

**FINAL TERMS
OF THE SECOND SERIES OF BONDS
OF THE THIRD OFFER PROGRAMME
OF JSC “RIETUMU BANKA”
DENOMINATED IN USD
ISIN: LV0000801975**

November 30, 2015

1. General terms

- Final Terms of Bonds included in the document are prepared in accordance with the requirements of paragraph 4 of article 5 of the Directive 2003/71/EC of the European Parliament and of the Council, Article 17¹ of the Law and Prospectus. Final Terms shall be reviewed in conjunction with the Prospectus.
- Terms and abbreviations used herein shall correspond to the terms and abbreviations defined in the Prospectus.
- Full information can be only obtained reading Prospectus together with the Final Terms. Full information on the Issuer, the Bonds, the risks associated with the investments into the Bonds, the procedure of the offer and placement of the Bonds as well as other information which shall be provided pursuant to the Applicable Law is only available on the basis of the combination of the Final Terms and the Prospectus as so supplemented. Terms and conditions which are not defined by the Final Terms, shall be defined in accordance with Prospectus and Applicable Law.
- The Final Terms are submitted to FCMC by the Issuer.
- The Final Terms are approved by the decision of the Executive Board of the Issuer, dated as of November 30, 2015, Minutes No. 64.
- The Prospectus and the supplements of it (if any), as well as Final Terms are published and available for viewing in the digital format on the web page of the Issuer **www.rietumu.com**.
- The Bond issue summary is appended to the Final Terms as Appendix No. 1.
- The only official language of the Prospectus and Final Terms is Latvian. Translation of Final Terms in English is done purely for informative purposes, for the convenience of the Investor.

2. Essential information

Interests of natural and legal persons involved in the issue/offer	Save as written in the p. 5.13 of the Prospectus, so far as the Issuer is aware, no person involved in the Primary Placement of the Bonds has an interest material to the offer
Reasons for the offer	to diversify the Issuer funding base to improve Issuer's liabilities term structure
Use of offer proceeds	It is planned to shift attracted funds for the general corporate purposes, Bank's planned asset growth maintenance

3. Information about Bonds

Issuer	Joint Stock Company "Rietumu Banka"
Series number	USDSN-2
Security type and category	Bearer Bonds without restraint on alienation
ISIN	LV0000801975
Currency	U.S. dollars (USD)
Total nominal value	USD 7 500 000,00 (seven million five hundred thousand U.S. dollars)

Number of the Bonds	100 (one hundred)
Issue (Sale) price of the Bonds	100,00% (hundred percent) of the nominal value
Nominal value of one Bond	USD 75 000,00 (seventy five thousand U.S. dollars)
Issue date	December 22, 2015
Interest income commencement date	Issue date
Maturity date	December 22, 2017
Date of early redemption/call option	N/A
Interest basis	Fixed: 2,25% (two percent and 25/100) per annum
Redemption	Redemption at par
Bond subordination	Senior
Method of distribution	Public Offering
Name and address of legal person responsible for keeping records	JSC "Latvijas Centrālais Depozitārijs", registration No. 40003242879, legal address: 1 Vaļņu Str., Riga, LV-1050, Latvia
Rights attached to the Bonds	<p>Security form – unsecured.</p> <p>The Bonds are dematerialized bearer securities without restraint on alienation - Transferrable Securities.</p> <p>Issuer draws Investors attention to the fact that to the Bonds as to the financial products protection supposed under Deposits Guarantee Law of the Republic of Latvia and Investors Protection Law of the Republic of Latvia is not applied.</p> <p>Rights of the Investors to establish and/or authorize an organization/person to represent interests of all or a part of the Investors are not contemplated, but on the other hand these are not restricted</p>
Fixed rate Bond provisions:	
Rate of interest	2,25% (two percent and 25/100) per annum payable semi-annually
Interest payment date (-s):	<p>June 22 and December 22 in each calendar year commencing on June 22, 2016 up to and including the Maturity date.</p> <p>If the interest income payment date falls on a day off or a public holiday, payment of the income is made on the Business Day following the day off or the public holiday. Interest for the above-mentioned days off or public holidays are neither calculated nor paid.</p>
Interest income amount	USD 843,75 (eight hundred forty three U.S. dollars)

