:**

The Securities are unsubordinated and unsecured obligations of the Issuer and will rank equally among themselves and with all other unsubordinated and unsecured obligations of the Issuer from time to time outstanding.

The taking of any action by a resolution authority under the Bank Recovery and Resolution Directive, in relation to the Issuer could materially affect the value of, or any repayments linked to, the Securities, and/or risk a conversion into equity of the Securities.

**Description of restrictions on free transferability of the Securities:**

The Securities have not been and will not be registered under the U.S. Securities Act of 1933 (the "**Securities Act**") and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons except in certain transactions exempt from the registration requirements of the Securities Act and applicable state securities laws. No offers, sales or deliveries of the Securities, or distribution of any offering material relating to the Securities, may be made in or from any jurisdiction except in circumstances that will result in compliance with any applicable laws and regulations. Subject to the above, the Securities will be freely transferable.

**Where will the Securities be traded?**

Application will be made by the Issuer (or on its behalf) for the Securities to be listed on the Official List and admitted to trading on the regulated market of the NASDAQ OMX Stockholm Stock Exchange with effect from at the earliest the Issue Date.

**What are the key risks that are specific to the Securities?**

**Risk factors associated with the Securities:** The Securities are subject to the following key risks:

The value and quoted price of your Securities (if any) at any time will reflect many factors and cannot be predicted. Depending on the performance of the Underlying Assets, you may lose some of your investment.

**Risks relating to certain features of the Securities:**

- The terms and conditions of your Securities provide that the Securities are subject to a cap, so your ability to participate in any change in the value of the Underlying Assets over the term of the Securities will be limited, no matter how much the level, price, rate or other applicable value of the Underlying Assets may rise beyond the cap level over the life of the Securities. Accordingly, the return on your Securities may be significantly less than if you had purchased the Underlying Assets directly.
- The terms and conditions of your Securities provide that the return on the Securities depends on the "worst-of" performance of the basket of Underlying Assets, you will be exposed to the performance of each Underlying Asset and, in particular, to the Underlying Asset which has the worst performance. This means that, irrespective of how the other Underlying Assets perform, if any one or more Underlying Assets fails to meet a relevant threshold or barrier for the payment of interest or the calculation of any redemption amount, you may receive no interest payments and/or could lose some or all of your initial investment.
- The terms and conditions of your Securities provide that the amount payable on the Securities (whether at maturity or otherwise) will be based on the performance of the Underlying Asset(s) compared to the lowest level of the Underlying Asset observed across each of the specified entry level observation dates, and not just the level of the Underlying Asset on a single initial date. Such a feature could result in a lower value of and return on the Securities than if there was no entry level feature. For example, if the applicable level of the Underlying Asset increased significantly across the entry level observation dates, the value of and return on your Securities may be significantly less than it would have been had the return been determined by reference to only the applicable level or price of the Underlying Asset on a single initial date.

**Risks relating to the Underlying Assets:**

- *The value of and return on your Securities depends on the performance of the Underlying Assets*

The return on your Securities may depend on the performance of one or more Underlying Asset(s). The level, price, rate, net asset value or other applicable value of the Underlying Asset(s) may be subject to unpredictable change over time. This degree of change is known as "volatility". The volatility of an Underlying Asset may be affected by national and international financial, political, military or economic events, including governmental actions, or by the activities of participants in the relevant markets. Any of these events or activities could adversely affect the value of and return on the Securities. Volatility does not imply direction of the level, price, rate, net asset value or other applicable value, though an Underlying Asset that is more volatile is likely to increase or decrease in value more often and/or to a greater extent than one that is less volatile.

- *Past performance of an Underlying Asset is not indicative of future performance*

You should not regard any information about the past performance of the Underlying Asset(s) as indicative of the range of, or trends in, fluctuations in the Underlying Asset(s) that may occur in the future. Underlying Asset(s) may

perform differently (or the same) as in the past, and this could have material adverse effect on the value of and return on your Securities.

- The performance of Shares is dependent upon macroeconomic factors, such as interest and price levels on the capital markets, currency developments, political factors as well as company-specific factors such as earnings position, market position, risk situation, shareholder structure and distribution policy, as well as business risks faced by the issuers thereof. Any one or a combination of such factors could adversely affect the performance of the Underlying Asset(s) which, in turn, would have a negative effect on the value of and return on your Securities.

**KEY INFORMATION ON THE OFFER OF THE SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET**

**Under which conditions and timetable can I invest in this Security?**

**Terms and conditions of the offer:** The Securities are not being publicly offered.

**Estimated expenses charged to the investor by the Issuer/offeror:** The Issue Price of 100 per cent. (100%) of the Aggregate Nominal Amount includes a selling commission of up to 6.00 per cent. (6.00%) of the Aggregate Nominal Amount which has been paid by the Issuer.

