

8 March 2011

**UNICREDIT JELZÁLOGBANK ZRT.**

**Public placement of the UCJBF 2012/A Mortgage Bonds with an aggregate nominal value of HUF max. 4 billion, registered type, dematerialized, fixed coupon**

***in the framework of the HUF 100 billion Mortgage Bond and Unsecured Bond Issue Program for 2011-2012***

Present document is the Final Terms of the Mortgage Bonds above. Terms below were defined in the Base Prospectus, dated on 8th February 2011. Present Final Terms are to be read together with the Base Prospectus concerning Mortgage Bonds and Unsecured Bonds listed on the Budapest Stock Exchange.

*Regulations below are to be filled in in reference to the given Issuance. „Not applicable” must be written to the disposal which is not to be applied to the given Issuance, and disposals of the given sub point must be deleted. Numbering of points must not change not even in case of marking whole points or sub points as „Not applicable”. Filling instructions were written in Italic. Final Terms concerning the particular Issuance can differ from the sample with regard to the special circumstances of the Issuance.*

(1)	Issuer:	UNICREDIT JELZÁLOGBANK ZRT. 1054 Budapest, Szabadság tér. 5-6.
(2)	(i) Series:	UCJBF 2012/A
	(ii) Tranche Number:	002
(3)	Issue Currency:	HUF
(4)	Aggregate Nominal Value:	
	HVBF 2012/A-001	HUF 3.100.000.000
	UCJBF 2012/A-002	Max. HUF 4.000.000.000
(5)	Minimal Issue Price:	Not Applicable
(6)	Number of Mortgage Bonds / Nominal Value:	
	HVBF 2012/A-001	310.000 pieces / HUF 10.000
	UCJBF 2012/A-002	Max. 400.000 pieces / HUF 10.000
(7)	(i) Issue Date:	
	HVBF 2012/A-001	28 April 2005
	UCJBF 2012/A-002	17 March 2011
	(ii) Interest Commencement Date:	
	HVBF 2012/A-001	2 May 2005
	UCJBF 2012/A-002	19 March 2011

	(iii) Settlement Date:	
	HVBF 2012/A-001	2 May 2005
	UCJBF 2012/A-002	19 March 2011
	(iv) Value Date:	
	HVBF 2012/A-001	2 May 2005
	UCJBF 2012/A-002	19 March 2011
(8)	Maturity Date:	01 August 2012
(9)	Remaining maturity:	19 March 2011– 01 August 2012
(10)	Interest Basis:	Fixed Rate 8,00% (EHM is not applicable)
(11)	Basis of Redemption/Redemption at maturity:	Nominal Value
(12)	Type of Issue:	Public placement
(13)	Listing on the Budapest Stock Exchange:	The Issuer requests the listing of Mortgage Bonds on the Budapest Stock Exchange (Andrássy út 93., Budapest 1062).
(14)	Mode of Issue:	Auction
	Place of Issue:	Hungary
(15)	Contributors:	
	(ii) Lead Manager, Stock Introducer, Paying Agent:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.)
<b>PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE</b>		
(16)	<b>Provisions relating to Fixed Rate Mortgage Bonds</b>	Applicable
	(i) Business Day Convention:	Following Business Day Convention
	(ii) Interest Payment Date(s):	01 August 2005, 01 August 2006, 01 August 2007, 01 August 2008, 01 August 2009, 01 August 2010, 01 August 2011, 01 August 2012
	(iii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s):	UniCredit Bank Hungary Zrt., as Paying Agent
	(iv) Rate of Interest:	8,00%, Fixed Rate
	(v) Accrued Interest:	The accrued interest is 5,0411% on 19th March 2011, that is HUF 504,11 for each HUF 10.000 Mortgage Bond
	(vi) Day Count Fraction:	Actual/Actual (calculation method being in effect applied by ÁKK)
	(vii) Other method of calculating Interest for Fixed Rate Mortgage Bonds:	Not Applicable
(17)	<b>Provisions relating to Floating Rate Mortgage Bonds</b>	Not Applicable
(18)	<b>Provisions relating to Zero Coupon Mortgage</b>	Not Applicable