Day count fraction	and seventy five cents) per one Bond on each Interest payment date 30E/360
Interest income record date (-s)	8 (eight) Business Days before the date of interest payment
Floating rate Bond provisions	N/A
Term when claim may be raised on payment of interest and nominal value	If the Issuer does not remit payment of the accrued interest income on the stipulated payment date, the Investor may raise claim to the Issuer on payment of the accrued interest income not earlier than 5 (five) Business Days after the set payment date. If the Issuer does not perform settlements for the Bonds on the stipulated maturity date, the Investor may raise claim to the Issuer on payment of their nominal value not earlier than 5 (five) Business Days after the set maturity date
Issuer Call (the right of the Issuer to execute early redemption of the Bonds owned by the Investors)	N/A
Investor Put	N/A
Final Redemption Amount	USD 75 000,00 (seventy five thousand U.S. dollars) per one Bond
Indication of yield	2,25% (two percent and 25/100) per annum As set out above, the yield is calculated at the Issue Price. It is not an indication of future yield
Arrangements for the amortisation of the loan	N/A
Decision on issuing the Bonds	Decision of the Extraordinary Shareholders' Meeting of the Issuer, dated as of August 29, 2014, Minutes No. 4 (approval of the Offer Programme). Decision of the Executive Board of the Issuer, dated as of November 4, 2014, Minutes No. 53 (approval of the Prospectus). Decision of the Executive Board of the Issuer, dated as of December 8, 2014, Minutes No. 59 (repeated approval of the Prospectus) Decision of the Executive Board of the Issuer, dated as of November 30, 2015, Minutes No. 64 (approval of the Final Terms)

4. Terms and conditions of the offer

Name of a relevant dealer	Public Offering and distribution are performed by the Issuer - JSC "Rietumu Banka"
Starting date of the Primary Placement	December 04, 2015
End date of the Primary Placement	December 08, 2015 (including)
Date of the final settlement	December 22, 2015
Order submission procedure	The procedure of the Primary Placement is defined in p. 6.2 of the Prospectus. The Orders within the term of the Primary Placement

	<p>are submitted by the Investors, who are the clients of the Bank according to the following procedure:</p> <ol style="list-style-type: none"> i. In person – submitting a hard copy during the Business Days and business hours of the Issuer, passing through all necessary procedures of Bank’s client identification; ii. Through the Internet Bank – using of applicable electronic form of the Order and passing through all necessary procedures of Bank’s client identification; iii. Through fax or e-mail – submitting completed, signed off and scanned copy of the Order form and passing through all necessary procedures of Bank’s client identification. <p>The fax number and the e-mail address for the Order submission: Fax Number: +371 67 025 588; E-mail dcm@rietumu.lv.</p> <p>If the Order is being submitted by a credit institution/an investment brokerage firm then the submission of the Order is only possible when the authorized representative of the entity make it in person. The Order is submitted in hard copy during the Business Days and business hours of the Issuer, passing through all necessary procedures of identification.</p> <p>Additional information about the submission of the Orders as well as other information related to the issue of the Bonds is available by contacting the Issuer through the following communication channels: Phone number: +371 67 025 555; E-mail: dcm@rietumu.lv; Internet Bank: iRietumu</p> <p>The Orders submitted to the Issuer may not be altered or revoked</p>
A description of the possibility to reduce subscriptions and the manner for refunding excess amount paid by applicants	N/A
Details of the minimum and / or maximum amount of application	Pursuant to p. 6.2 of the Prospectus. Every Investor may submit the Order for an unlimited number of the Bonds, not exceeding the volume of the Series. The minimum volume of investments is 1 (one) Bond
Securities payment and delivery method and time	Pursuant to p. 6.2 of the Prospectus
Information on the Primary Placement results	Information on the Primary Placement results will be published on the Issuer’s Internet page: www.rietumu.com straight away as of the completion of the final settlement
The procedure for the exercise of any right of pre-emption, the negotiability of subscription	N/A