**Who is the offeror and/or the person asking for admission to trading?**

The Issuer is the entity requesting for the admission to trading of the Securities on a regulated market.

**Why is this Prospectus being produced?**

**Reasons for the offer or for the admission to trading on a regulated market, estimated net proceeds and use of proceeds:** The net proceeds of the offer will be used by the Issuer to provide additional funds for its operations and for other general corporate purposes (i.e., for making profit and/or hedging certain risks).

**Underwriting agreement on a firm commitment basis:** The offer of the Securities is not subject to an underwriting agreement on a firm commitment basis.

**Material conflicts pertaining to the issue/offer:**

Fees shall be payable to the distributor(s).

The Issuer is subject to a number of conflicts of interest between its own interests and those of holders of Securities, including: (a) in making certain calculations and determinations, there may be a difference of interest between the investors and the Issuer, (b) in the ordinary course of its business the Issuer (or an affiliate) may effect transactions for its own account and may enter into hedging transactions with respect to the Securities or the related derivatives, which may affect the market price, liquidity or value of the Securities, and (c) the Issuer (or an affiliate) may have confidential information in relation to the Underlying Assets or any derivative instruments referencing them, but which the Issuer is under no obligation (and may be subject to legal prohibition) to disclose.

## EMISSIONSSPECIFIK SAMMANFATTNING AV VÄRDEPAPPAREN

INLEDNING OCH VARNINGAR		
<p>Denna Sammanfattning ska läsas som en introduktion till Prospektet (som består av Grundprospektet som läses tillsammans med de Slutliga Villkoren). Varje beslut om att investera i Värdepapperen ska baseras på en bedömning av Prospektet i dess helhet av investeraren. Investeraren kan förlora hela eller delar av sitt investerade kapital under vissa omständigheter. Denna Sammanfattning innehåller endast nyckelinformation som behövs för att en investerare ska förstå den essentiella naturen av och de huvudsakliga riskerna för Emittenten och Värdepapperen, och beskriver inte alla rättigheter förknippade med Värdepapperen (och kanske inte anger specifika dagar för värdering och potentiella betalningar eller justering av sådana dagar) som anges i Prospektet som helhet. Om ett krav hänförligt till informationen i Prospektet anförs vid domstol, kan den investerare som är kâränd enligt Medlemsstaternas nationella lagstiftning bli tvungen att svara för kostnaderna för översättning av Prospektet innan de rättsliga förfarandena inleds. Civilrättsligt ansvar kan åläggas de personer som lagt fram sammanfattningen, inklusive översättningar därav, men endast om Sammanfattningen är vilseledande, felaktig eller oförenlig med de andra delarna av Prospektet eller om den inte, tillsammans med de andra delarna av Prospektet, ger nyckelinformation för att hjälpa investerare när de överväger att investera i Värdepapperen.</p> <p><i>Du står i begrepp att köpa en produkt som inte är enkel och som kan vara svår att förstå.</i></p>		
<p><b>Värdepapper:</b> Emission av SEK 100 000 000 femåriga Certifikat med Automatisk Förtida Inlösen (Quanto SEK, Phoenix, Sämsta av) relaterade till en Aktiekorg, med förfall den 18 maj 2027 (ISIN: SE0017484520) (“Värdepapperen”).</p>		
<p><b>Emittenten:</b> Emittenten är Goldman Sachs International (“GSI”). Dess säte är Plumtree Court, 25 Shoe Lane, London EC4A 4AU, England och dess identifieringskod för juridiska personer (LEI) är: W22LROWP2IHZNBB6K528.</p>		
<p><b>Behörig myndighet:</b> Grundprospektet godkändes den 16 juli 2021 av tillsynsmyndigheten i Luxemburg <i>Commission de Surveillance du Secteur Financier</i>, 283 route d’Arlon, L-1150 Luxembourg (Telefonnummer: (+352) 26 25 1-1; Faxnummer: (+352) 26 25 1-2601; Email: direction@cssf.lu).</p>		
NYCKELINFORMATION OM EMITTENTEN		
Vem är emittent av Värdepapperen?		
<p><b>Hemvist och juridisk form, enligt vilken lagstiftning Emittenten bedriver verksamhet och i vilket land bolaget har bildats:</b> GSI är ett privat bolag med obegränsat ägaransvar som är bildat i England och Wales och bildades den 2 juni 2988. GSI är registrerat hos bolagsregistret i England och Wales (<i>Registrar of Companies</i>). Dess LEI är W22LROWP2IHZNBB6K528.</p>		
<p><b>Emittentens huvudverksamhet:</b> GSI:s huvudsakliga verksamhet utgörs av emissionsgarantiverksamhet och distribution av, handel med bolagsfinansiering och aktietjänster, icke-amerikanska statspapper och bostadspapper, utfärdande av swappar och derivatinstrument, företagsförvärv, finansiell rådgivning i samband med omstruktureringar/icke-publika erbjudanden /leasing- och projektfinansiering, fastighetsmäklari och finansiering, företagsbankverksamhet, aktiehandel och forskning.</p>		
<p><b>Emittentens större aktieägare, inbegripet huruvida Emittenten ägs eller kontrolleras direkt eller indirekt och av vem:</b> GSI är direkt helägt av Goldman Sachs Group UK Limited. Goldman Sachs Group UK Limited är ett indirekt helägt dotterföretag till Goldman Sachs Group Inc. (“GSG”).</p>		
<p><b>De viktigaste befattningshavarna:</b> Befattningshavarna i GSI är Jose M. D. Barroso, Richard J. Gnodde, Sam P. Gyimah, Nigel Harman, Esta E. Stecher, Dermot W. McDonogh, Marius O. Winkelman, Therese L. Miller och Catherine G. Cripps.</p>		
<p><b>Lagstadgade revisorer:</b> GSI:s lagstadgade revisorer är PricewaterhouseCoopers LLP, 7 More London Riverside, SE1 2RT, England.</p>		
Vad är Emittentens finansiella nyckelinformation?		
<p>Den följande tabellen visar utvald historisk finansiell nyckelinformation från GSI:s reviderade finansiella räkenskaper 2021, som har upprättats i enlighet med internationell redovisningsstandard i enlighet med Companies Act 2006 och International Financial Reporting Standards (“IFRS”) antagna enligt Förordning (EG) Nr. 1606/2002 som den tillämpas i EU. Detta inkluderar information för året som slutade och per den 31 december 2021 och jämförande information för året som slutade och per den 31 december 2020.</p>		
Sammanfattad information - resultaträkning		
	År som slutade den 31 december 2021 (reviderad)	År som slutade den 31 december 2020 (reviderad)