## **Bonds**

### **PROVISIONS RELATING TO REDEMPTION**

- |      |  |                                 |
|------|--|---------------------------------|
| (19) | <b>Issuer Call before maturity:</b>                    | Not allowed                     |
| (20) | <b>Investor Put before maturity:</b>                   | Not allowed                     |
| (21) | <b>Redemption Value of Mortgage Bonds at maturity:</b> | Nominal Value of Mortgage Bonds |
| (22) | <b>Early Redemption Amount and Date:</b>               | Not Applicable                  |

### **GENERAL CONDITIONS RELATING TO MORTGAGE BONDS**

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|------|---|---|
| (23) | Type of Mortgage Bonds:                 | Registered type Mortgage Bonds  |
| (24) | Form of Mortgage Bonds:                 | Dematerialised Mortgage Bonds, and the Document summarising the conditions of these |
| (25) | Other provisions or special conditions: | Not Applicable  |

### **DISTRIBUTION**

(26)	Mode of distribution:	Auction
(27)	Guarantor:	Not Applicable
(28)	Mode and place of auction:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér. 5-6.) Tel.: 428-8540
	(i) Time of auction:	17 March 2011
	(ii) Places of market making:	UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.) Tel.: 428-8540
	(iii) Maximal Issue Yield:	Not Applicable
	(iv) Minimal Issue Price / Issue Price:	Not Applicable
	(v) Issue Yield:	Not Applicable
	(vi) Upper Limit:	Issuer does not accept bids over maximum amount.
	(vii) Place and mode of announcement:	The Issuer shall publish all announcements (Public Offerings, Final Terms, Result of the Auction, etc.) and the Base Prospectus on the homepages of the Issuer ( <a href="http://www.jelzalogbank.hu">www.jelzalogbank.hu</a> ), the Lead Manager ( <a href="http://www.unicreditbank.hu">www.unicreditbank.hu</a> ), the Budapest Stock Exchange ( <a href="http://www.bet.hu">www.bet.hu</a> ) and the Hungarian Financial Supervisory Authority ( <a href="http://www.kozzetetelek.hu">www.kozzetetelek.hu</a> ).
(29)	Selling restrictions:	Followings are allowed to participate at the auctions of Mortgage Bonds: resident private individuals, non-resident private individuals with restrictions determined in the Base Prospectus, legal entities and corporations without legal personality.

## OPERATIONAL CONDITIONS

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|------|---|--|
| (30) | Separated deposit account number of the Issuer:   | The bidder pays in to the security account kept at UniCredit Bank Hungary Zrt.   |
| (31) | Places of payment:  | UniCredit Bank Hungary Zrt. (1054 Budapest, Szabadság tér 5-6.)  |
| (32) | (i) The number and date of the license granted by the Hungarian Financial Supervisory Authority to the issue: | KE-III-97/2011 (23.02.2011.)   |
|      | (ii) The resolution of the Issuer about the approval of the issue:  | 17/2010. (27.10.2010.) Board decision  |
|      | (iii) The resolution of the Issuer about the listing on the Budapest Stock Exchange:                          | 17/2010. (27.10.2010.) Board decision  |
| (33) | ISIN:   | HU0000651344   |
| (34) | Series number:  | UCJBF 2012/A-002   |
| (35) | Credit of Mortgage Bonds:   | On security account  |
| (36) | Central Clearing House and Depository:  | KELER Zrt. (1075 Budapest, Asbóth u. 9-11.)  |
| (37) | Issue costs paid by:  | All costs - expectedly not exceeding HUF 10 million during the whole tenor of the Mortgage Bond - of issue are paid by UniCredit Jelzálogbank Zrt. |

## GENERAL INFORMATION

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|------|---|--|
| (38) | Interest of natural and legal persons involved in the issues                      | Except any fees payable to the Lead Manager, so far as the Issuer aware, no person involved in the issue of the Mortgage Bond has an interest material to the offer. |
| (39) | Expected net income obtained from the auction:<br>Expected net cost of the issue: | Function of the net auction price<br>Not exceeds the 1% of the nominal value of the issued tranche   |
| (40) | Applicable law  | Hungarian law  |
| (41) | Other:  | EHM: 8,0%  |

Issuer:

UNICREDIT JELZÁLOGBANK ZRT.

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Lead Manager

UNICREDIT BANK HUNGARY ZRT.

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