rights and the treatment of subscription rights not exercised	
Notification to Investors of the Bond amount allotted	Confirmation of the concluded transaction to the Investor is sent in accordance with Terms and Conditions of JSC “Rietumu Banka” and Client Agreement
Pricing method	Issuer determines Bond selling price in accordance to the situation of similar securities in the secondary market, namely, evaluating the demand in the securities market and comparable financial instrument market returns. Issuer's set selling price over the period of Primary Placement for the Bond issue Series for all Investors will be the same and unchanged
Investor’s expenses and imposition of taxes	<p>Pursuant to the Bond issue rules, no additional expenses are supposed to be charged to the Bond holders. However, for transactions in the financial markets, in addition to investments in financial instruments, Investors may have to pay/be charged with the fees, costs and expenditures, including, but not limited to, fees for the investment account opening, Bond purchase and sale orders, custody. These expenses will be covered by Investors independently in accordance with the tariffs and rates applied by credit institution, including the Issuer or an investment brokerage firm through which the Investor buys and holds Bonds, besides with other necessary operations with Bonds. The Issuer does not compensate the Investor for the above costs and expenditures and the Issuer shall not be liable for them</p> <p>Informaion regarding applicable taxes is provided in section 7 of Prospectus</p>
Offer coordinator	N/A
Depository	JSC “Latvijas Centrālais Depozitārijs”, registration No. 40003242879, legal address: 1 Vaļņu Str., Riga, LV-1050, Latvia
Persons agreeing to underwrite the issue	N/A
Underwriting agreement	N/A

5. Admission to market and trading arrangements

Listing and admission to trading	The Issuer is planning to include the issued and fully
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	placed Bonds in the regulated market organized by NASDAQ OMX Riga. For this, the Issuer will forward the required documents within 3 (three) months from the finishing date of the Primary Placement of the Series in conformity with the procedure stipulated by the Applicable Law
Entities which have a commitment to act as intermediaries in secondary market	N/A
Earlier performed issues of the Issuer which are included in the regulated market	Information is provided in section 8 of Prospectus

6. Additional information

Advisors connected with the issue	N/A
Credit rating	Bond Issue currently is not rated by any international or local rating agencies
Information provided by third parties	N/A

These Final Terms comprise the information and details required for issue and admission to trading on the Regulated Market of NASDAQ OMX Riga Stock Exchange of the Bonds of the Second Series described herein pursuant to the EUR 200 000 000,00 (two hundred million euro) Third Bonds Offer Programme of JSC “Rietumu Banka”.

APPENDICES

1. Summary of the Bond issue in English in 7 pages.
2. The Order form (Bank’s clients) in English in 2 pages.
- 2.¹ The Order form (credit institutions/investment brokerage firms) in English in 2 pages.