(i miljontals USD förutom aktiebelopp)		
<b>Utvalda resultaträkningsdata</b>		
Totala ränteintäkter	3 448	4 196
Icke-ränterelaterade intäkter <sup>1</sup>	11 414	10 996
Vinst före skatt	3 552	3 524
Rörelsevinst	N/A	N/A
Utdelning per aktie	N/A	N/A
<b>Sammanfattad information – balansräkning</b>		
	<b>Per den 31 december 2021 (reviderad)</b>	<b>Per den 31 december 2020 (reviderad)</b>
<b>(I miljontals USD)</b>		
Totala tillgångar	1 143 420	1 267 858
Total icke-säkerställd upplåning <sup>2</sup>	79 813	80 351
Kundfordringar och andra fordringar	86 135	90 380
Skulder till kunder och andra skulder	119 883	100 519
Totalt eget kapital	38 895	36 578
<b>(I procent)</b>		
Primärkapitaltäckningskvot (CET1)	10,7	10,7
Total kapitalkvot	15,7	16,1
Primärkapitalhävstångskvot	4,2	4,7

**Anmärkningar i revisionsberättelsen avseende historisk finansiell information:** Ej tillämpligt, det finns inte några anmärkningar i revisionsberättelsen för GSI avseende historisk finansiell information.

#### Vilka nyckelrisker är specifika för Emittenten?

Emittenten är föremål för följande nyckelrisker:

