



**NORDEA BANK AB (publ)**  
**NORDEA BANK FINLAND Abp**  
**Supplement 2008:5 to Base Prospectus**  
**regarding Medium Term Note programme**  
**in the amount of SEK Onehundred Billion (100,000,000,000)**

This document ("Supplemental Prospectus") constitutes a supplement to the Base Prospectus dated 4 June 2008 regarding Nordea Bank AB (publ)'s ("NBAB") and Nordea Bank Finland Abp's ("NBF") (together the "Issuers") Medium Term Note Programme in the amount of SEK Onehundred Billion (100,000,000,000) (the "Base Prospectus") (with the Swedish Financial Supervisory Authority's journal number 08-4697-413).

This Supplemental Prospectus is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by Nordea.

This Supplemental Prospectus has been prepared due to the fact that NBAB has published its quarterly interim report for the first quarter 2009 (which is available on Nordea's website, [www.nordea.com](http://www.nordea.com)) and that the rights offering has been approved at an Extraordinary General Meeting. As a consequence of this, new paragraphs are inserted in the Base Prospectus.

**Quarterly Report January - March 2009**

New paragraphs are inserted, as set forth below, under the heading "NBAB's Recent Development" on page 98 of the Base Prospectus (Swedish version).

"The Quarterly Report for January - March 2009 shows that the operating profit for the period January – March 2009 was EUR 833 million, compared with EUR 885 million during the corresponding period of 2008. The net profit for the period amounted to EUR 627 million and return on equity for the same period amounted to 13,9 per cent. Net interest income amounted to EUR 1,356 million for the period, compared with EUR 1,181 million for the same period of 2008. Operating costs amounted to EUR 1,090 million, a decrease of 5 per cent compared to the previous quarter. Credit losses amounted to, net, EUR 356 million."

The rights offering (as earlier mentioned in the Supplemental Prospectus dated 24 February 2009) has been approved at an Extraordinary General Meeting held on 12 March 2009. As a result of the rights offering, the number of ordinary shares will be increased by 1,430,059,524 shares to 4,030,167,751 shares and share capital will increase by euro 1,430,059,524 to euro 4,030,167,751.

The Supplemental Prospectus should be read together with the Base Prospectus and registered supplemental prospectuses. The definitions used in the Base Prospectus are applicable also to this

Supplemental Prospectus. In the event of any discrepancy between this Supplemental Prospectus and the Base Prospectus or any other document incorporated in the Base Prospectus by reference, the Supplemental Prospectus shall take precedence.

Investor who may wish to exercise a withdrawal right pursuant to 2:34 of the The Financial Instruments Trading Act (lagen (1991:980) om handel med finansiella instrument) as a result of the publication of this Prospectus Supplement must exercise that right within five workingdays as from the publication of this Prospectus Supplement.

This Supplemental Prospectus has been approved by, and registered with, the Swedish Financial Supervisory Authority.