Appendix No. 1 to the Final Terms of the Second Series

Summary of the Bond issue

Section A. Introduction and warnings		
Element and requirement for the provision of information		Information
A.1	Warning for the Investors	<ul style="list-style-type: none"> • The summary shall be deemed the introduction of the Prospectus. • Any decision of the Investor to invest in the Bonds shall be based on the judgment on the whole Prospectus and the Final Terms. • In the event of submitting a claim to the court with regard to the information included in the Prospectus, the Investor, who submits such a claim in accordance with the applicable legal enactments of the corresponding member-state of the European Union or the European Economic Area, will have to cover the costs and expenses of translating the Prospectus, prior to the start of such legal proceedings. • Persons who are responsible for the information provided in the summary of the Prospectus, including persons who have translated it and who have submitted it for its distribution, may be held civilly liable only in case the summary is misleading, imprecise, contradictory when read together with other parts of the Prospectus or does not provide substantial information, which could help the Investor to make a decision on investing in the Bonds
Section B. Issuer and any guarantor		
Element and requirement for the provision of information		Information
B.1	Legal and commercial name of the Issuer	Joint Stock Company “Rietumu Banka”
B.2	The domicile and legal form of the Issuer, the legislation under which the Issuer operates and its country of incorporation	<p>Name of the Issuer: Joint Stock Company “Rietumu Banka” Legal form: Joint Stock Company Date and place of registration: Registered in the Register of Enterprises of the Republic of Latvia on May 14, 1992, registered in the Commercial Register of the Republic of Latvia on November 11, 2004 Registration number: unified registration number 40003074497 Legal and actual address: 7 Vesetas Street, Riga, LV-1013, Latvia Licence: Licence for the credit institution activity, issued by FCMC on May 5, 1992</p> <p>Basic legal enactments pursuant to which the Issuer performs its activities: Commercial Law of the Republic of Latvia; Law on Credit Institutions of the Republic of Latvia; The Law;</p>

		Regulations issued by FCMC, the Bank of Latvia, LCD; Other legal enactments of the Republic of Latvia; International legal enactments; Legal enactments of the European Union																																																																													
B.3	Description of, and key factors relating to, the nature of the Issuer's current operations and its principal activities	Joint-Stock Company "Rietumu Banka" is a private commercial bank, which is registered in the Republic of Latvia and has a licence for the credit institution activity. The main area of the activity of the Issuer is rendering financial services to companies and high net worth individuals, both in Latvia and abroad																																																																													
B.4a	Description of the most significant recent trends affecting the Issuer and the industries in which it operates	At the time when the Final Terms are approved and published, the Issuer is not aware of any recent trends that may have a negative impact on the Issuer or the credit institution industry																																																																													
B.4b	Description of any known trends affecting the Issuer and the industries in which it operates	At the time when the Final Terms are approved and published, the Issuer is not aware of any known trends that may have a negative impact on the Issuer or the credit institution industry																																																																													