- Betalningen av varje belopp som förfaller under Värdepapperen är utsatt för kreditrisken förknippad med Emittenten. Värdepapperen är Emittentens icke säkerställda förpliktelser. Investerares beroende av Emittentens förmåga att betala alla belopp som förfallit till betalning under Värdepapperen, och därför är investerares föremål för Emittentens kreditrisk och för förändringar i marknads syn på Emittentens kreditvärdighet. Värdepapperen är inte banksättningar och dessa är inte försäkrade eller garanterade av eller någon insättningsgaranti. Värdet för och avkastningen från Värdepapperen kommer att vara utsatt för Emittentens kreditrisk och för förändringar i marknads syn på Emittentens kreditvärdighet.
- GSG och dess konsoliderade dotterföretag ("**Goldman Sachs**") är en ledande global investmentbank, värdepappers- och investeringsförvaltningskoncern och står inför en rad betydande risker som kan påverka Emittentens förmåga att uppfylla dess skyldigheter enligt Värdepapperen, inklusive marknads- och kreditrisker, likviditetsrisker, affärsaktivitets- och branschrisker, operativa risker och legala, regulatoriska och renommérisker.
- GSI är ett helägt dotterföretag till Goldman Sachs-koncernen och ett viktigt bankdotterföretag till Goldman Sachs-koncernen. Som ett resultat är det föremål för olika risker som är väsentliga och inneboende i dess verksamheter inklusive risker relaterade till ekonomiska och marknadsmässiga förhållanden, reglering, Brexit, marknadsvolatilitet, likviditet, kreditmarknader, koncentration av risk, kreditkvalitet, kundbasens sammansättning, derivattransaktioner, operationell infrastruktur, cybersäkerhet, riskhantering, affärsinitiativ, verksamhet i flera jurisdiktioner, intressekonflikter, konkurrens, förändringar i underliggande, personal, negativ publicitet, juridiskt ansvar, katastrofala händelser och klimatförändringar.
- GSI omfattas av direktivet om återhämtning och resolution av banker, som är avsett att möjliggöra en rad åtgärder tas av en resolutionsmyndighet i förhållande till kreditinstitut och värdepappersföretag som en

<sup>1</sup> "Arvoden och provisioner" inkluderas under "icke-ränterelaterade intäkter" och inkluderas därför inte som en enskild post.

<sup>2</sup> "Efterställda lån" inkluderas under "total icke-säkerställd upplåning" och inkluderas därför inte som en enskild post.

resolutionsmyndighet bedömer att riskerar att falla och där sådana åtgärder är nödvändiga i allmänhetens intresse. De resolutionsbefogenheter som finns tillgängliga för resolutionsmyndigheten inkluderar befogenheter att (i) skriva ner det skyldiga beloppet, inklusive till noll, eller konvertera Värdepapperen till andra värdepapper, inklusive vanliga aktier i den relevanta institutionen (eller ett dotterföretag) - det så kallade "räddnings"-verktyget; (ii) överföra hela eller delar av verksamheten för det relevanta institution till ett "broinstitut"; (iii) överföra nedskrivna eller problemtillgångar till ett tillgångsförvaltningsverktyg; och (iv) sälja den berörda institutionen till en kommersiell köpare. Dessutom har resolutionsmyndigheten befogenhet att ändra avtalsarrangemang, avbryta verkställighets- eller uppsägningsrättigheter som annars skulle kunna utlösas. Resolutionsregimen är utformad för att utlösas före insolvens, och innehavare av Värdepapper kanske inte kan förutse att resolutionsmyndigheten utövar resolutionsmakten. Vidare skulle innehavare av Värdepapper ha mycket begränsade rättigheter att utmana utövandet av befogenheter av resolutionsmyndigheten, även om sådana befogenheter har resulterat i nedskrivning av Värdepapperen eller omvandling av Värdepapperen till eget kapital.

## NYCKELINFORMATION OM VÄRDEPAPPEREN

### Vilka är Värdepapperens viktigaste egenskaper?

**Typ och klass av värdepapper som erbjuds och värdepappersidentifikationsnummer:** Värdepapperen är kontant avvecklade Värdepapper som är aktierelaterade Värdepapper i form av Certifikat.

Värdepapperen kommer clearas genom Euroclear Sweden AB (den svenska värdepapperscentralen).

Emissionsdagen för Värdepapperen är den 16 maj 2022 ("Emissionsdagen"). Värdepapperens emissionskurs är 100 procent (100%) av det Sammanlagda Nominella Beloppet om SEK 100 000 000 ("Emissionskursen").

ISIN: SE0017484520; Valoren: 117745107; CFI: DEMYRS.

**Valuta, denominering, antal Värdepapper som emitteras och Värdepapperens löptid:** Valutan för Värdepapperen kommer vara svenska kronor ("SEK" eller "Avvecklingsvalutan"). Beräkningsbeloppet är SEK 10 000. Det Sammanlagda Nominella Beloppet av Värdepapper är SEK 100 000 000.

**Förfalldag:** 18 maj 2027. Detta är den dag som Värdepapperen är planerade att lösas in, med förbehåll för justering i enlighet med villkoren och med förbehåll för förtida inlösen av Värdepapperen.