B.5	Issuer's position within the group	<p>The table provided below contains a list of legal entities and other structures where the Issuer is a major shareholder, with indication of the country of incorporation, business activity of such entities and the Issuer's ownership share as on December 31, 2014 and December 31, 2013. The information provided below fully corresponds to the one included in the audited financial statements of the Issuer and Group, which encloses the Issuer.</p> <table border="1"> <thead> <tr> <th rowspan="2">Company Name</th> <th rowspan="2">Country of Incorporation</th> <th rowspan="2">Business Activity</th> <th colspan="2">Issuer's ownership share</th> </tr> <tr> <th>31.12.2014.</th> <th>31.12.2013.</th> </tr> </thead> <tbody> <tr> <td>RB Securities Limited</td> <td>Cyprus</td> <td>Financial services</td> <td>99,99%</td> <td>99,99%</td> </tr> <tr> <td>SIA „RB Investments”</td> <td>Latvia</td> <td>Investments</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>AS „Aquarium Investments” IPS</td> <td>Latvia</td> <td>Financial services</td> <td>0%</td> <td>65,1%</td> </tr> <tr> <td>ООО «Риетуму Лизинг» (earlier - ООО «Весттрансинвест»)</td> <td>Belarus</td> <td>Leasing company</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>ООО «Вестлизинг-М»</td> <td>Russia</td> <td>Leasing company</td> <td>0%</td> <td>100%</td> </tr> <tr> <td>SIA „Elektro Bizness”</td> <td>Latvia</td> <td>Electricity production company</td> <td>85%</td> <td>85%</td> </tr> <tr> <td>RB Opportunity Fund I</td> <td>Latvia</td> <td>Investments</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „Vesetas 7”</td> <td>Latvia</td> <td>Real estate operating</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „Overseas Estate”</td> <td>Latvia</td> <td>Juice terminal</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „M 322”</td> <td>Latvia</td> <td>Real estate operating</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „H-Blok” Ltd</td> <td>Latvia</td> <td>Real estate operating</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „Aristida Briāna 9”</td> <td>Latvia</td> <td>Real estate operating</td> <td>100%</td> <td>100%</td> </tr> <tr> <td>SIA „InCREDIT GROUP”</td> <td>Latvia</td> <td>Consumer lending</td> <td>51%</td> <td>51%</td> </tr> <tr> <td>SIA „KI Nekustamie īpašumi”</td> <td>Latvia</td> <td>Real estate operating</td> <td>100%</td> <td>100%</td> </tr> </tbody> </table>	Company Name	Country of Incorporation	Business Activity	Issuer's ownership share		31.12.2014.	31.12.2013.	RB Securities Limited	Cyprus	Financial services	99,99%	99,99%	SIA „RB Investments”	Latvia	Investments	100%	100%	AS „Aquarium Investments” IPS	Latvia	Financial services	0%	65,1%	ООО «Риетуму Лизинг» (earlier - ООО «Весттрансинвест»)	Belarus	Leasing company	100%	100%	ООО «Вестлизинг-М»	Russia	Leasing company	0%	100%	SIA „Elektro Bizness”	Latvia	Electricity production company	85%	85%	RB Opportunity Fund I	Latvia	Investments	100%	100%	SIA „Vesetas 7”	Latvia	Real estate operating	100%	100%	SIA „Overseas Estate”	Latvia	Juice terminal	100%	100%	SIA „M 322”	Latvia	Real estate operating	100%	100%	SIA „H-Blok” Ltd	Latvia	Real estate operating	100%	100%	SIA „Aristida Briāna 9”	Latvia	Real estate operating	100%	100%	SIA „InCREDIT GROUP”	Latvia	Consumer lending	51%	51%	SIA „KI Nekustamie īpašumi”	Latvia	Real estate operating	100%	100%
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		Current accounts and deposits due to customers	3,165,111	3,189,229	3,082,706	3,107,957
		Issued debt securities	20,287	20,287	19,498	19,498
		Current tax liability	686	645	1,602	1,499
		Deferred tax liability	2,400	-	2,571	-
		Other liabilities and accruals	36,498	29,487	16,126	10,808
		Total Liabilities	3,253,289	3,266,737	3,135,860	3,151,661
		Share capital	165,296	165,296	160,843	160,843
		Share premium	43,623	43,623	33,882	33,882
		Revaluation reserve	1,572	-	1,387	-
		Fair value reserve	(600)	2,020	(5,036)	(2,658)
		Currency translation reserve	(2,168)	-	43	-
		Other reserves	104	23	104	23
		Retained earnings	164,497	151,420	146,405	131,290
		Total Equity Attributable to Equity Holders of the Bank	372,324	362,382	337,628	323,380
		Non-controlling Interest	4,423	-	4,275	-
		Total Shareholders' Equity	376,747	362,382	341,903	323,380
		Total Liabilities and Shareholders' Equity	3,630,036	3,629,119	3,477,763	3,475,041