**Rättigheter förknippade med Värdepapperen:** Värdepapperen kommer ge varje innehavare rätt att erhålla en avkastning, tillsammans med vissa förknippade rättigheter såsom rätten att erhålla meddelande om vissa fastställelser och händelser. Avkastningen på Värdepapperen kommer bestå av den potentiella betalningen av Kupongbelopp och ett Belopp vid Autocall (om tillämpligt) eller Avvecklingsbeloppet (om tillämpligt) och de belopp som ska betalas kommer att bero på utvecklingen för följande Underliggande Tillgångar:

Underliggande Tillgångar eller Aktierna	Bloomberg / Reuters / ISIN	Börs
De ordinarie aktierna i Telefonaktiebolaget LMEricsson AB ("ERICB.ST")	ERICB SS <Equity> / ERICb.ST / SE0000108656	Nasdaq Stockholm AB
De ordinarie aktierna i Electrolux AB ("ELUXb.ST")	ELUXB SS <Equity> / ELUXb.ST / SE0000103814	Nasdaq Stockholm AB
De ordinarie aktierna i EQT AB ("EQTAB.ST")	EQT SS <Equity> / EQTAB.ST / SE0012853455	Nasdaq Stockholm AB
De ordinarie aktierna i Nibe Industrier AB ("NIBEB.ST")	NIBEB SS <Equity> / NIBEB.ST / SE0015988019	Nasdaq Stockholm AB

**Kupongbelopp:** på en Kupongobservationsdag:

- (i) om Referenskursen för någon Underliggande Tillgång är mindre än dess respektive Kupongbarriärnivå 1, men Referenskursen för varje Underliggande Tillgång är större än eller lika med dess respektive Kupongbarriärnivå 2, så ska ett Kupongbelopp i SEK avseende varje Värdepapper erläggas på följande Kupongbetalningsdag, beräknat enligt följande formel:

$(BB \times KV)$ ; eller

- (ii) om Referenskursen för varje Underliggande Tillgång är större än eller lika med dess respektive Kupongbarriärnivå 1 eller om Referenskursen för någon Underliggande Tillgång är mindre än dess respektive Kupongbarriärnivå 2, så ska inget Kupongbelopp erläggas på den följande

Kupongbetalningsdagen.

**Belopp vid Autocall:** på en Observationsdag (Autocall), om Referenskursen för varje Underliggande Tillgång är större än eller lika med dess respektive Nivå (Autocall), då kommer Värdepapperen att automatiskt utövas i förtid, och det tillämpliga Beloppet vid Autocall avseende sådan Observationsdag (Autocall) kommer betalas avseende respektive Värdepapper på den följande Betalningsdagen (Autocall).

**Avvecklingsbelopp:** om inte dessförinnan utövade, eller köpta och annullerade, så kommer Avvecklingsbeloppet i SEK som ska betalas avseende respektive Värdepapper på Förfallodagen vara:

- (i) om den Slutliga Stängningskursen för varje Underliggande Tillgång är större än eller lika med dess Aktiverande Nivå, ett belopp som beräknas i enlighet med följande formel:

$BB \times \text{Aktiverande Procenttal};$

- (ii) om den Slutliga Stängningskursen för vardera Underliggande Tillgång är mindre än dess Aktiverande Nivå, men större än eller lika med dess Barriärnivå, ett belopp beräknat i enlighet med följande formel:

$BB \times \text{Inlösenprocent}$

- (iii) om den Slutliga Stängningskursen för någon Underliggande Tillgång är mindre än dess Barriärnivå, ett belopp som beräknas i enlighet med följande formel:

$$BB \times \frac{\text{Slutligt Referensvärde}}{\text{Initialt Referensvärde}}$$

**Icke-planerad förtida inlösen:** Värdepapperen kan lösas in före den planerade förfallotiden (i) enligt Emittentens beslutsrätt (a) om Emittenten bedömer att ändringar i tillämplig rätt påverkar Emittentens eller dess närståendes utföranden under Värdepapperen eller hedgningstransaktioner avseende Värdepapperen på ett sådant sätt att detta har blivit (eller om det föreligger betydande sannolikhet för att inom den närmaste framtiden, det kommer att bli) olagligt eller ogenomförbart (helt eller delvis), (b) om tillämpligt, om Beräkningsagenten anser att vissa ytterligare avbrottshändelser eller justeringshändelser enligt villkoren för Värdepapperen har inträffat med avseende på de underliggande tillgångarna eller (ii) efter mottagande av meddelande från en Innehavare som förklarar sådana Värdepapper omedelbart uppsagda till återbetalning på grund av inträffandet av en uppsägningsgrundande händelse som alljämt fortgår.

I sådant fall ska Beloppet vid Icke-planerad Förtida Inlösen som ska betalas på en sådan icke-planerad förtida inlösen, för varje Värdepapper, vara ett belopp motsvarande det rimliga marknadsvärdet av Värdepapperet med beaktande av samtliga relevanta omständigheter med avdrag för samtliga kostnader som åsamkas Emittenten eller något av dess närstående företag i samband med sådan förtida inlösen, innefattande också sådana som avser avslutande av en underliggande och/eller relaterat hedgningsarrangemang. **Beloppet vid Icke-planerad Förtida Inlösen kan vara mindre än din ursprungliga investering och därför kan du förlora del av eller hela din investering vid en oplanerad förtida inlösen.**

Definierade termer:

- **Initial Tillgångskurs:** avseende respektive Underliggande Tillgång, Ingångsnivån för sådan Underliggande Tillgång.
- **Belopp vid Autocall:** avseende respektive Observationsdag (Autocall), ett belopp motsvarande *summan* av (i) Händelsebasbeloppet (Autocall), *plus* (ii) *produkten* av (a) Värdesmultiplikatorn (Autocall) för sådan Observationsdag (Autocall), *multiplicerad* med (b) Värdesmultiplikanden (Autocall).
- **Händelsebasbelopp (Autocall):** SEK 10 000.
- **Nivå (Autocall)** avseende respektive Underliggande Tillgång, 90 procent (90 %) av dess Initiala Tillgångskurs.
- **Observationsdagar (Autocall):** vardera Kupongobservationsdag andra än Kupongobservationsdagen som är planerad att infalla den 26 april 2027.
- **Betalningsdagar (Autocall):** en dag som infaller omkring 15 bankdagar efter respektive Observationsdag (Autocall), med förbehåll för justering i enlighet med villkoren.
- **Värdesmultiplikand (Autocall):** SEK 1 500.
- **Värdesmultiplikator (Autocall):** avseende respektive Observationsdag (Autocall), en serie av unika stigande heltal med start från 1 avseende den första Observationsdagen (Autocall) och slut vid 4 avseende den slutliga Observationsdagen (Autocall).

- **Barriärnivå:** avseende respektive Underliggande Tillgång, 60 procent (60%) av dess Initiala Tillgångsnivå.
- **BB:** Beräkningsbelopp, SEK 10 000.
- **Kupongbarriärnivå 1:** avseende respektive Underliggande Tillgång och respektive Kupongobservationsdag, 90 procent (90%) av den Initiala Tillgångskursen för sådan Underliggande Tillgång.
- **Kupongbarriärnivå 2:** avseende respektive Underliggande Tillgång och respektive Kupongobservationsdag, 60 procent (60%) av den Initiala Tillgångskursen för sådan Underliggande Tillgång
- **Kupongobservationsdagar:** den 25 april 2023, 25 april 2024, 25 april 2025, 27 april 2026 och 26 april 2027, i varje fall, med förbehåll för justering i enlighet med villkoren.
- **Kupongbetalningsdagar:** en dag som infaller omkring 15 bankdagar efter respektive Kupongobservationsdag, med förbehåll för justering i enlighet med villkoren.
- **KV:** 0,04.
- **Ingångsnivå:** avseende respektive Underliggande Tillgång, den lägsta Referenskursen för sådan Underliggande Tillgång som observerats över Observationsdagarna för Ingångsnivå.
- **Observationsdagar för Ingångsnivå:** den 25 april 2022, 25 maj 2022, 27 juni 2022 och 25 juli 2022, i varje fall, med förbehåll för justering i enlighet med villkoren.
- **Slutlig Stängningskurs:** avseende en Underliggande Tillgång, dess Referenskurs den 26 april 2027, med förbehåll för justering i enlighet med villkoren.
- **Slutligt Referensvärde:** den Slutliga Stängningskursen för den Slutligen Sämst Presterande Underliggande Tillgången.
- **Slutligen Sämst Presterande Underliggande Tillgång:** den Underliggande Tillgången med den lägsta Underliggande Tillgångsutvecklingen, som är den Slutliga Stängningskursen *dividerat* med den Initiala Stängningskursen.
- **Initialt Referensvärde:** den Initiala Tillgångskursen för den Slutligen Sämst Presterande Underliggande Tillgången.
- **Inlösenprocent:** 100 procent (100 %).
- **Referenskurs:** stängningsaktiekursen för den Underliggande Tillgången på den relevanta dagen.
- **Aktiverande Nivå:** avseende respektive Underliggande Tillgång, 90 procent (90%) av dess Initiala Tillgångskurs.
- **Aktiverande Procenttal:** 175 procent (175 %).

**Tillämplig rätt:** Värdepapperen är underkastade engelsk rätt, förutsatt att svensk rätt är tillämplig avseende registreringen av Euroclear Sweden-registrerade Värdepapper.