From the publication date of the last audited financial statement, the financial position of the Issuer has not changed to the worse. The Issuer is not aware of any factors, inquiries, liabilities or events that could essentially influence the Issuer's position in the future.

The financial results provided herewith are certified by the Issuer's auditor and they fully correspond to the audited financial statements of the Issuer and the Group, which encloses the Issuer.

Extraordinary dividends

According to the August 29, 2014 JSC "Rietumu Banka" extraordinary shareholders' meeting, JSC "Rietumu Banka" from profit for 6 (six) months period ended 30 June 2014 (audited 6 (six) months profit – EUR 37 642 970.00 (thirty seven million six hundred and forty two thousand nine hundred and seventy euro)), JSC "Rietumu Banka" shareholders registered in the register of shareholders were paid an extraordinary dividend of EUR 0.16 (sixteen cents) for 1 (one) share, or EUR 18 382 070.08 (eighteen million three hundred and eighty two thousand seventy euro and 08 cents) respectively.

Legal reserve

According to the August 29, 2014 JSC "Rietumu Banka" extraordinary shareholders' meeting, JSC " Rietumu Banka " legal reserve was reduced by EUR 14 228 718.11 (fourteen million, two hundred and twenty eight thousand seven hundred eighteen euro and 11 cents) and JSC "Rietumu Banka" shareholders were repaid contributions made into legal reserve

B.8	Key pro forma financial information	N/A
B.9	Profit forecast or estimate	The Issuer has not made a profit forecast or a profit estimate for the next operational period
B.10	Qualification in the	Audited groups' and Issuers financial report for the 2014 and audited

	audit report on the financial information	Issuer's condensed interim separate and the group's consolidated financial statements for the six month period ended 30 June, 2015 contains no auditors' qualifications or disclaimers
B.11	Own funds	As of 30.06.2015. Banks own funds were EUR 392 784 168,00. The Issuer complies with applicable capital requirements
B.12	Forecasts regarding the Issuer	Forecasts on the Issuer contain no adverse changes since the date of its last published audited financial statements. There are no significant changes observed in the financial or commercial position of the Issuer subsequent to the period covered by the historical financial information
B.13	Significant events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency	Recently there were no events particular to the Issuer which were to a material extent relevant to the evaluation of the Issuer's solvency
B.14	Issuer's position within the group	Issuer is not dependent upon other entities within the group
B.15	Issuer's principal activities	Issuer's principal activity is rendering of financial services to the clients
B.16	Control over Issuer	N/A
B.17	Credit ratings	No credit ratings are assigned to the issued Bonds and the Issuer
	B.18 – B.50	N/A
Section C. Securities		
Element and requirement for the provision of information		Information
C.1	Security type and category, ISIN	Bearer Bonds without restraint on alienation. ISIN: LV0000801975 LCD will keep the corresponding accounts and keep a record of the issued Bonds
C.2	Currency of the security issue	USD
C.3	Information about shares	N/A
C.4	Rights attached to the shares	N/A
C.5	Restrictions on the free transferability of the securities	The Bonds are freely Transferable Securities that represents debt obligations without additional collateral of the Issuer, as a debtor, to owners of the Bonds – the Investors, as creditors. The Bonds are dematerialized bearer securities without restraint on alienation - Transferrable Securities
C.6	Admission of the issued shares to trading on a regulated market	N/A
C.7	Dividend policy	N/A
C.8, C.9	Rights attached to the Bonds	Security form – unsecured. Bond subordination – Senior. The Bonds are dematerialized bearer securities without restraint on

		<p>alienation - Transferrable Securities.</p> <p>Issuer draws Investors attention to the fact that to the Bonds as to the financial products protection supposed under Deposits Guarantee Law of the Republic of Latvia and Investors Protection Law of the Republic of Latvia is not applied.</p> <p>Fixed rate: 2,25% (two percent and 25/100) per annum, payable semi-annually June 22 and December 22 in each calendar year commencing on June 22, 2016 up to and including the Maturity date.</p> <p>Interest income commencement date: 22.12.2015. Maturity date: 22.12.2017. Redemption at par</p> <p>Yield: 2,25% (two percent and 25/100) per annum As set out above, the yield is calculated at the Issue Price. It is not an indication of future yield.</p> <p>Arrangements for the amortisation of the loan: N/A</p> <p>Within the framework of the Offer Programme of Prospectus, rights of the Investors to establish and/or authorize an organization/person to represent interests of all or a part of the Investors are not contemplated, but on the other hand these are not restricted</p>
C.10	Interest payments under securities involving derivative component	N/A
C.11	Admission of the Bonds to the regulated market	The Issuer intends to include all Bonds issued and placed under the Second Series in the regulated market „NASDAQ OMX Riga”, providing their public circulation. Bond settlement is made by LCD
C.12	Minimum nominal value of the Issue	<p>Nominal value of one Bond: USD 75 000,00 (seventy five thousand U.S. dollars)</p> <p>Total amount of the Issue Series (nominal value): USD 7 500 000,00 (seven million five hundred thousand U.S. dollars)</p> <p>Number of the Bonds: 100 (one hundred)</p>
C.13 – C.22		N/A
Section D. Risks		
Element and requirement for the provision of information		Information
D.1, D.2	Key information on the key risks specific to the Issuer	<p>The investment made in Bonds is tied to certain financial risks, which bears the Investor. These risks are related to the borrower's financial situation, as well as with the investment instruments and securities market forces both in Latvia and abroad. In the process of managing the risks, the Bank maintains the stable and conservative policy, without permitting any incommensurable risks in any types of its activities. The risk management policy is developed in close collaboration with the strategic development plan of the Issuer. Risks related to the business activities of the Issuer are divided into financial and other risks. Financial risks are: credit risk, interest risk, liquidity risk, currency risk and market risk. In addition to the above mentioned, the Issuer also</p>