**Värdepapperens status:**

Värdepapperen är icke efterställda och icke säkerställda förpliktelser för Emittenten och kommer att rangordnas lika sinsemellan och med alla andra icke efterställda och icke säkerställda förpliktelser för Emittenten från tid till annan.

Utövande av någon åtgärd av en resolutionsmyndighet enligt direktivet för återhämtning och resolution för banker avseende Emittenten kan väsentligt påverka värdet på, eller återbetalningar relaterade till, Värdepapperen, och/eller en risk för omvandling av Värdepapperen till eget kapital.

**Beskrivning av restriktioner avseende fri överlåtbarhet av Värdepapperen:**

Värdepapperen har inte och kommer inte registreras under U.S. Securities Act av 1933 ("Securities Act") och får inte erbjudas eller säljas i Amerika eller till, eller för US-personers räkning förutom i vissa transaktioner undantagna från registreringskraven i Securities Act och tillämpliga värdepappersregleringar för stater.

Inga erbjudanden, försäljningar eller leverans av Värdepapperen, eller distribution av något erbjudandematerial avseende Värdepapperen, får göras i eller från någon jurisdiktion med undantag för i situationer där sådant skulle ske i

överensstämmelse med tillämpliga lagar och regler.

Med förbehåll för ovan är Värdepapperen fritt överlåtbara.

#### Var kommer Värdepapperen att handlas?

Ansökan kommer göras av Emittenten (eller för dess räkning) om att uppta Värdepapperen på den Officiella listan och för handel på NASDAQ OMX Stockholm Stock Exchange:s reglerade marknad med start från Emissionsdagen som tidigast.

#### Vilka nyckelrisker är specifika för Värdepapperen?

**Risikfaktorer förknippade med Värdepapperen:** Värdepapperen är föremål för följande nyckelrisker:

Värdet och den kvoterade kursen för dina Värdepapper (om några) kommer vid var tid reflektera många faktorer och kan inte förutsägas. Beroende på utvecklingen för de Underliggande Tillgångarna kan du förlora delar av eller hela din investering.

#### Risker relaterade till vissa funktioner i Värdepapperen:

- Villkoren för dina Värdepapper föreskriver att Värdepapperen är föremål för ett tak, följaktligen kan din förmåga att delta i förändringar i värdet på de Underliggande Tillgångarna under Värdepapperens löptid vara begränsad, oavsett hur mycket nivån, kursen, räntesatsen eller annat tillämpligt värde för de Underliggande Tillgångarna kan stiga utöver taknivån under Värdepapperens livslängd. Följaktligen kan avkastningen på dina Värdepapper vara betydligt mindre än om du hade köpt de Underliggande Tillgångarna direkt.
- Villkoren för Dina Värdepapper föreskriver att avkastningen på Värdepapperen är beroende av ”sämsta-av utvecklingen för korgen av Underliggande Tillgångar, du kommer exponeras mot utvecklingen för varje Underliggande Tillgång och, i synnerhet, mot den Underliggande Tillgång som har sämst utveckling. Detta innebär att, oberoende av hur de andra Underliggande Tillgångarna utvecklas, om en eller flera Underliggande Tillgångar misslyckas med att uppnå en relevant tröskel eller barriär för beräkning av vilket avvecklingsbelopp som helst, kan du förlora delar av eller hela din initiala investering.
- Villkoren för dina Värdepapper föreskriver att det belopp som ska betalas på Värdepapperen vid förfallodagen (oavsett vid förfall eller annars) kommer att baseras på utvecklingen för de Underliggande Tillgångarna jämfört med de lägsta kurserna på de Underliggande Tillgångarna som observerats över de angivna ingångsnivåobservationsdagarna, och inte bara kursen på de Underliggande Tillgångarna på en enda initial dag. En sådan funktion kan leda till ett lägre värde på och avkastning på Värdepapperen än om det inte fanns någon ingångsnivåfunktion. Till exempel om den tillämpliga kursen på en viss Underliggande Tillgång ökade betydligt över ingångsnivåobservationsdagarna, kan värdet på och avkastningen på dina Värdepapper vara betydligt mindre än vad det hade varit om avkastningen hade fastställts med hänvisning till endast den tillämpliga kursen på en sådan Underliggande Tillgång på en enda initial dag.