		detects the following types of risks: operational risk, legal risk, reputational risk, strategic and business risk and concentration risk
D.3	Key information on the key risks specific to the Bonds	<p>The investment made in Bonds is tied to certain financial risks, which bears the Investor. These risks are related to the borrower's financial situation, as well as with the investment instruments and securities market forces both in Latvia and abroad.</p> <p>Investing in Bonds, Investors bear the risks associated with investments in securities: first, it is the liquidity of the Bonds on the secondary market and price volatility, which may result not only from the Issuer's financial condition, but also from the general market trends. There is also legal risk of change of the Applicable Law, in relation to custody, transactions and other operations with the Bonds in such a way that new or additional charges or expenses may be imposed on the Investors, or new stamp duties and/or taxes may be introduced or rates of the existing stamp duties and/or taxes may be changed</p>
D.4 – D.6		N/A
Section E. Offer		
Element and requirement for the provision of information		Information
E.1 – E.2a		N/A
E.2b	Reasons for the Bond offer and use of the proceeds	<p>The main goal of Bond issue in the Second Bond Issue Series framework is fundraising to finance the Issuer's operating activities, including:</p> <ul style="list-style-type: none"> • diversification of funding sources; • The Bank's assets and liabilities term structure improvement. <p>It is planned to shift attracted funds for the general corporate purposes, Bank's planned asset growth maintenance</p>
E.3	Terms and conditions of the Bond offer	<p>Total amount of the Issue Series (nominal value): USD 7 500 000,00 (seven million five hundred thousand U.S. dollars).</p> <p>Issue (Sale) price of the Bonds: 100,00% (hundred percent) of the nominal value</p> <p>Starting date of the Primary Placement: 04.12.2015</p> <p>End date of the Primary Placement: 08.12.2015 (including)</p> <p>Date of the final settlement: 22.12.2015</p> <p>Issue date: 22.12.2015</p> <p>Public Offering and distribution are performed by the Issuer - JSC "Rietumu Banka"</p>
E.4	Conflicts of interests	Issuer has no information on possible conflicts of interests related to the Bond issue
E.5 – E.6		N/A
E.7	Investor's expenses	Pursuant to the Bond issue rules, no additional expenses are supposed to be charged to the Bond holders. However, for transactions in the financial markets, in addition to investments in financial instruments, Investors may have to pay/be charged with the fees, costs and expenditures, including, but not limited to, fees for the investment account opening, Bond purchase and sale orders, custody. These expenses will be covered by Investors independently in accordance with the tariffs and rates applied by credit institution, including the Issuer or an investment brokerage firm through which the Investor buys and holds Bonds, besides with other necessary operations with Bonds. The Issuer does not compensate the Investor for the above costs and expenditures and the Issuer shall not be liable for them

ORDER FOR ACQUISITION OF THE BONDS

The Second Series of the JSC "Rietumu Banka" Third Bonds Offer Programme

ATTENTION! Please fill in block letters only!