#### Risker relaterade till de Underliggande Tillgångarna:

- *Värdet på och avkastningen från dina Värdepapper beror på utvecklingen för de Underliggande Tillgångarna:* Avkastningen på dina Värdepapper kan vara beroende av utvecklingen för en eller flera Underliggande Tillgångar. Nivån, kursen, räntesatsen, nettoandelsvärdet eller annat tillämpligt värde på de(n) Underliggande Tillgången(arna) kan vara föremål för oförutsebara förändringar över tid. Denna nivå av förändring är känd som ”volatilitet”. Volatiliteten för en Underliggande Tillgång kan påverkas av nationella och internationella finansiella, politiska, militära eller ekonomiska händelser, inkluderat statliga åtgärder, eller genom åtgärder av medlemmar på relevanta marknader. Sådana händelser eller åtgärder kan negativt påverka värdet och avkastningen på Värdepapperen. Volatilitet innebär inte en riktning av nivån, kursen, räntesatsen, nettoandelsvärdet eller annat tillämpligt värde, även om det är troligt att en Underliggande Tillgång med högre volatilitet ökar eller minskar i värde mer ofta och/eller i högre omfattning än en som är mindre volatil.
- *Historisk utveckling för en Underliggande Tillgång indikerar inte framtida utveckling:* Du ska inte se någon information om historisk utveckling för de(n) Underliggande Tillgången(arna) som en indikation på omfattningen av, eller trender för, fluktuationer i de(n) Underliggande Tillgången(arna) som kan inträffa i framtiden. Underliggande Tillgång(ar) kan utvecklas annorlunda (eller lika) som historisk sett, och detta kan ha väsentligt negativ påverkan på värdet på och avkastningen från dina Värdepapper.
- Aktiernas utveckling är beroende av makroekonomiska faktorer, såsom ränta och prisnivåer på kapitalmarknaderna, valutaförändringar, politiska faktorer såväl som företagsspecifika faktorer som vinstposition, marknadsposition, riskläge, aktieägare struktur- och distributionspolicy samt affärsrisker som emittenterna står inför. Vilken som helst eller en kombination av sådana faktorer kan påverka utvecklingen för



de(n) Underliggande Tillgången(arna) som i sin tur skulle ha en negativ effekt på värdet på och avkastningen från dina Värdepapper.
<b>NYCKELINFORMATION OM ERBJUDANDET AV VÄRDEPAPPER TILL ALLMÄNHETEN OCH UPPTAGANDET TILL HANDEL PÅ EN REGLERAD MARKNAD</b>
<b>På vilka villkor och enligt vilken tidplan kan jag investera i detta Värdepapper?</b>
<i>Villkor för erbjudandet:</i> Värdepapperen erbjuds inte till allmänheten.
<i>Uppskattade avgifter som debiteras investeraren av Emittenten/erbjudaren:</i> Emissionskursen om 100 procent (100 %) av det Sammanlagda Nominella Beloppet inkluderar en försäljningsprovision om upp till 6,00 procent (6,00 %) av det Sammanlagda Nominella Beloppet, vilken har betalats av Emittenten.
<b>Vem är erbjudaren och/eller den person som ansöker om upptagande till handel?</b>
Emittenten är den enhet som ansöker om upptagande till handel för Värdepapperen på en reglerad marknad.
<b>Varför upprättas detta prospekt?</b>
<i>Skäl för erbjudandet eller för upptagandet till handel på en reglerad marknad, förväntade nettointäkter och användning av intäkter:</i> Nettointäkterna från erbjudandet kommer användas av Emittenten för att tillhandahålla ytterligare medel i dess verksamhet och för andra generella bolagsändamål (dvs. för att göra vinst och/eller sänkingsarrangemang för vissa risker).
<i>Fast åtagande att placera värdepapper:</i> Erbjudandet av Värdepapperen är inte föremål för ett teckningsgarantiavtal med ett fast åtagande.
<i>Betydande intressen i emissionen/erbjudandet:</i>  Arvoden ska betalas till distributören(erna)  Emittenten är föremål för ett antal intressekonflikter mellan sina egna intressen och Värdepappersinnehavares intressen, inklusive: (a) när det gäller att göra vissa beräkningar och fastställelser kan det finnas en skillnad i intresse mellan investerarna och Emittenten, (b) i den ordinarie verksamheten kan Emittenten (eller ett dotterföretag) genomföra transaktioner för egen räkning och kan ingå hedgningstransaktioner avseende Värdepapperen eller relaterade derivat, vilket kan påverka marknadskursen, likviditeten eller värdet på Värdepapperen, (c) Emittenten (eller ett dotterföretag) kan ha konfidentiell information om den Underliggande Tillgången eller andra derivatinstrument som är relaterade till dessa, men som Emittenten inte är skyldig (och kan vara juridiskt förbjuden) att avslöja.