Date ___ / ___ / 20 ___

Investor _____
(Name and surname/ company's name)

represented by (if applicable) _____
(Name and surname, title)

• Current account No. _____ with JSC "Rietumu Banka", SWIFT/BIC: RTMB LV 2X

• Financial instruments account No. _____ with JSC "Rietumu Banka", SWIFT/BIC: RTMB LV 2X

Hereby Investor asks to provide the trade confirmation pursuant to p. 6.2 of the Prospectus, as well as other information and news regarding the issue of Bonds within the framework of the Offer Programme via one of the following communication methods:

Fax _____;

E-mail _____;

iRietumu.

Hereby Investor agrees and confirms that if the Issuer has sent any information via the abovementioned communication methods it is presumed that Investor has received it upon the moment of its dispatch by the Issuer.

(Signature, seal)

Rietumu ID _____

Test Key _____

Terms for purchase of the Bonds:

Issuer, Bonds, ISIN:

JSC “Rietumu Banka”, Bonds of the Second Series of the Third Offer Programme, ISIN: LV0000801975;

Quantity of purchased Bonds (in numbers and words):

_____;

Total amount to be paid for (in numbers and words):

_____.

The Investor hereby confirms that by signing this Order he/she/it is obliged to ensure the aforementioned cash balance (amount) for purchase of the Bonds on his/her/its current account with the Bank within 3 (three) Business Days as of the date of this Order, but in any case not later than on the finishing date of the Primary Placement. If the required cash balance (amount) is not ensured within the abovementioned timeframes, the Order should be considered cancelled, null and void.

The Investor hereby agrees to acquire the Bonds in the amount specified above. Investor hereby acknowledges that he/she/it has acquainted with the text of the Prospectus, the Final Terms of the Second Series and other documents related to this issue. The Investor has carefully studied and fully understood their contents, including, but not limited to the p. 6.2. of the Prospectus “Procedure of Performing the Primary Placement”. The Investor undertakes all possible risks related to the purchased Bonds.

Investor’s (Investor’s authorised representative) signature

(Name and surname, title)

(Signature, seal)

Rietumu ID _____

Test Key _____

Appendix No. 2.¹ to the Final Terms of the Second Series

Credit institutions/investment brokerage firms

ORDER FOR ACQUISITION OF THE BONDS

The Second Series of the JSC “Rietumu Banka” Third Bonds Offer Programme

ATTENTION! Please fill in block letters only!

Date __ __ / __ __ /20__ __

Investor (credit institution/investment brokerage firm) _____,
(Name)

represented by _____
(Name and surname, title)

- Registration No. _____
- Legal address _____
- Other details and requisites _____

The Investor hereby asks to provide the trade confirmation pursuant to p. 6.2 of the Prospectus, as well as other information and news regarding the issue of Bonds within the framework of the Offer Programme via one of the following communication methods:

Fax _____;

E-mail _____.

The Investor hereby agrees and confirms that if the Issuer has sent any information via the abovementioned communication methods it is presumed that Investor has received it upon the moment of its dispatch by the Issuer.

(Signature, seal)

Terms for purchase of the Bonds:

Issuer, Bonds, ISIN:

JSC “Rietumu Banka”, Bonds of the Second Series of the Third Offer Programme, ISIN: LV0000801975;

Quantity of purchased Bonds (in numbers and words):

_____;

Total amount to be paid for (in numbers and words):

_____.

The Investor hereby confirms that by signing this Order it will be obliged to ensure the required funds on the day of final settlement on the DVP (Delivery versus payment) terms pursuant to the LCD rules.

Other terms:

The Investor hereby agrees to acquire the Bonds in the amount specified above. Investor hereby acknowledges that it has acquainted with the text of the Prospectus, the Final Terms of the Second Series and other documents related to this issue. The Investor has carefully studied and fully understood their contents, including, but not limited to the p. 6.2. of the Prospectus “Procedure of Performing the Primary Placement”. The Investor undertakes all possible risks related to the purchased Bonds.

Investor’s (Investor’s authorised representative) signature

(Name and surname, title)

(Signature, seal)